

City of Memphis

TENNESSEE

JIM STRICKLAND
MAYOR

January 26, 2016

The Honorable Philip Spinoso, Jr., Chairman
Personnel, Intergovernmental & Annexation Committee
City Hall - Room 514
Memphis, TN 38103

Dear Chairman Spinoso:

Subject to Council approval, it is my recommendation that:

Robert Knecht

be appointed to the Regional Solid Waste Planning Board with a term expiring May 31, 2017.

I have attached biographical information.

Sincerely,



Jim S. Strickland, Jr.
Mayor

JSS/drr

Cc: Council Members



City of Memphis

BIOGRAPHICAL INFORMATION APPOINTMENT TO BOARD/COMMISSION

Solid Waste Planning Board

BOARD/COMMISSION

Name: Robert Knecht Race White M F

E-Mail Address: Robert.Knecht@memphistn.gov Fax 901.636.7116

Profession/Employer: Public Works Director/City of Memphis

Business Address: 125 N. Main Street, Room #608
Memphis, TN Zip 38103 Phone: 901.636.7109

Education: Master's in Business Administration, Bachelor Science Civil Engineering

Name of Spouse: Mendy KNecht Number of Children: 3

Home Address: 2831 Hampton Court Rd N Phone: 901.896.6186

City: Cordova State: TN Zip: 38016

I certify that I am a resident of the City of Memphis (Unincorporated areas and surrounding counties are not considered). Yes or No If yes, how long? 2 yrs

Professional Organization/Associations:

American Public Works Association (APWA), American Society of Civil Engineers (ASCE), National Emergency Management Association (NEMA), American Water Works Association (AWWA), TN Stormwater Association (TNSA)

Other Organizations/Association:

Other Interests:

I enjoy traveling with my wife, fishing, and mountain biking.

Signature  Date 1/20/16

Robert M. Knecht

robertmknecht@gmail.com

Mobile: 901-896-6186

Public Works Director

Profile

Senior executive with over 12 year's extensive experience in Public Works operations and management

- Dynamic, goal-oriented individual with excellent leadership skills and abilities
- Creative, innovative, and resourceful problem solver
- Organized, highly motivated, and technically proficient
- Proven leader with the ability to coordinate with multiple agencies and divisions
- Ability to direct complex projects from concept to fully operational status
- Excellent computer, interpersonal, teamwork, and communication skills

Education

- Master of Business Administration; University of Phoenix
- Bachelor of Science Civil Engineering; The University of Memphis

Relevant Experience & Accomplishments

Administration and Operations

- Directing City of Memphis Public Works operations
- Strategic and operational responsibility including solid waste, street maintenance, storm sewers, code enforcement, public right-of-way maintenance, street sweeping, fleet maintenance, heavy equipment services, wastewater collection and treatment
- Preparing and administration of operating budgets in excess of \$200 million dollars, capital improvement program (C.I.P.), special revenue fund, enterprise funds, and construction contracts in excess of \$500 million dollars.
- Advises Mayor and Chief Administrative Officer on Public Works operations and activities
- Establishes and executes divisional goals
- Coordinates divisional activities
- Formulation of division policies and procedures
- Successfully implemented multiple strategic initiatives
- Fiscal, financial, and business process analysis
- Responsible for government regulated and mandated operations and programs
- Evaluates and recommends projects as part of a comprehensive strategic planning process
- Approves assets and resources necessary to complete mission
- Monitors, reviews, and communicates organizations performance
- Evaluates reports and initiatives to improve operational effectiveness
- Communicates with elected officials as well as state and federal agencies
- Interacts and participates in negotiations with multiple collective bargaining units
- Directs emergency response operations and representative for emergency management operations
- Community outreach, involvement, and interaction

Management and Supervision

- Division staffing - 1300 Employees

**MUNICIPAL SOLID WASTE REGION PLANNING BOARD
5 Member Board**

Roosevelt T. Allen	M/B	05-31-17	6yr. Term
Philip Davis	M/W	05-31-21	6yr. Term
Kerry R. Roy	F/W	05-31-21	6yr. Term
Patrice Thomas	F/M	05-31-17	6yr. Term
Joyce (Joy) Williams	F/W	05-31-19	6yr. Term

Patrice requested to be removed from the Board. We are replacing her with Director Knecht, as over the next year +, the Board hopes to revamp the regional solid waste plan and develop regional policies related to recycling, waste diversion, and disposal. Other Shelby County municipalities are represented by their Public Works Director and we believe it is appropriate Robert have a vote on what we expect to be significant issues before the Board.



Memphis City Council Summary Sheet

1. Description of the Item (Resolution, Ordinance, etc.)

Resolution seeking acceptance of grant funds in the amount of \$29,383.00 from the State of Tennessee, Office of Criminal Justice Program on behalf of the Memphis Police Department.

2. Initiating Party (e.g. Public Works, at request of City Council, etc.)

The City of Memphis Police Department at the request of the State of Tennessee, Office of Criminal Justice Programs.

3. State whether this is a change to an existing ordinance or resolution, if applicable.

This is not a change to an existing ordinance or resolution

4. State whether this requires a new contract, or amends an existing contract, if applicable.

This resolution requires a contract between the State of Tennessee, Office of Criminal Justice Programs and the City of Memphis.

5. State whether this requires an expenditure of funds/requires a budget amendment.

This resolution requires an expenditure of funds and it also requires a budget amendment.



A resolution to accept and appropriate grant funds in the amount of Twenty Nine Thousand Three Hundred Eighty Three Dollars and No Cents (\$29,383.00) from the State of Tennessee, Office of Criminal Justice Programs.

WHEREAS, The City of Memphis Division of Police Services has been awarded grant funds in the amount of Twenty Nine Thousand Three Hundred Eighty Three Dollars and No Cents (\$29,383.00) from the State of Tennessee, Office of Criminal Justice; and

WHEREAS, these funds will be used for equipment; and

WHEREAS, it is necessary to accept the grant funding and amend the FY 2016 Operating Budget to establish funds for the JAG FY16 JAG Equipment for ICAC Grant Project; and

WHEREAS, it is necessary to appropriate Twenty Nine Thousand Three Hundred Eighty Three Dollars and No Cents (\$29,383.00) for the JAG FY16 JAG Equipment for ICAC Program.

NOW, THEREFORE, BE IT RESOLVED by the Council of the City of Memphis that the JAG FY16 JAG Equipment for ICAC Grant funds in the amount of Twenty Nine Thousand Three Hundred Eighty Three Dollars and No Cent (\$29,383.00) be accepted by the City of Memphis.

