



Board of Light, Gas and Water Commissioners

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

Board Meeting

~ Minutes ~

Wednesday, August 2, 2023

8:30 AM

Board Room

CALL TO ORDER AND OPENING REMARKS:

Chairman Dickson

PLEDGE OF ALLEGIANCE:

Chairman Dickson

ROLL CALL:

Dana Jeanes

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

APPROVALS:

Motion To: Approve Minutes from the Meeting of July 19, 2023

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

CITY COUNCIL ACKNOWLEDGEMENTS & UPDATE:

Dana Jeanes

Receipt of Certified Copies of City Council Resolutions dated June 27, 2023, Items 12 through 16 and Item 34; and Items 8 through 16 dated July 11, 2023.

PRESENTATIONS:

(None)

GENERAL STATEMENT(S) FROM THE PUBLIC:

Ray Bauer - Co-Founder of 21st Century Memphis or Bust - mentioned that Commissioner Pohlman stated at the last meeting when he read an email into record for her group that someone needed to be present, so they came to this Board Meeting. She asked that Commissioner Pohlman reconsider as it can be difficult for one of them to make it at 8:30 a.m. on workday. Ms. Bauer stated that the group would continue to submit comments following the rules and deadlines put out by MLGW on social media. Ms. Bauer applauded President McGowen for the transparency created by posting the 4MForum MLGW Monthly Metrics Dashboard online, but asked why the major outage statistics weren't included in the monthly slides and asked if that information could be found elsewhere. Ms. Bauer and her group requested that the Rules of

Procedure/Parliamentarian for the Board Meetings be made available to the public, and asked if there was a Parliamentarian at the meeting to explain "same day minutes". Ms. Bauer stated that her group would like to request that a speaker from the general public not need to give their address when speaking at Board Meetings. Ms. Bauer stated that the world we live in is not what it was whenever those rules were made. Ms. Bauer proposed that speakers just have to give their neighborhood for safety reasons. Ms. Bauer stated that they would be asking the City Council for this as well. Ms. Bauer also shared a story of customer, Linda K., who had an issue with a tree limb hanging over a power line. Ms. Bauer asked when there would be a cost analysis done to bring tree trimming back in-house.

Ruth Crawford - 9040 Garden Arbor Lane, Germantown, TN - stated that her community really needs MLGW right now. Ms. Crawford states that if most people can't afford food, they should not be expected to buy a generator. Ms. Crawford believes that bringing tree trimming back in-house would increase reliability and create more jobs in our community. Ms. Crawford believes that the approximate \$220 million to be spent on tree trimming contracts would be better spent on bringing tree trimming back in-house.

Angela Blakely - 2679 Cross Vine Cove N., Memphis, TN - former MLGW Employee asking for negotiation with MLGW that will lead to restoration and promotion with accommodations or settlement. She didn't share her story, but states she has written letters, emails and messages to MLGW's current and past leadership. Ms. Blakely is asking for the seven years of covert actions of other to cease.

Richard Pearson - Retired MLGW - retired February 14, 2020. Involved in serious accident in 2004. A federal Judge determined him to be permanent disable in 2010. When he retired, he did not get disability retirement, and therefore, he is only getting like 18% of his salary. He would like to get disability retirement so he would get 60% of his salary.

Faye Williams Smith - 342 N. Claybrook Street recently moved from 1608 Latham Street - came before the Board to discuss previous address utility bill. Ms. Smith informed the Board that she received a utility bill two months after vacating the property and believing she had paid her final bill. After calling to inquire about the bill she received she learned that she owes \$634, which she has never received a bill for. Ms. Smith states that she has been informed that there was an issue with the meter which created an issue with billing. Ms. Smith did not think it should take from December 2022 until this date to get the issue resolved. Ms. Smith does not believe she used the amount of water we are billing her for because in all 15 years she lived there she never used that amount. Ms. Smith believes we have serious issues with the meters because she just moved to her new address, she has a new energy efficient air conditioner, she does not use lights as she has plenty of light from windows, and her bill is still over \$300. She also believes there is a problem in her neighborhood as her neighbor hasn't received a bill in 7 months. Ms. Smith is asking that MLGW give accurate bills so people can pay you efficiently.

Mr. Timothy Davis responded stating that he is not aware of this specific issue, but there are times when we have billing issues and there are exceptions. Mr. Davis asked Ms. Smith to connect with our new Customer Advocacy Department, Angela DeBose, on her

way out. Mr. Davis stated that we previously had five people that handled billing exceptions which is obviously is not enough. We now have twenty-five individuals that have went through training and are available to handle these types of matters. We also beefed-up our Customer Advocacy Department so we can speak with these customers specifically. We also have a number of programs to help customers make payment arrangements.

