



Board of Light, Gas and Water Commissioners

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

Board Meeting

~ Minutes ~

Wednesday, November 6, 2024

8:30 AM

Board Room

CALL TO ORDER AND OPENING REMARKS:

Chairman Dickson

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

PLEDGE OF ALLEGIANCE:

Chairman Dickson

The Pledge of Allegiance was recited.

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	
James Lewellen	Advisory Board Member	Present	
John Butler	Advisory Board Member	Present	

APPROVALS:

Chairman Dickson

Motion To: Approve Minutes from the Meeting of October 16, 2024.

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

CITY COUNCIL ACKNOWLEDGEMENTS & UPDATE:

Dana Jeanes

Acknowledged receipt of Certified Copies of City Council Resolutions date October 15, 2024, Items 15 through 21, with Same Night Minutes approved for Items 15, 18 and 19. (See Minute File No. 1499)

PRESENTATIONS:

Operation Feed Presentation - Lashell Vaughn and Liz Williams

Mrs. Lashell Vaughn and Ms. Liz Williams reported to the Board the results of the MLGW's Operation Feed Drive for the Mid-South Food Bank. Mrs. Vaughn reported that MLGW Employees raised \$51,410.00 this year. Mrs. Vaughn and Ms. Williams provided information showing how the giving has increased since 2011. Mrs. Vaughn

provided the 22 top donors as well as various departmental recognition. Mrs. Vaughn recognized team leads, volunteers and employees across the division that played a big role in the success of the 2024 Operation Feed. Nicole Johnson-Willis of the Mid-South Food Bank appeared before the Board as well. Mrs. Johnson-Willis provided information about the Mid-South Food Bank and the services they provide. Mrs. Johnson-Willis thanked MLGW for the donations and volunteering their time. Mrs. Vaughn presented Mrs. Johnson-Willis with a check for the funds that were collected.

GENERAL STATEMENT(S) FROM THE PUBLIC:

Chairman Dickson read into record the proper procedure and process for the public speaking to the Board.

Joe Kent - 5111 Flamingo - Mr. Kent mentioned several conspiracy theories as to the 2025 Budget. Mr. Kent asked the Board not to approve the proposed Budget and stated that it includes reckless spending.

Glenda Hicks - 608 Gilleas - Co-founder of 21st Century Memphis or Bust - Ms. Hicks gave kudos to the Employees of Memphis Light, Gas and Water for their tremendous efforts regarding operation feed. Ms. Hicks mentioned that they had a successful meeting yesterday regarding billing concerns and questions about the 2025 Budget. Ms. Hicks stated that she gave suggestions or request as far as the Board being able to implement a process that would at least show the citizens an attitude of trust. Ms. Hicks asked the Board to focus solely on fixing the billing issue before they move on to any other issue.

Holly Turner - 2153 Oaklawn Lane - Mrs. Turner appeared before the Board providing details of her billing issues. Mrs. Turner informed the Board of the issues with Customer Service as she tried to resolve her billing issue. Mrs. Turner stated that because of the error she was charged an amount that was six times higher than her normal electric use. Mrs. Turner was forced to pay her bill under \$400.00 to avoid cut-off and was subsequently charged late fees which was not explained to her. Mrs. Turner informed the Board that she was told that her issue could not be corrected over the phone and that she would need to come into a community office. Mrs. Turner asked if her husband could come to the community office to handle the issue since he is listed on the account, and she was told he could. Mrs. Turner's husband went to the Community Office only to be told that they could not give him any information even though he was on the account, and they also told him that the issue could be handled over the phone. Mrs. Turner would like for her meter to be read, any overpayment to be refunded, all late fees refunded, and her late fee allowances to be restored.

Rhonda Braden - 3187 Beauchamp - Ms. Braden is an MLGW Employee. Ms. Braden stated that on October 2, 2024, she had a meeting with her manager and supervisor about concerns she was having about her job. Ms. Braden stated that in the meeting she stated that she told her manager and supervisor that if she has to ask for permission to do her job then they might as well do it. Ms. Braden was ultimately told that she was being disrespectful and when she asked how she was being disrespectful, she was not given a clear answer. After the meeting, Ms. Braden was required to give a

written statement, and then she was suspended indefinitely and escorted off the premises. Ms. Braden was called back a few days later and told it was a three day suspension. Ms. Braden would like all of this to be removed from her record.

