



Board of Light, Gas and Water Commissioners 220 S. Main Street
 Memphis, TN 38103
www.mlgw.com

Board Meeting

~ Minutes ~

Wednesday, January 22, 2025

8:30 AM

Board Room

CALL TO ORDER AND OPENING REMARKS:

Chairman Pohlman

The meeting was called to order at 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	Board Member	Present	
Mitch Graves	Board Member	Present	
Leon Dickson	Vice Chairman	Present	
James Lewellen	Advisory Board Member	Present	
John Butler	Advisory Board Member	Remote	

APPROVALS:

Chairman Pohlman

Motion To: Approve Minutes from the Meeting of January 8, 2025.

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

CITY COUNCIL ACKNOWLEDGEMENTS & UPDATE:

Rodney Cleek

Acknowledge receipt of Certified Copies of City Council Resolutions dated January 7, 2025, Items 19 through 25. (See Minute File No. 1502)

PRESENTATIONS:

President McGowen announced that the Disparity Study that was on the Agenda would not be presented today as our Consultants were in Atlanta and they had some snow issues. President McGowen announced that the Disparity Study presentation would be rescheduled for February 19, 2025.

President McGowen gave an overview of the presentation to be given by Alonzo Weaver and Chandrika Rosser on the Weaver-Gill Project. President McGowen informed the Board that this project was approved as part of the Way Forward Plan, but was delayed due to the acquisition of materials. President McGowen mentioned that there are two items for approval on the Agenda today that are in connection with this project.

Weaver-Gill XHP Natural Gas Pipeline Replacement Presentation - Alonzo Weaver and Chandrika Rosser

Alonzo Weaver, SVP and COO, addressed the Board confirming that the Board had already approved the purchase of the pipe, and the items on the agenda today are for the construction and inspection of the gas lines. Mr. Weaver presented Chandrika Rosser, VP of Gas and Water Engineering and Operations, to give the presentation regarding the Weaver-Gill Project which is the XHP Natural Gas Pipeline Replacement project. Mrs. Rosser informed the Board that MLGW has over 4,500 miles of distribution and transmission mains. The Weaver-Gill project will replace about 5.4 miles of our system. Mrs. Rosser reported that the two gas lines that will be replaced were originally installed in 1929 and 1940 and they are two 18 inch lines and will be replaced with a 30 inch line and a 24 inch line. Mrs. Rosser provided an overview of the project, schedule of the project, construction plan, and the cost.

Ursula Madden, VP of Corporate Communications, informed the Board of the communication plan for the project to impacted customers and the general public.

President McGowen informed the Board that the same presentation would be made at the City Council next week.

Mr. Virgil Dean, Manager of Gas Engineering Operations answered some of the Commissioners' questions.

GENERAL STATEMENT(S) FROM THE PUBLIC:

Chairman Pohlman read into record the policies and procedures for the public to address the Board.

Jason Small - 1665 Whitten - Presented Documentation to Jennifer Sink - Mr. Small reported to the Board that he has been an Employee of Memphis Light, Gas and Water for 28 years. Mr. Small stated that he was appearing before the Board regarding Service Dispatch Management, constant disrespect, discrimination, bullying against employees, unsafe work environment, safety violations and disregard of MLGW Policies and the Memorandum of Understanding. Mr. Small voiced his concerns regarding safety and health and stated that they are retaliated against when they voice their concerns. Mr. Small voiced many concerns with the mental state of employees that work in dispatch. Mr. Small voiced concerns of policies that were not being followed or changed on in regard to dispatching calls. Mr. Small reported that the HR Department

visited the Service Dispatch Department in October, but they have not received any response from that.

Dennis Lynch - 347 N. McLean - Mr. Lynch is a member of the Sierra Club and a Founding Member of the Better Transit for a Better Memphis Coalition. Mr Lynch stated that Rosa Parks was born on February 4 which is recognized nationally as Transit Equality Day. Mr. Lynch reported that there is an event in Memphis on February 1, 2025, at the Ed Rice Community Center, and everyone is invited to attend. Mr. Lynch discussed that data centers are using more and more energy. Mr. Lynch provided a report that was published by the Sierra Club back in September that provided many suggestions of things that utilities should do in order to be better responsive to the issues of climate change. Mr. Lynch stated that Sierra Club of Tennessee is looking into this issue and may have more recommended policies to share. Mr. Lynch discussed the need to increase pricing for data centers Mr. Lynch also thanked MLGW for getting the press releases out about the cold weather.

Review 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 12)

CONSENT AGENDA
(Items 1 through 15)

Motion To: Approve Consent Agenda Items 1 through 15.

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

Advisory Board Member James Lewellen concurs.

Advisory Board Member John Butler attended remotely and could not concur.