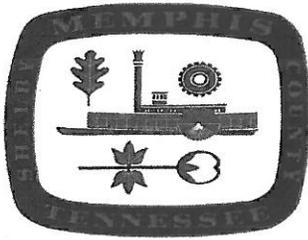
BE IT FURTHER RESOLVED, that the FY 2016 Operating Budget be and is hereby amended by appropriating the Expenditures and Revenues for the FY16 JAG Equipment for ICAC Grant as follows:

REVENUE

State of Tennessee – Office of Criminal Justice	<u>\$29,383.00</u>
Total	\$29,383.00

EXPENDITURES

Equipment	<u>\$29,383.00</u>
Total	\$29,383.00



Memphis City Council Summary Sheet

1. Resolution seeking acceptance of donations for:

- It is the intent of the residents of Belle Meade Subdivision to purchase a SkyCop Camera Solution, compatible with existing MPD equipment, to be installed in the Belle Meade Subdivision. Through the agreement with SkyCop, Inc., the residents of Belle Meade Subdivision will obtain the camera system and donate the equipment to MPD by way of the Memphis/Shelby County Law Enforcement Foundation.
- (8) SkyCop® Integrated Camera Enclosure System w/ (2) flashing blue lights, MPD /Skycop Logos
- (2) Fixed 2.1MP bullet cameras, DVR w/4TB storage, Power & Surge Protection, 4G LTE Embedded Sim Card Wireless Broadband Router
- (8) SkyCop® License Plate Readers with software licenses
- (8) MLGW Pole Permits and (24) Air Cards
- The cumulative total of the complete donation has an estimated value of One Hundred Thirty One Thousand Nine-Hundred Seventy Dollars and 96/100 (\$131,970.96) after installation.
- The donor is the Memphis/Shelby County Law Enforcement Foundation.

2. The City of Memphis Division of Police Services is awarded the equipment valued at One Hundred Thirty One Thousand Nine-Hundred Seventy Dollars and 96/100 (\$131,970.96) and will serve as the fiscal agent.

3. Resolution will not change an existing ordinance or resolution.

4. Resolution will not require a new contract or amendment to an existing contract.

5. Resolution will not require an expenditure of funds or a budget amendment.



RESOLUTION

WHEREAS, It is the intent of the residents of Belle Meade Subdivision to procure a SkyCop Camera Solution, compatible with existing MPD equipment, to be installed in the Belle Meade Subdivision. Through the agreement with SkyCop, Inc., residents of Belle Meade Subdivision will purchase the camera system and donate the equipment to MPD by way of the Memphis/Shelby County Law Enforcement Foundation.

WHEREAS, the City of Memphis Division of Police Services Real Time Crime Center has been awarded (8) SkyCop® Integrated Camera Enclosure System w/ (2) flashing blue lights, MPD/Skycop Logos (2) Fixed 2.1MP Bullet Cameras, DVR w/4TB storage, Power & Surge Protection, 4G LTE Embedded SIM Card Wireless Broadband Router and (8) SkyCop® License Plate Readers with software licenses, (8) MLGW Pole Permits and (24) Air Cards for MPD Real Time Crime Center. The cumulative total of the complete donation has an estimated value of \$131,970.96 after installation. The items are being donated by the Memphis/Shelby County Law Enforcement Foundation.

WHEREAS, the equipment becomes the property of MPD after three year warranty period; and

WHEREAS, the donations are designated for use in the Belle Meade Subdivision; and

WHEREAS, it is necessary to accept the donation; and

NOW, THEREFORE, BE IT RESOLVED by the Council of the City of Memphis that the donation of SkyCop® cameras along with accompanying equipment, accessories and installation at an estimated value of \$131,970.96 be accepted on behalf of the Memphis Police Division by the City Of Memphis for the purposes of use in the Belle Meade Subdivision.



Memphis City Council Summary Sheet

- 1. Description of the Item (Resolution, Ordinance, etc.)** MLGW Division plans to issue tax-exempt Series 2016 Gas System Revenue Bonds in an original aggregated principal amount of not to exceed \$40,000,000 following completion of the Division's 2015 audited financial statements (anticipated to be June 2016). The Division intends to use a portion of the proceeds of the Bonds to reimburse the Division for costs incurred prior to the issuance of the Bonds. Under federal tax law, in order for the proceeds of tax-exempt Bonds to be used to reimburse the Division for prior expenditures, the Division and the City must declare their official intent to reimburse the Division for prior expenditures with proceeds of the Bonds. This resolution will constitute such declaration of official intent and will allow the Division to utilize a portion of the Bond proceeds to reimburse the Division for capital expenditures incurred on or after the date that is sixty days prior to the approval date of this Resolution by the City.
- 2. Initiating Party (e.g. Public Works, at request of City Council, etc.)**
Memphis Light, Gas and Water Division
- 3. State whether this is a change to an existing ordinance or resolution, if applicable.**
Not applicable.
- 4. State whether this requires a new contract, or amends an existing contract, if applicable.**
Not applicable.
- 5. State whether this requires an expenditure of funds/requires a budget amendment.**
Not applicable.



WHEREAS, the Board of Light, Gas and Water Commissioners in their meeting of January 20, 2016, adopted the resolution listed below (the "Resolution") and is now recommending to the Council of the City of Memphis that it approve and adopt the said Resolution in connection with the proposed issuance of Series 2016 Gas System Revenue Bonds all as more particularly described below.

A RESOLUTION OF THE CITY COUNCIL (THE "COUNCIL") OF THE CITY OF MEMPHIS, TENNESSEE (THE "CITY") AND THE BOARD OF LIGHT, GAS AND WATER COMMISSIONERS (THE "BOARD") OPERATING AS THE GOVERNING BODY OF THE MEMPHIS LIGHT, GAS AND WATER DIVISION (THE "DIVISION"), DECLARING THE INTENT OF THE COUNCIL AND THE BOARD THAT THE CITY ISSUE ITS GAS SYSTEM REVENUE BONDS, SERIES 2016, IN AN ORIGINAL AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$40,000,000 (THE "SERIES 2016 BONDS"); EVIDENCING THE PRESENT INTENT OF THE COUNCIL AND THE BOARD THAT A PORTION OF THE PROCEEDS FROM THE SALE OF THE SERIES 2016 BONDS BE APPLIED TO REIMBURSE THE DIVISION FOR CERTAIN EXPENDITURES MADE FOR CAPITAL IMPROVEMENTS INTENDED TO BE FINANCED BY THE SERIES 2016 BOND PROCEEDS AND ORIGINALLY PAID FROM OTHER FUNDS ON OR AFTER THE DATE OF THIS RESOLUTION OR, TO THE EXTENT PERMITTED BY FEDERAL TAX LAW, PRIOR TO SUCH DATE; AND OTHER RELATED MATTERS.