Robert Phillips - 4908 Whit Fall Cove N. - Mr. Phillips appeared before the Board to express his support for the solar and battery projects being proposed by MLGW. Mr. Phillips reviewed the many benefits of using battery and solar. Mr. Phillips stated that solar and batteries are clean energy that could be used during peak loads which would save money and would be owned and operated by MLGW providing more choices and control.

Review 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 142)

REGULAR AGENDA

(Item 1)

President McGowen gave an overview of the 2025 Budget and various projects that are included in the Budget.

Commissioner Pohlman asked for history of the TVA Rate Increases over the past decade as well as a breakdown of where we have been as far as increases in our operating expenses over the last five years. Mr. Dana Jeanes responded stating that we could provide that information, and also reminded the Board of our rate survey that we do every year relative to other utilities all over the country.

Commissioner Person asked if we are investing in our internal infrastructure specifically our employees and the billing system. President McGowen responded.

Advisory Board Member Butler asked how we track estimated bills. President McGowen responded. Chairman Dickson asked about customer service and billing issues as well. Mr. Timothy Davis responded. Chairman Dickson asked for a detailed report on what happened with Mrs. Turner's account. Mr. Davis stated that we could provide that.

1. Resolution approving the 2025 Operating and Capital Budgets for the Electric, Water and Gas Divisions. (Doug McGowen) (REQUIRES CITY COUNCIL APPROVAL)

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

Advisory Board Member James Lewellen - Concurs

Advisory Board Member John Butler - Concurs

CONSENT AGENDA

(Items 2 through 22)

Motion To: Approve Consent Agenda Items 2 through 22.

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

Advisory Board Member James Lewellen - Concurs

Advisory Board Member John Butler - Concurs

Motion To: Approve Same Day Minutes for Items 2, 3, 4, 5, 20, and 21.

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

PRESIDENT & CEO

(None)

SVP, CHIEF OPERATING OFFICER

2. Resolution approving payment of an invoice from Tennessee Department of Transportation (TDOT) for the Summer Avenue Improvement Project (SP97.09) in the amount of \$73,800.00 to relocate MLGW fiber optic electric distribution utilities. (Alonzo

- Weaver) (REQUIRES CITY COUNCIL APPROVAL) (SAME DAY MINUTES REQUESTED)
3. Resolution approving payment of an invoice from Tennessee Department of Transportation (TDOT) for the Summer Avenue Improvement Project (SP97.09) in the amount of \$809,005.00 to relocate MLGW gas distribution utilities. (Alonzo Weaver) (REQUIRES CITY COUNCIL APPROVAL) (SAME DAY MINUTES REQUESTED)
 4. Resolution approving payment of an invoice from Tennessee Department of Transportation (TDOT) for the Summer Avenue Improvement Project (SP97.09) in the amount of \$2,179,574.16 to relocate MLGW electric distribution utilities. (Alonzo Weaver) (REQUIRES CITY COUNCIL APPROVAL) (SAME DAY MINUTES REQUESTED)
 5. Resolution approving payment of an invoice from Tennessee Department of Transportation (TDOT) for the Summer Avenue Improvement Project (SP97.09) in the amount of \$4,740,825.60 to relocate MLGW water distribution utilities. (Alonzo Weaver) (REQUIRES CITY COUNCIL APPROVAL) (SAME DAY MINUTES REQUESTED)

VP ELECTRIC ENGINEERING & OPERATIONS

6. Resolution awarding sixty-month alliance with the option to renew for two additional one-year terms to Cleaveland Price, Incorporated for air disconnect switches in a not-to-exceed amount of \$22,000,000.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
7. Resolution approving Change No. 1 to Contract No. 12407, Environmental Abatement Services with General Construction Services, Incorporated in the funded not-to-exceed amount of \$1,600,000.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
8. Resolution approving Change No. 1 to Contract No. 12408, Environmental Consulting Services with BH&M Environmental Consultants, Incorporated in the funded not-to-exceed amount of \$8,600,000.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
9. Resolution approving Change No. 2 to Contract No. 12446 (solicited under Contract No. 12407), Environmental Abatement Services with Northwest Contracting Services, Incorporated to renew the current contract in the funded not-to-exceed amount of \$10,000,000.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