Motion To: Approve Same Day Minutes for Items 1, 2, 4, and 5

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

1. Resolution approving the execution, delivery and performance of the Second Amendment to the 2018 Natural Gas Supply Agreement with Public Energy Authority of Kentucky for the sale and purchase of Natural Gas, and other documents respecting the proposed natural gas prepayment transaction. (Alonzo Weaver) (REQUIRES CITY COUNCIL APPROVAL) (SAME DAY MINUTES REQUESTED)
2. Resolution approving the execution, delivery and performance of the Second Amendment to the 2019 Natural Gas Supply Agreement with the Public Energy Authority of Kentucky for the sale and purchase of natural gas and other documents respecting the proposed natural gas prepayment transaction. (Alonzo Weaver) (REQUIRES CITY COUNCIL APPROVAL) (SAME DAY MINUTES REQUESTED)
3. Resolution approving Change No. 4 to Contract No. 12134, UAV Flight Inspection of Overhead Electric Lines to Allen & Hoshall, Inc. to renew the current contract with no increase in the contract value. (Randy Orsby)
4. Resolution awarding Contract No. 12556, 2 - 18" XHP Replacements, Weaver to Gill Inspection to Mid-South Engineering Consultants in the funded not-to-exceed amount of \$984,660.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL) (SAME DAY MINUTES REQUESTED)
5. Resolution awarding Contract No. 12500, 2 -18" XHP Natural Gas Pipeline Replacement to Equix Energy Services, LLC in the funded amount of \$28,822,252.17. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL) (SAME DAY MINUTES REQUESTED)
6. Resolution approving Change No. 7 to Contract No. 11996, Operator Qualification Training with Veriforce, LLC to ratify and renew the current contract in the funded amount of \$34,699.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
7. Resolution awarding a purchase order for ten, 200 kW generators to Direct Connections, Inc. in the amount of \$849,600.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
8. Resolution awarding Contract No. 12508, Water Valve and Hydrant Survey to Xylem Dewatering Solutions dba Wachs Water Services in the funded not-to-exceed amount of \$8,800,000.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
9. Resolution awarding Contract No. 12570, Davis Aerator Building Screen Replacement (solicited under Contract No. C2724) to Grinder, Taber, & Grinder, Inc. in the funded amount of \$221,292.12. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

10. Resolution awarding purchase order for a 750 kW generator to Thompson Machinery Commerce Corporation in the amount of \$222,621.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
11. Resolution approving Change No. 3 to Contract No. 12069, ArcFM Viewer Replacement with SSP Innovations to change the current contract in the funded amount of \$233,694.69. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
12. Resolution approving Change No. 2 to Contract No. 12569, Trend Micro Enterprise Support Services (formerly Contract No. C2593) with Xentit, LLC to renew the current contract in the funded amount of \$81,422.62. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
13. Resolution awarding purchase order for a 24-inch natural gas filter separator horizontal assembly to Brighter Days and Nites, Inc. in the amount of \$270,782.68. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
14. Resolution approving Change No. 3 to Contract No. 12289, Independent Claims Adjuster Services with Horton & Associates of Memphis to increase and renew the current contract in the funded amount of \$90,000.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
15. Resolution approving AON Consulting, Incorporated be employed on an as needed basis at the hourly rates not exceeding \$625.00 for Actuarial Team, \$625.00 for Consultants, and \$325.00 for Analysts. (Bettye Hartwell)

COMMITTEE REPORTS:**Compliance Report - Ryan Groves**

Mr. Ryan Groves, Manager of Ethics and Compliance, presented to the Board the 2024 Fourth Quarter Compliance report. Mr. Groves reported that MLGW's Water Engineering & Operations team completed the 2024 Tennessee Department of Environment and Conservation (TDEC) Sanitary Survey in April receiving a score of 96% placing the water supply system in the state's 'approved' status. Mr. Groves stated that recommendations made in 2024 are being implement along with remaining long-term projects related to the 2022 Sanitary Survey. Mr. Groves also mentioned the Lead Service Line Inventory that was submitted to TDEC in August with postcards being sent to customers in November. Mr. Groves mentioned the progress in the project is due to the newly allocated Federal Infrastructure Funds. Mr. Groves stated that MLGW's Gas Engineering & Operations team had a busy year of inspections. Mr. Groves also provided an update on the Electric Compliance program. Mr. Groves provided upcoming audits that the Electric Department will undergo in 2025.

PRESIDENT'S BRIEFING

Other - Doug McGowen

President McGowen thanked Mr. Groves for his report and his team for all they do. President McGowen addressed the public comments. President McGowen responded to Mr. Lynch stating that he looks forward to the Sierra Club's recommendations. President McGowen stated that he appreciated Mr. Small's comments and that he takes these matters very seriously. President McGowen assured the Board that he would look into this matter. President McGowen stated that this matter had not made it to his level, and that in the future he would appreciate the opportunity to address issues before the Board hears about them. President McGowen stated that if he is not addressing the issues, then bring them to the Board.

President McGowen stated that he is delaying the results of the Disparity Study because he prefers the Company that did the study to come in person as the project and issues are important and they need to be here to explain the results to the Board.

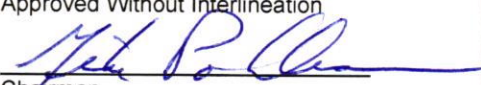
President McGowen also mentioned the Way Forward Plan and the five years of hard work that has taken place. President McGowen stated that he owes the Board a wrap up of that program and bring the next phase of improvement which we are calling R2I. President McGowen stated that he would provide that information at the next Board Meeting.


President McGowen also gave an update on two significant weather events that were recently experienced in our area. Our system performed well with no major outages and our Community Offices were open. President McGowen provided information regarding the performance of the gas, water and electric systems.

Commissioners thanked President McGowen, TVA and the Communications Team for the improvement in service over the last two years.

ADJOURNMENT

There being no further business, the meeting was adjourned at 9:29 a.m. (See Minute File No. 1502)

Approved Without Interlineation

Chairman

These Minutes Compiled by Undersigned
and are Correct

Secretary-Treasurer