NOW, THEREFORE, BE IT RESOLVED by the Council of the City of Memphis that there be and is hereby approved the Resolution listed above, on behalf of the Light, Gas and Water Division, in connection with the proposed issuance of the Series 2016 Gas System Revenue Bonds.

RESOLUTION

A RESOLUTION OF THE CITY COUNCIL (THE "COUNCIL") OF THE CITY OF MEMPHIS, TENNESSEE (THE "CITY") AND THE BOARD OF LIGHT, GAS AND WATER COMMISSIONERS (THE "BOARD") OPERATING AS THE GOVERNING BODY OF THE MEMPHIS LIGHT, GAS AND WATER DIVISION (THE "DIVISION"), DECLARING THE INTENT OF THE COUNCIL AND THE BOARD THAT THE CITY ISSUE ITS GAS SYSTEM REVENUE BONDS, SERIES 2016, IN AN ORIGINAL AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$40,000,000 (THE "SERIES 2016 BONDS"); EVIDENCING THE PRESENT INTENT OF THE COUNCIL AND THE BOARD THAT A PORTION OF THE PROCEEDS FROM THE SALE OF THE SERIES 2016 BONDS BE APPLIED TO REIMBURSE THE DIVISION FOR CERTAIN EXPENDITURES MADE FOR CAPITAL IMPROVEMENTS INTENDED TO BE FINANCED BY THE SERIES 2016 BOND PROCEEDS AND ORIGINALLY PAID FROM OTHER FUNDS ON OR AFTER THE DATE OF THIS RESOLUTION OR, TO THE EXTENT PERMITTED BY FEDERAL TAX LAW, PRIOR TO SUCH DATE; AND OTHER RELATED MATTERS

WHEREAS, by provisions of the City Charter of the City of Memphis, Tennessee (the "City"), the management and operation of the City's gas system (the "System") has been placed under the jurisdiction of the Board of Light, Gas and Water Commissioners (the "Board") operating as the governing body of the Memphis Light, Gas and Water Division of the City of Memphis (the "Division"), a division of the City established pursuant to Chapter 381 of the 1939 Private Acts of Tennessee, as amended; and

WHEREAS, under and by virtue of the Constitution and laws of the State of Tennessee, including, specifically, but without limitation, Title 7, Chapter 34, Tennessee Code Annotated, as amended, and Title 9, Chapter 21, Tennessee Code Annotated, as amended, the City, upon request of the Board, is authorized to issue revenue bonds, notes and other obligations with a maturity of forty years or less to finance a public works project; and

WHEREAS, the Board intends to adopt a master resolution (as such master resolution may be further supplemented and amended from time to time in accordance with its terms, the "Master Resolution"), and the Board intends to request that the City Council of the City (the "Council") adopt such Master Resolution, which such Master Resolution will authorize the City, from time to time and at the request of the Division, to issue its gas revenue obligations and gas revenue refunding obligations for the purpose of financing and refinancing certain portions of the System;

WHEREAS, pursuant to the Division's Fiscal Year 2015 and/or Fiscal Year 2016 Annual Budgets, the Division has expended and/or expects to spend approximately \$40,000,000 for certain capital improvements relating to the System scheduled to be made through the end of Fiscal Year 2016, and the Division reasonably expects tax-exempt revenue obligations to be issued to finance such capital improvements;

WHEREAS, the Council, on behalf of the City, and the Board, on behalf of the Division, wish to hereby (a) declare the intent of each of the City and the Division that the City issue its Gas System Revenue Bonds, Series 2016 (the "Series 2016 Bonds"), in an original aggregate principal amount not to exceed \$40,000,000 and subject to the terms and conditions of the Master Resolution and a Supplemental Resolution to be adopted pursuant thereto pertaining to the issuance of the Series 2016 Bonds, for the purpose of financing, in whole or in part, certain capital improvements to the System, (b)

evidence the present intent of each of the City and the Division that a portion of the Series 2016 Bond proceeds be applied to reimburse the Division for certain expenditures made for capital improvements and other permitted preliminary expenditures intended to be financed by the Series 2016 Bond proceeds and originally paid from other funds on or after the date of this Resolution or, to the extent permitted by the Internal Revenue Code of 1986, as amended, together with the regulations promulgated pursuant thereto (collectively, the "Code"), prior to the date of this Resolution, and (c) authorize other necessary action in connection therewith.

NOW, THEREFORE, BE IT RESOLVED by the City Council of the City of Memphis, Tennessee and the Board of Commissioners of the Memphis Light, Gas and Water Division, as follows:

Section 1. Authorization. This Resolution is adopted pursuant to and by virtue of the authority of the Constitution and laws of the State of Tennessee.

Section 2. Incorporation of Recitals. The foregoing recitals are intended to be, and by this reference are hereby made, a substantive part of this Resolution.

Section 3. Intent to Issue Bonds.

(a) Each of the City and the Division hereby declares its intent that the City issue its "Gas System Revenue Bonds, Series 2016" (or such similar or comparable or more complete or more appropriate designation as may be approved by the City and the Division prior to issuance of the Series 2016 Bonds) in an original aggregate principal amount not to exceed \$40,000,000 or such greater or lesser amount as the City and the Division by a subsequent resolution may approve, for the purpose of financing, in whole or in part, the costs of certain capital additions, extensions, improvements, and betterments to the System (collectively, the "Capital Project"), all as set forth in the Division's Fiscal Year 2015 and/or Fiscal Year 2016 Annual Budgets (collectively, the "Capital Project"), and other costs and expenses related thereto and necessary to accomplish the foregoing.

(b) This Resolution does not authorize the issuance of the Series 2016 Bonds nor does it irrevocably commit the Board or the Council to issue the Series 2016 Bonds, which such issuance is subject to the following: (1) the compliance with all applicable requirements of State, local and federal law, and specifically the requirements of the Code, in effect at the time of issuance of the Series 2016 Bonds, (2) the adoption by the City and the Division of the Master Resolution and the compliance with the terms and conditions of the Master Resolution, and (3) the adoption by the City and the Division of a Supplemental Resolution authorizing the issuance of the Series 2016 Bonds and providing for the terms and conditions of the Series 2016 Bonds.

Section 4. Advancement of Funds; Reimbursement of Expenditures.