Commissioner Person asked how Mr. Davis would go back and look at situations that are not brought before this Board? Mr. Davis stated that we are looking at that as a part of business stating this is part of the meter to cash process. Also, Mr. Davis states that we have fortified our Customer Advocacy Department. We give customer's specific assistance for their issue.

Commissioner Graves asked if her issues was because of the "wiggler" issue? Mr. Davis stated that Ms. Smith stated that it was an issue with the electric meter and that would not be the wiggler issue as the wiggler has to do with the gas meter, but that they would look into her specific issue. Mr. Davis stated that there are issues with electric meters from time to time. It does take some time to correct things. It takes about six weeks to train people and get them up to speed, but we are proactively working on this issue. We have identified those folks and sent them letters.

PRESIDENT’S BRIEFING

Review of 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)

Motion To: Delete Items 1 and 16 from the Consent Agenda.

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

Items 1 and 16 were deleted from the Consent Agenda.

CONSENT AGENDA

Douglas Black, Acting General Counsel, gave a summary for Item 14 on the Consent Agenda, quarterly update regarding the Customer Appeal Committee matters.

Commissioner Graves and Board had discussion with Dana Jeanes regarding Item 8, Card Payment Fee, specifically if we should charge the credit card fees to the customers when they pay their bill with a credit card.

Motion to: Approve Consent Agenda Items 2 through 15 and 17.

RESULT:	APPROVED [UNANIMOUS]
MOVER:	Michael Pohlman, Vice Chairman
SECONDER:	Mitch Graves, Board Member
AYES:	Pohlman, Pesce, Person, Graves, Dickson

Items 2 through 15 and 17 were approved.

Motion To: Approve Same Day Minutes for Items 11 and 15

RESULT:	SAME DAY MINUTES FOR ITEMS 11 and 15 [UNANIMOUS]
MOVER:	Mitch Graves, Board Member
SECONDER:	Cheryl Pesce, Board Member
AYES:	Pohlman, Pesce, Person, Graves, Dickson

Same Day Minutes were approved for Items 11 and 15.

VP of CUSTOMER EXPERIENCE and ENERGY SERVICES

(None)

CHIEF INFORMATION OFFICER

1. Item Deleted.
2. Resolution approving Change No. 3 to Contract No. 12304 (Formerly Purchase Order #7015763), Veeam Backup and Replication Enterprise Plus Annual Production with Logicalis, Inc., (This change is to renew the annual maintenance for Veeam software support and maintenance services and to co-term Veeam license agreement 2891579 for the period covering November 15, 2023 through November 14, 2024) in the amount in the funded amount of \$106,440.10. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

COMMUNITY & EXTERNAL AFFAIRS

3. Resolution approving Change No. 2 to Contract No. 12209, Courier Services with Deep South Delivery, LLC dba Diligent Delivery Systems (formerly Express Courier International, Inc.) (This change is to renew the current contract for the second of four annual renewal terms covering the period of September 6, 2023 through September 5, 2024) in the funded amount of \$152,292.15. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

DESIGN CONSTRUCTION & DELIVERY

(None)

ENGINEERING & OPERATIONS

4. Joint Funding Agreement US Army Corps of Engineers Resolution allowing MLGW to enter into a Joint Funding Agreement with the US Army Corps of Engineers. MLGW's intent is to participate in the funding of a Feasibility Cost Sharing Agreement. The maximum amount MLGW is committing to shall not exceed \$700,000. (Nick Newman) (REQUIRES CITY COUNCIL APPROVAL)
5. Resolution approving Change No. 5 to Contract No. 12150, Mallory Wash Water Recovery with Chris-Hill Construction Company, LLC, to ratify, extend, expand the scope, and increase the current contract value in the amount of \$135,565.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

PRESIDENT

(None)

SVP, CFO & CAO, FINANCE

6. Resolution requesting approval of Loomis, Sayles & Company, L.P., a core fixed income manager, to manage \$50,000,000 for the benefit of the MLGW Retirement and Pension Fund, as part of a reallocation. (Dana Jeanes)
7. Resolution requesting approval of Highland Capital Management, LLC, a core fixed income manager, to manage \$30,000,000 for the benefit of the MLGW Retirement and Pension Fund, as part of a reallocation. (Dana Jeanes)
8. Resolution approving Change No. 1 to Contract No. 12142, Card Payment Processing Services to Card Connect, LLC - Option A (This change is to renew the current contract for the first of two annual renewal terms for the period covering January 1, 2024 through December 31, 2024) in the funded amount of \$3,374,232.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
9. Resolution approving Change No. 8 to Contract No. 10614, Bloomberg Data License and Maintenance Agreement with Bloomberg, L.P., (This change is to renew the current contract for bi-annual software maintenance, licenses, and support services for an additional two-year term covering the period September 2, 2023 through September 1, 2025) in the funded not-to-exceed amount of \$77,880.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
10. Resolution requesting approval of Highland Capital Management, LLC, a core fixed income manager, to manage \$10,000,000 for the benefit of the MLGW OPEB Trust Fund, as part of a reallocation. (Dana Jeanes)