VP WATER & GAS ENGINEERING & OPERATIONS

10. Resolution approving Change No. 4 to Contract No. 12190, Professional Engineering Services for Gas Engineering and Operations with CHI Engineering to renew the current contract with no increase in the contract value. (Randy Orsby)

11. Resolution approval of Change No. 1 to Contract No. 12435, External Corrosion Direct Assessment (ECDA) with Integrity Solutions Field Services, Inc. to renew the current contract in the funded amount of \$228,000.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

SVP, CFO & CAO, FINANCE

12. Resolution approving Change No. 23 to Contract No. 11292, Cashiering System Replacement with System Innovators to renew and change the current contract in the funded amount of \$107,320.31. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

VP FINANCE & ACCOUNTING

(None)

VP & CIO

13. Resolution rejecting bids received up to 4 o'clock p.m., Tuesday, May 7, 2024 for HP Notebooks. (Randy Orsby)
14. Resolution approving Change No. 1 to Contract No. 12552 (formerly Contract No. C2673), Gartner Advisory Services with Gartner, Inc., to change the scope and extend the contract in the funded amount of \$186,646.32. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
15. Resolution awarding Contract No. 12551, PureStorage Backup Maintenance (solicited under Contract No. C2737) to Thomas Gallaway Corporation dba Technologent in the funded amount of \$248,864.92. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

VP SHARED SERVICES

16. Resolution awarding purchase order for single conductor covered cable to Universal Scaffold and Equipment in the amount of \$449,054.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
17. Resolution approving Change No. 2 to Contract No. 12378, Fleet Maintenance with Goodyear Commercial Tire and Service Center to renew the current contract in the funded amount of \$950,000.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
18. Resolution approving Change No. 8 to Contract No. 12118, Generator Maintenance and Emergency Repairs with Cummins Sales and Service in the funded amount of \$125,000.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

VP CUSTOMER EXPERIENCE & ENERGY SERVICES

(None)

VP CORPORATE COMMUNICATIONS

19. Resolution awarding Contract No. 12448, High-Speed Color Production Digital Printing Press to Konica Minolta Business Solutions U.S.A, Inc. in the funded not-to-exceed amount of \$376,523.28. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

VP & GENERAL COUNSEL

(None)

VP & CPO PEOPLE SERVICES

20. Resolution approving an unpaid leave of absence for a maximum of ten (10) days for Employee, Adrian Baldizon, beginning November 14, 2024. (Bettye Hartwell) (SAME DAY MINUTES REQUESTED)
21. Resolution approving an annual salary in the amount of \$165,859.20 for a candidate for the position of Director of Customer Care. (Bettye Hartwell) (REQUIRES CITY COUNCIL APPROVAL) (SAME DAY MINUTES REQUESTED)
22. Resolution approving Change No. 2 to Contract No. 12223, Ergonomics Program with The Institute of Health & Human Performance dba BLOKINETIX to extend the current contract in the funded amount of \$560,616.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

PRESIDENT'S BRIEFING**MLGW Metrics Report - 3Q' 24 - Daniel Hochstein**

Mr. Daniel Hochstein presented to the Board the 3rd Quarter Metrics Report. Mr. Hochstein provided information regarding the Residential Call Center, Customer Service Field Operations, and Community Offices. Mr. Hochstein provided an update on the Share the Pennies program and Delayed Billing. Mr. Hochstein also provided information regarding street lights, tree trimming, and infrastructure updates in electric, water and gas. Mr. Hochstein informed the Board of income, capital spend, annual rate survey, and supplier diversity for Electric, Water and Gas Divisions. Lastly, Mr. Hochstein provided an update on Employment Metrics. The Metrics information can be found on the website at www.mlgw.com/4m.