(a) The Division may, from time to time as it may deem necessary prior to the issuance of the Series 2016 Bonds, advance funds necessary to construct the Capital Project, and any such funds so advanced may be reimbursed to the Division from the proceeds of the Series 2016 Bonds when the same are issued and delivered.

(b) Each of the City and the Division hereby declares its present intent that a portion of the Series 2016 Bond proceeds be applied to reimburse the Division for certain expenditures made for the Capital Project and other permitted preliminary expenditures originally paid from other funds of the Division, on or after the date of this Resolution or, to the extent permitted by the Code, prior to the date of this Resolution, including, without limitation, such capital expenditures made no earlier than sixty (60) days prior to the date of this Resolution and such other preliminary expenditures otherwise permitted by the Code.

Section 5. Official Action. Each of City and the Division finds, intends, and declares that this Resolution shall constitute its official action evidencing its present intent, subject to the terms and conditions hereof, that the City issue the Series 2016 Bonds pursuant to the laws of the State in an aggregate principal amount not to exceed the amount set forth hereinabove, or such greater amount as the City and the Division by a subsequent resolution may approve, for the purposes set forth hereinabove including, without limitation, to reimburse such original expenditures as may be permitted by the Code. Each of the City and the Division finds, determines and declares that the issuance and sale of the Series 2016 Bonds for the purposes set forth in this Resolution will be authorized by, and will be appropriate and consistent with, the laws of the State, and that the adoption of this Resolution is and constitutes the taking of affirmative official action by each of the City and the Division evidencing the present intent of each of the City and the Division, subject to the terms and conditions hereof, that the City issue the Series 2016 Bonds within the meaning of the Code, and the regulations promulgated pursuant thereto, including, without limitation, Section 1.150-2 of such regulations.

Section 6. Further Action. The Mayor and Comptroller of the City and the President and CEO and the Secretary-Treasurer of the Division (each an "Authorized Officer") each is hereby authorized and directed to execute and deliver, for and on behalf of the City and the Division, as applicable, such other agreements, certificates or documents and to take such other actions on behalf of the City and the Division, as applicable, as may be necessary or appropriate to (a) assure compliance with certain requirements of the Code with respect to the Series 2016 Bonds, (b) proceed with plans to issue the Series 2016 Bonds to finance the Capital Project, (c) otherwise carry out the intent and purpose of this Resolution, and (d) work with bond counsel, a municipal adviser and a consulting engineer to accomplish the foregoing.

Section 7. No Personal Liability. No stipulations, obligations, or agreements of any member of the Council or the Board or of any officer of the City or the Division shall be deemed to be stipulations, obligations, or agreements of any such member or officer in his or her individual capacity, and neither the members of the Council or the Board nor any officer or employee of the City or the Division executing any document authorized by this Resolution shall be liable personally thereunder or be subject to any personal liability or accountability by reason of the execution and delivery thereof.

Section 8. Actions Approved and Confirmed. All acts and doings of the officers, agents and employees of the City and the Division which are in conformity with the purposes and intent of this Resolution and in the furtherance of the proposed issuance of the Series 2016 Bonds and the execution, delivery and performance of any document authorized hereby, shall be, and the same hereby are, in all respects approved, ratified and confirmed.

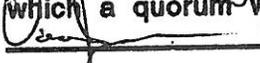
Section 9. Repealing Clause. All resolutions of the City and the Division or parts thereof in conflict with the provisions herein contained are, to the extent of such conflict, hereby superseded and repealed.

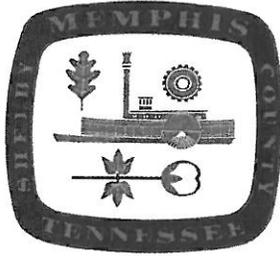
EXCERPT
from
MINUTES OF MEETING
of
BOARD OF LIGHT, GAS AND WATER COMMISSIONERS
CITY OF MEMPHIS
held
January 20, 2016

The Secretary-Treasurer has recommended that the Board adopt the resolution listed below (the "Resolution") and recommend to the Council of the City of Memphis the forms, terms and conditions of, the document listed below in connection with the proposed issuance of Series 2016 Gas System Revenue Bonds.

A RESOLUTION OF THE CITY COUNCIL (THE "COUNCIL") OF THE CITY OF MEMPHIS, TENNESSEE (THE "CITY") AND THE BOARD OF LIGHT, GAS AND WATER COMMISSIONERS (THE "BOARD") OPERATING AS THE GOVERNING BODY OF THE MEMPHIS LIGHT, GAS AND WATER DIVISION (THE "DIVISION"), DECLARING THE INTENT OF THE COUNCIL AND THE BOARD THAT THE CITY ISSUE ITS GAS SYSTEM REVENUE BONDS, SERIES 2016, IN AN ORIGINAL AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$40,000,000 (THE "SERIES 2016 BONDS"); EVIDENCING THE PRESENT INTENT OF THE COUNCIL AND THE BOARD THAT A PORTION OF THE PROCEEDS FROM THE SALE OF THE SERIES 2016 BONDS BE APPLIED TO REIMBURSE THE DIVISION FOR CERTAIN EXPENDITURES MADE FOR CAPITAL IMPROVEMENTS INTENDED TO BE FINANCED BY THE SERIES 2016 BOND PROCEEDS AND ORIGINALLY PAID FROM OTHER FUNDS ON OR AFTER THE DATE OF THIS RESOLUTION OR, TO THE EXTENT PERMITTED BY FEDERAL TAX LAW, PRIOR TO SUCH DATE; AND OTHER RELATED MATTERS.

NOW THEREFORE, BE IT RESOLVED, THAT, the Board of Light, Gas & Water Commissioners hereby adopts the Resolution listed above, recommends the forms, terms and conditions set forth therein to the Council of the City of Memphis for approval, and to the extent required by the City's Charter and applicable law requests approval by the Council of the City of Memphis.