SVP, CHIEF OPERATING OFFICER

(None)

SHARED SERVICES

11. Resolution approving Change No. 3 to Contract No. 12281, Hickory Hill Service Center Repaving with A & B Construction Company, Inc., to ratify and extend the current contract with no increase in the contract value. (Randy Orsby)
12. Resolution approving the ratification of purchase order numbers 7040461 and 7038560 to Universal Scaffold & Equipment Company for cable 1/C in the total amount of \$3,751,670.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
13. Resolution approving the ratification of Purchase Order Number 7039407 to Brighter Days and Nites, Inc. for four types of control cable in the total amount of \$507,971.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

VP & GENERAL COUNSEL

14. Resolution approving the report of the Customer Appeal Committee for the period of December 2022 through June 2023. (Doug Black, Acting VP & General Counsel)

CHIEF PEOPLE OFFICER

15. Resolution to approve the salary of the Vice President General Counsel, at an annual salary of \$214,988.80. (Doug McGowen/Jackie Jones) (SAME DAY MINUTES)
16. Item Deleted.
17. Resolution approving Change No. 2 to Contract No. 12212, Job Evaluation Manager Subscription with Korn Ferry to extend the current contract in the funded amount of \$331,200.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

PRESIDENT'S BRIEFING

President McGowen stated that he was thankful for the comments earlier about 4M Forum, the monthly performance review that is posted online for the public's review. President McGowen encouraged everyone to go look at that. He addressed the reliability statistics question posed by 21st Century Memphis or Bust. President McGowen believes that it is important to address day-to-day reliability without the exceptions of the storms. However, we do have information about storms or irregular outages, and we are happy to provide that information as well. President McGowen spoke about the recent spate of bad weather. In the last 18 months, we have had the same number of customer interruption than we had over the prior ten years from severe weather.

President McGowen discussed some of the outage and restoration efforts from recent storms. President McGowen specifically addressed the most recent storms on July 18 and July 20, 2023, stating that we had about 216,000 customers without power and within 24 hours we had restored power to 100,000, which is unprecedented. We had thousands of people working on this restoration.

President McGowen reported that we had about 1,700 Water Professionals from Tennessee and Kentucky in Memphis, Tennessee today for a Water Professionals Conference. The group had a conference at the Convention Center at the Sheraton Hotel and had an event on Beale Street last night. President McGowen thanked Nick Newman and his team for coordinating the event.

President McGowen reminded everyone what the plan for improving is:

1) We are going to do a baseline inspection of other areas in town like we have done in Orange Mound and establish a 5-year Reliability and Resilience work plan. President McGowen stated that basically we will be taking the MLGW Way Forward Plan and the 2020 Plan, the balance of those plans make up the meat of this plan, and then add in every known maintenance action that we have to put forth as well as anything identified in the baseline assessments.

2) We are going to see if there are any additional storm resilience measures that we need to take a look at such as ways to make our poles more resilient, and another is better vegetation management, which the City Council just approved the new tree trimming contracts. President McGowen states that these contracts will get underway quickly and he hopes to provide to the Board an update in September as to where they have been working and the planned work.

3) Lastly, we are looking at the Smart Grid. President McGowen explained some of the benefits of the Smart Grid such as it will detect and react to changes in local usage, re-route power, and gives the opportunity to change voltage. The Smart Grid is essentially automating manual functions, automated distribution management, and automatic switching. We will be investing in a future ready operating system.


President McGowen stated that we have embarked on MLGW 2045 so that we have plans to address changes and are prepared for the challenges of the future. President McGowen says that MLGW 2045 will help us to operate as a "premier" utility system. President McGowen reminded everyone that there is a plan in place and we are working forward on that plan. We will track progress on that plan and report out to you. We desire a seamless experience for our customers, and our team is dedicated to making that happen.

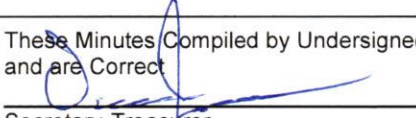
COMMITTEE REPORTS:

(None)

ADJOURNMENT:

There being no further business, the meeting was adjourned at 9:37 a.m. (See Minutes File No.1485)

Approved Without Interlineation

Chairman

These Minutes Compiled by Undersigned
and are Correct

Secretary-Treasurer