Chairman Dickson recognized Councilman Spinoza for being in attendance.

Advisory Board Member Butler requested that the metrics report include where we are on our estimated bills. Advisory Board Member Butler also asked on the utility bill comparison that the metrics include who we are comparing ourselves to. Mr. Jeanes responded giving more information on the rate survey that is completed each year and noted that the rate survey is available on our website.

Other - Doug McGowen

President McGowen introduced Bettye Hartwell as New Chief HR Officer.

Ms. Bettye Hartwell stated that she was happy to be in this role. Ms. Hartwell stated that she worked alongside of Mrs. Jackie Jones, and that she admired her style and learned a lot from her. Ms. Hartwell hopes to continue right along with what Mrs. Jones was doing.

President McGowen mentioned that IBEW is good partner in what we do and that Ms. Hartwell has a lot of labor experience, so we agree to have collaborative approach for our represented and non-represented employees.

President McGowen also mentioned that we wanted to make sure that companies had a good idea about upcoming opportunities, so Tamara Pate put together an event called "Boss Moves". A video from the Boss moves event was shown. President McGowen mentioned that Commissioner Pesce, Councilwoman Pearl Walker and Councilwoman Cooper-Sutton all attended the event. President McGowen stated that in recognition of this, Councilwoman Logan sponsored a Resolution thanking MLGW's commitment to Supplier Diversity by events like "Boss Moves". President McGowen presented the Resolution to Tamara Pate and Randy Orsby.

Mr. Randy Orsby announced that Tamara Pate had turned in her resignation. Ms. Pate has accepted another position. Mr. Orsby mentioned all the great work that Ms. Pate had done while she was here at MLGW. Mr. Orsby thanked Ms. Pate for all the wonderful work she did while at MLGW.

Mr. Orsby also thanked Mr. Weaver for his wonderful job providing all the upcoming projects that are coming so they could be provided to the businesses that attended the "Boss Moves" Event.

President McGowen provided an update on our Lead Service Line Replacement Program. Ms. Ursula Madden spoke to the Board about the program and also provided them with copies of information going out to customers and a pamphlet to assist Commissioners with explaining the process and program. Ms. Ursula Madden discussed all the ways that the Corporate Communications Department has been getting information out to the customers.

President McGowen thanked the Corporate Communications Team and the Water Team for all their hard work to pull all of this together so quickly.

President McGowen reported that xAI has been in the news and that tomorrow TVA Board will be considering their request for 150 mega watts of power. President McGowen also mentioned the concerns regarding the effect xAI will have on our water system. President McGowen assured everyone that talks were being had and that he

had to give an update to the city council. President McGowen stated that we have advanced the conversation regarding the wastewater treatment plant.

President McGowen also reported to the Board that as we are approaching winter and we are preparing. President McGowen commended Dr. Goodloe and his team for being prepared. President McGowen reported that we now have plows and spreaders and we have a program in place for employees to learn techniques for plowing and spreading so that our offices can be open.

Chairman Dickson expressed his thoughts on Ms. Tamara Pate's resignation.

Chairman Dickson reported the Lashell Vaughn was recognized as 2024 CIO of the Year by the Greater Memphis IT Counsel.

Chairman Dickson announced that an Attorney Client Meeting will be held after this meeting

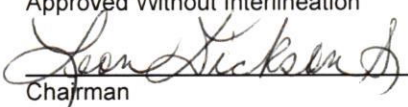
Commissioner Pesce announced that after the Attorney Client Meeting the HR Committee Meeting would be held and also recognized Ms. Betty Hartwell for her accomplishment and stated that we are in good hands.

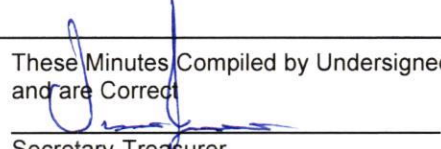
COMMITTEE REPORTS:

(None)

ADJOURNMENT:

There being no further business, the meeting was adjourned at 10:32 a.m. (See Minute File No. 1500)

Approved Without Interlineation

Chairman

These Minutes Compiled by Undersigned
and are Correct

Secretary-Treasurer