I hereby certify that the foregoing is a true copy of a resolution accepted by the Board of Light, Gas and Water Commissioners at a regular-special meeting held on 20th day of January, 2016, at which a quorum was present.
 Secretary-Treasurer



Memphis City Council Summary Sheet

- 1. Description of the Item (Resolution, Ordinance, etc.)** MLGW Division plans to issue tax-exempt Series 2016 Electric System Revenue Bonds in an original aggregated principal amount of not to exceed \$40,000,000 following completion of the Division's 2015 audited financial statements (anticipated to be June 2016). The Division intends to use a portion of the proceeds of the Bonds to reimburse the Division for costs incurred prior to the issuance of the Bonds. Under federal tax law, in order for the proceeds of tax-exempt Bonds to be used to reimburse the Division for prior expenditures, the Division and the City must declare their official intent to reimburse the Division for prior expenditures with proceeds of the Bonds. This resolution will constitute such declaration of official intent and will allow the Division to utilize a portion of the Bond proceeds to reimburse the Division for capital expenditures incurred on or after the date that is sixty days prior to the approval date of this Resolution by the City.
- 2. Initiating Party (e.g. Public Works, at request of City Council, etc.)**
Memphis Light, Gas and Water Division
- 3. State whether this is a change to an existing ordinance or resolution, if applicable.**
Not applicable.
- 4. State whether this requires a new contract, or amends an existing contract, if applicable.**
Not applicable.
- 5. State whether this requires an expenditure of funds/requires a budget amendment.**
Not applicable.



WHEREAS, the Board of Light, Gas and Water Commissioners in their meeting of January 20, 2016, adopted the resolution listed below (the "Resolution") and is now recommending to the Council of the City of Memphis that it approve and adopt the said Resolution in connection with the proposed issuance of Series 2016 Electric System Revenue Bonds all as more particularly described below.

A RESOLUTION OF THE CITY COUNCIL (THE "COUNCIL") OF THE CITY OF MEMPHIS, TENNESSEE (THE "CITY") AND THE BOARD OF LIGHT, GAS AND WATER COMMISSIONERS (THE "BOARD") OPERATING AS THE GOVERNING BODY OF THE MEMPHIS LIGHT, GAS AND WATER DIVISION (THE "DIVISION"), DECLARING THE INTENT OF THE COUNCIL AND THE BOARD THAT THE CITY ISSUE ITS ELECTRIC SYSTEM REVENUE BONDS, SERIES 2016, IN AN ORIGINAL AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$40,000,000 (THE "SERIES 2016 BONDS"); EVIDENCING THE PRESENT INTENT OF THE COUNCIL AND THE BOARD THAT A PORTION OF THE PROCEEDS FROM THE SALE OF THE SERIES 2016 BONDS BE APPLIED TO REIMBURSE THE DIVISION FOR CERTAIN EXPENDITURES MADE FOR CAPITAL IMPROVEMENTS INTENDED TO BE FINANCED BY THE SERIES 2016 BOND PROCEEDS AND ORIGINALLY PAID FROM OTHER FUNDS ON OR AFTER THE DATE OF THIS RESOLUTION OR, TO THE EXTENT PERMITTED BY FEDERAL TAX LAW, PRIOR TO SUCH DATE; AND OTHER RELATED MATTERS.

NOW, THEREFORE, BE IT RESOLVED by the Council of the City of Memphis that there be and is hereby approved the Resolution listed above, on behalf of the Light, Gas and Water Division, in connection with the proposed issuance of the Series 2016 Electric System Revenue Bonds.

RESOLUTION

A RESOLUTION OF THE CITY COUNCIL (THE "COUNCIL") OF THE CITY OF MEMPHIS, TENNESSEE (THE "CITY") AND THE BOARD OF LIGHT, GAS AND WATER COMMISSIONERS (THE "BOARD") OPERATING AS THE GOVERNING BODY OF THE MEMPHIS LIGHT, GAS AND WATER DIVISION (THE "DIVISION"), DECLARING THE INTENT OF THE COUNCIL AND THE BOARD THAT THE CITY ISSUE ITS ELECTRIC SYSTEM REVENUE BONDS, SERIES 2016, IN AN ORIGINAL AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$40,000,000 (THE "SERIES 2016 BONDS"); EVIDENCING THE PRESENT INTENT OF THE COUNCIL AND THE BOARD THAT A PORTION OF THE PROCEEDS FROM THE SALE OF THE SERIES 2016 BONDS BE APPLIED TO REIMBURSE THE DIVISION FOR CERTAIN EXPENDITURES MADE FOR CAPITAL IMPROVEMENTS INTENDED TO BE FINANCED BY THE SERIES 2016 BOND PROCEEDS AND ORIGINALLY PAID FROM OTHER FUNDS ON OR AFTER THE DATE OF THIS RESOLUTION OR, TO THE EXTENT PERMITTED BY FEDERAL TAX LAW, PRIOR TO SUCH DATE; AND OTHER RELATED MATTERS

WHEREAS, by provisions of the City Charter of the City of Memphis, Tennessee (the "City"), the management and operation of the City's electric system (the "System") has been placed under the jurisdiction of the Board of Light, Gas and Water Commissioners (the "Board") operating as the governing body of the Memphis Light, Gas and Water Division of the City of Memphis (the "Division"), a division of the City established pursuant to Chapter 381 of the 1939 Private Acts of Tennessee, as amended; and

WHEREAS, under and by virtue of the Constitution and laws of the State of Tennessee, including, specifically, but without limitation, Title 7, Chapter 34, Tennessee Code Annotated, as amended, and Title 9, Chapter 21, Tennessee Code Annotated, as amended, the City, upon request of the Board, is authorized to issue revenue bonds, notes and other obligations with a maturity of forty years or less to finance a public works project; and

WHEREAS, each of the Board and the City Council of the City (the "Council") have previously adopted a master resolution (as supplemented and amended from time to time in accordance with its terms, the "Master Resolution"), which such Master Resolution authorizes the City, from time to time and at the request of the Division, to issue its electric revenue obligations and electric revenue refunding obligations for the purpose of financing and refinancing certain portions of the System;

WHEREAS, pursuant to the Division's Fiscal Year 2015 and/or Fiscal Year 2016 Annual Budgets, the Division has expended and/or expects to spend approximately \$40,000,000 for certain capital improvements relating to the System scheduled to be made through the end of Fiscal Year 2016, and the Division reasonably expects tax-exempt revenue obligations to be issued to finance such capital improvements;

WHEREAS, the Council, on behalf of the City, and the Board, on behalf of the Division, wish to hereby (a) declare the intent of each of the City and the Division that the City issue its Electric System Revenue Bonds, Series 2016 (the "Series 2016 Bonds"), in an original aggregate principal amount not to exceed \$40,000,000 and subject to the terms and conditions of the Master Resolution and a Supplemental Resolution to be adopted pursuant thereto pertaining to the issuance of the Series 2016 Bonds, for the purpose of financing, in whole or in part, certain capital improvements to the System, (b) evidence the present intent of each of the City and the Division that a portion of the Series 2016 Bond

proceeds be applied to reimburse the Division for certain expenditures made for capital improvements and other permitted preliminary expenditures intended to be financed by the Series 2016 Bond proceeds and originally paid from other funds on or after the date of this Resolution or, to the extent permitted by the Internal Revenue Code of 1986, as amended, together with the regulations promulgated pursuant thereto (collectively, the "Code"), prior to the date of this Resolution, and (c) authorize other necessary action in connection therewith.

NOW, THEREFORE, BE IT RESOLVED by the City Council of the City of Memphis, Tennessee and the Board of Commissioners of the Memphis Light, Gas and Water Division, as follows:

Section 1. Authorization. This Resolution is adopted pursuant to and by virtue of the authority of the Constitution and laws of the State of Tennessee.

Section 2. Incorporation of Recitals. The foregoing recitals are intended to be, and by this reference are hereby made, a substantive part of this Resolution.

Section 3. Intent to Issue Bonds.

(a) Each of the City and the Division hereby declares its intent that the City issue its "Electric System Revenue Bonds, Series 2016" (or such similar or comparable or more complete or more appropriate designation as may be approved by the City and the Division prior to issuance of the Series 2016 Bonds) in an original aggregate principal amount not to exceed \$40,000,000 or such greater or lesser amount as the City and the Division by a subsequent resolution may approve, for the purpose of financing, in whole or in part, the costs of certain capital additions, extensions, improvements, and betterments to the System (collectively, the "Capital Project"), all as set forth in the Division's Fiscal Year 2015 and/or Fiscal Year 2016 Annual Budgets (collectively, the "Capital Project"), and other costs and expenses related thereto and necessary to accomplish the foregoing.

(b) This Resolution does not authorize the issuance of the Series 2016 Bonds nor does it irrevocably commit the Board or the Council to issue the Series 2016 Bonds, which such issuance is subject to the following: (1) the compliance with all applicable requirements of State, local and federal law, and specifically the requirements of the Code, in effect at the time of issuance of the Series 2016 Bonds, (2) the compliance by the City and the Division with the terms and conditions of the Master Resolution, and (3) the adoption by the City and the Division of a Supplemental Resolution authorizing the issuance of the Series 2016 Bonds and providing for the terms and conditions of the Series 2016 Bonds.

Section 4. Advancement of Funds; Reimbursement of Expenditures.

(a) The Division may, from time to time as it may deem necessary prior to the issuance of the Series 2016 Bonds, advance funds necessary to construct the Capital Project, and any such funds so advanced may be reimbursed to the Division from the proceeds of the Series 2016 Bonds when the same are issued and delivered.

(b) Each of the City and the Division hereby declares its present intent that a portion of the Series 2016 Bond proceeds be applied to reimburse the Division for certain expenditures made for the Capital Project and other permitted preliminary expenditures

originally paid from other funds of the Division, on or after the date of this Resolution or, to the extent permitted by the Code, prior to the date of this Resolution, including, without limitation, such capital expenditures made no earlier than sixty (60) days prior to the date of this Resolution and such other preliminary expenditures otherwise permitted by the Code.

Section 5. Official Action. Each of City and the Division finds, intends, and declares that this Resolution shall constitute its official action evidencing its present intent, subject to the terms and conditions hereof, that the City issue the Series 2016 Bonds pursuant to the laws of the State in an aggregate principal amount not to exceed the amount set forth hereinabove, or such greater amount as the City and the Division by a subsequent resolution may approve, for the purposes set forth hereinabove including, without limitation, to reimburse such original expenditures as may be permitted by the Code. Each of the City and the Division finds, determines and declares that the issuance and sale of the Series 2016 Bonds for the purposes set forth in this Resolution will be authorized by, and will be appropriate and consistent with, the laws of the State, and that the adoption of this Resolution is and constitutes the taking of affirmative official action by each of the City and the Division evidencing the present intent of each of the City and the Division, subject to the terms and conditions hereof, that the City issue the Series 2016 Bonds within the meaning of the Code, and the regulations promulgated pursuant thereto, including, without limitation, Section 1.150-2 of such regulations.

Section 6. Further Action. The Mayor and Comptroller of the City and the President and CEO and the Secretary-Treasurer of the Division (each an "Authorized Officer") each is hereby authorized and directed to execute and deliver, for and on behalf of the City and the Division, as applicable, such other agreements, certificates or documents and to take such other actions on behalf of the City and the Division, as applicable, as may be necessary or appropriate to (a) assure compliance with certain requirements of the Code with respect to the Series 2016 Bonds, (b) proceed with plans to issue the Series 2016 Bonds to finance the Capital Project, (c) otherwise carry out the intent and purpose of this Resolution, and (d) work with bond counsel, a municipal adviser and a consulting engineer to accomplish the foregoing.

Section 7. No Personal Liability. No stipulations, obligations, or agreements of any member of the Council or the Board or of any officer of the City or the Division shall be deemed to be stipulations, obligations, or agreements of any such member or officer in his or her individual capacity, and neither the members of the Council or the Board nor any officer or employee of the City or the Division executing any document authorized by this Resolution shall be liable personally thereunder or be subject to any personal liability or accountability by reason of the execution and delivery thereof.

Section 8. Actions Approved and Confirmed. All acts and doings of the officers, agents and employees of the City and the Division which are in conformity with the purposes and intent of this Resolution and in the furtherance of the proposed issuance of the Series 2016 Bonds and the execution, delivery and performance of any document authorized hereby, shall be, and the same hereby are, in all respects approved, ratified and confirmed.

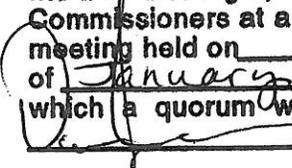
Section 9. Repealing Clause. All resolutions of the City and the Division or parts thereof in conflict with the provisions herein contained are, to the extent of such conflict, hereby superseded and repealed.

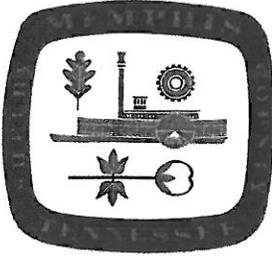
EXCERPT
from
MINUTES OF MEETING
of
BOARD OF LIGHT, GAS AND WATER COMMISSIONERS
CITY OF MEMPHIS
held
January 20, 2016

The Secretary-Treasurer has recommended that the Board adopt the resolution listed below (the "Resolution") and recommend to the Council of the City of Memphis the forms, terms and conditions of, the document listed below in connection with the proposed issuance of Series 2016 Electric System Revenue Bonds.

A RESOLUTION OF THE CITY COUNCIL (THE "COUNCIL") OF THE CITY OF MEMPHIS, TENNESSEE (THE "CITY") AND THE BOARD OF LIGHT, GAS AND WATER COMMISSIONERS (THE "BOARD") OPERATING AS THE GOVERNING BODY OF THE MEMPHIS LIGHT, GAS AND WATER DIVISION (THE "DIVISION"), DECLARING THE INTENT OF THE COUNCIL AND THE BOARD THAT THE CITY ISSUE ITS ELECTRIC SYSTEM REVENUE BONDS, SERIES 2016, IN AN ORIGINAL AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$40,000,000 (THE "SERIES 2016 BONDS"); EVIDENCING THE PRESENT INTENT OF THE COUNCIL AND THE BOARD THAT A PORTION OF THE PROCEEDS FROM THE SALE OF THE SERIES 2016 BONDS BE APPLIED TO REIMBURSE THE DIVISION FOR CERTAIN EXPENDITURES MADE FOR CAPITAL IMPROVEMENTS INTENDED TO BE FINANCED BY THE SERIES 2016 BOND PROCEEDS AND ORIGINALLY PAID FROM OTHER FUNDS ON OR AFTER THE DATE OF THIS RESOLUTION OR, TO THE EXTENT PERMITTED BY FEDERAL TAX LAW, PRIOR TO SUCH DATE; AND OTHER RELATED MATTERS.

NOW THEREFORE, BE IT RESOLVED, THAT, the Board of Light, Gas & Water Commissioners hereby adopts the Resolution listed above, recommends the forms, terms and conditions set forth therein to the Council of the City of Memphis for approval, and to the extent required by the City's Charter and applicable law requests approval by the Council of the City of Memphis.

I hereby certify that the foregoing is a true copy of a resolution accepted by the Board of Light, Gas and Water Commissioners at a regular-special meeting held on 20th day of January, 2016, at which a quorum was present.

Secretary-Treasurer



Memphis City Council Summary Sheet

- 1. Description of the Item (Resolution, Ordinance, etc.)** MLGW Division plans to issue tax-exempt Series 2016 Water System Revenue Bonds in an original aggregated principal amount of not to exceed \$30,000,000 following completion of the Division's 2015 audited financial statements (anticipated to be June 2016). The Division intends to use a portion of the proceeds of the Bonds to reimburse the Division for costs incurred prior to the issuance of the Bonds. Under federal tax law, in order for the proceeds of tax-exempt Bonds to be used to reimburse the Division for prior expenditures, the Division and the City must declare their official intent to reimburse the Division for prior expenditures with proceeds of the Bonds. This resolution will constitute such declaration of official intent and will allow the Division to utilize a portion of the Bond proceeds to reimburse the Division for capital expenditures incurred on or after the date that is sixty days prior to the approval date of this Resolution by the City.
- 2. Initiating Party (e.g. Public Works, at request of City Council, etc.)**
Memphis Light, Gas and Water Division
- 3. State whether this is a change to an existing ordinance or resolution, if applicable.**
Not applicable.
- 4. State whether this requires a new contract, or amends an existing contract, if applicable.**
Not applicable.
- 5. State whether this requires an expenditure of funds/requires a budget amendment.**
Not applicable.



WHEREAS, the Board of Light, Gas and Water Commissioners in their meeting of January 20, 2016, adopted the resolution listed below (the "Resolution") and is now recommending to the Council of the City of Memphis that it approve and adopt the said Resolution in connection with the proposed issuance of Series 2016 Water System Revenue Bonds all as more particularly described below.

A RESOLUTION OF THE CITY COUNCIL (THE "COUNCIL") OF THE CITY OF MEMPHIS, TENNESSEE (THE "CITY") AND THE BOARD OF LIGHT, GAS AND WATER COMMISSIONERS (THE "BOARD") OPERATING AS THE GOVERNING BODY OF THE MEMPHIS LIGHT, GAS AND WATER DIVISION (THE "DIVISION"), DECLARING THE INTENT OF THE COUNCIL AND THE BOARD THAT THE CITY ISSUE ITS WATER SYSTEM REVENUE BONDS, SERIES 2016, IN AN ORIGINAL AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$30,000,000 (THE "SERIES 2016 BONDS"); EVIDENCING THE PRESENT INTENT OF THE COUNCIL AND THE BOARD THAT A PORTION OF THE PROCEEDS FROM THE SALE OF THE SERIES 2016 BONDS BE APPLIED TO REIMBURSE THE DIVISION FOR CERTAIN EXPENDITURES MADE FOR CAPITAL IMPROVEMENTS INTENDED TO BE FINANCED BY THE SERIES 2016 BOND PROCEEDS AND ORIGINALLY PAID FROM OTHER FUNDS ON OR AFTER THE DATE OF THIS RESOLUTION OR, TO THE EXTENT PERMITTED BY FEDERAL TAX LAW, PRIOR TO SUCH DATE; AND OTHER RELATED MATTERS.

NOW, THEREFORE, BE IT RESOLVED by the Council of the City of Memphis that there be and is hereby approved the Resolution listed above, on behalf of the Light, Gas and Water Division, in connection with the proposed issuance of the Series 2016 Water System Revenue Bonds.

RESOLUTION

A RESOLUTION OF THE CITY COUNCIL (THE "COUNCIL") OF THE CITY OF MEMPHIS, TENNESSEE (THE "CITY") AND THE BOARD OF LIGHT, GAS AND WATER COMMISSIONERS (THE "BOARD") OPERATING AS THE GOVERNING BODY OF THE MEMPHIS LIGHT, GAS AND WATER DIVISION (THE "DIVISION"), DECLARING THE INTENT OF THE COUNCIL AND THE BOARD THAT THE CITY ISSUE ITS WATER SYSTEM REVENUE BONDS, SERIES 2016, IN AN ORIGINAL AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$30,000,000 (THE "SERIES 2016 BONDS"); EVIDENCING THE PRESENT INTENT OF THE COUNCIL AND THE BOARD THAT A PORTION OF THE PROCEEDS FROM THE SALE OF THE SERIES 2016 BONDS BE APPLIED TO REIMBURSE THE DIVISION FOR CERTAIN EXPENDITURES MADE FOR CAPITAL IMPROVEMENTS INTENDED TO BE FINANCED BY THE SERIES 2016 BOND PROCEEDS AND ORIGINALLY PAID FROM OTHER FUNDS ON OR AFTER THE DATE OF THIS RESOLUTION OR, TO THE EXTENT PERMITTED BY FEDERAL TAX LAW, PRIOR TO SUCH DATE; AND OTHER RELATED MATTERS

WHEREAS, by provisions of the City Charter of the City of Memphis, Tennessee (the "City"), the management and operation of the City's water system (the "System") has been placed under the jurisdiction of the Board of Light, Gas and Water Commissioners (the "Board") operating as the governing body of the Memphis Light, Gas and Water Division of the City of Memphis (the "Division"), a division of the City established pursuant to Chapter 381 of the 1939 Private Acts of Tennessee, as amended; and

WHEREAS, under and by virtue of the Constitution and laws of the State of Tennessee, including, specifically, but without limitation, Title 7, Chapter 34, Tennessee Code Annotated, as amended, and Title 9, Chapter 21, Tennessee Code Annotated, as amended, the City, upon request of the Board, is authorized to issue revenue bonds, notes and other obligations with a maturity of forty years or less to finance a public works project; and

WHEREAS, each of the Board and the City Council of the City (the "Council") have previously adopted a master resolution (as supplemented and amended from time to time in accordance with its terms, the "Master Resolution"), which such Master Resolution authorizes the City, from time to time and at the request of the Division, to issue its water revenue obligations and water revenue refunding obligations for the purpose of financing and refinancing certain portions of the System;

WHEREAS, pursuant to the Division's Fiscal Year 2015 and/or the Fiscal Year 2016 Annual Budgets, the Division has expended and/or expects to spend approximately \$30,000,000 for certain capital improvements relating to the System scheduled to be made through the end of Fiscal Year 2016, and the Division reasonably expects tax-exempt revenue obligations to be issued to finance such capital improvements;

WHEREAS, the Council, on behalf of the City, and the Board, on behalf of the Division, wish to hereby (a) declare the intent of each of the City and the Division that the City issue its Water System Revenue Bonds, Series 2016 (the "Series 2016 Bonds"), in an original aggregate principal amount not to exceed \$30,000,000 and subject to the terms and conditions of the Master Resolution and a Supplemental Resolution to be adopted pursuant thereto pertaining to the issuance of the Series 2016 Bonds, for the purpose of financing, in whole or in part, certain capital improvements to the System, (b) evidence the present intent of each of the City and the Division that a portion of the Series 2016 Bond

proceeds be applied to reimburse the Division for certain expenditures made for capital improvements and other permitted preliminary expenditures intended to be financed by the Series 2016 Bond proceeds and originally paid from other funds on or after the date of this Resolution or, to the extent permitted by the Internal Revenue Code of 1986, as amended, together with the regulations promulgated pursuant thereto (collectively, the "Code"), prior to the date of this Resolution, and (c) authorize other necessary action in connection therewith.

NOW, THEREFORE, BE IT RESOLVED by the City Council of the City of Memphis, Tennessee and the Board of Commissioners of the Memphis Light, Gas and Water Division, as follows:

Section 1. Authorization. This Resolution is adopted pursuant to and by virtue of the authority of the Constitution and laws of the State of Tennessee.

Section 2. Incorporation of Recitals. The foregoing recitals are intended to be, and by this reference are hereby made, a substantive part of this Resolution.

Section 3. Intent to Issue Bonds.

(a) Each of the City and the Division hereby declares its intent that the City issue its "Water System Revenue Bonds, Series 2016" (or such similar or comparable or more complete or more appropriate designation as may be approved by the City and the Division prior to issuance of the Series 2016 Bonds) in an original aggregate principal amount not to exceed \$30,000,000 or such greater or lesser amount as the City and the Division by a subsequent resolution may approve, for the purpose of financing, in whole or in part, the costs of certain capital additions, extensions, improvements, and betterments to the System collectively, the "Capital Project"), all as set forth in the Division's Fiscal Year 2015 and/or Fiscal Year 2016 Annual Budgets (collectively, the "Capital Project"), and other costs and expenses related thereto and necessary to accomplish the foregoing.

(b) This Resolution does not authorize the issuance of the Series 2016 Bonds nor does it irrevocably commit the Board or the Council to issue the Series 2016 Bonds, which such issuance is subject to the following: (1) the compliance with all applicable requirements of State, local and federal law, and specifically the requirements of the Code, in effect at the time of issuance of the Series 2016 Bonds, (2) the compliance by the City and the Division with the terms and conditions of the Master Resolution, and (3) the adoption by the City and the Division of a Supplemental Resolution authorizing the issuance of the Series 2016 Bonds and providing for the terms and conditions of the Series 2016 Bonds.

Section 4. Advancement of Funds; Reimbursement of Expenditures.

(a) The Division may, from time to time as it may deem necessary prior to the issuance of the Series 2016 Bonds, advance funds necessary to construct the Capital Project, and any such funds so advanced may be reimbursed to the Division from the proceeds of the Series 2016 Bonds when the same are issued and delivered.

(b) Each of the City and the Division hereby declares its present intent that a portion of the Series 2016 Bond proceeds be applied to reimburse the Division for certain expenditures made for the Capital Project and other permitted preliminary expenditures

originally paid from other funds of the Division, on or after the date of this Resolution or, to the extent permitted by the Code, prior to the date of this Resolution, including, without limitation, such capital expenditures made no earlier than sixty (60) days prior to the date of this Resolution and such other preliminary expenditures otherwise permitted by the Code.

Section 5. Official Action. Each of City and the Division finds, intends, and declares that this Resolution shall constitute its official action evidencing its present intent, subject to the terms and conditions hereof, that the City issue the Series 2016 Bonds pursuant to the laws of the State in an aggregate principal amount not to exceed the amount set forth hereinabove, or such greater amount as the City and the Division by a subsequent resolution may approve, for the purposes set forth hereinabove including, without limitation, to reimburse such original expenditures as may be permitted by the Code. Each of the City and the Division finds, determines and declares that the issuance and sale of the Series 2016 Bonds for the purposes set forth in this Resolution will be authorized by, and will be appropriate and consistent with, the laws of the State, and that the adoption of this Resolution is and constitutes the taking of affirmative official action by each of the City and the Division evidencing the present intent of each of the City and the Division, subject to the terms and conditions hereof, that the City issue the Series 2016 Bonds within the meaning of the Code, and the regulations promulgated pursuant thereto, including, without limitation, Section 1.150-2 of such regulations.

Section 6. Further Action. The Mayor and Comptroller of the City and the President and CEO and the Secretary-Treasurer of the Division (each an "Authorized Officer") each is hereby authorized and directed to execute and deliver, for and on behalf of the City and the Division, as applicable, such other agreements, certificates or documents and to take such other actions on behalf of the City and the Division, as applicable, as may be necessary or appropriate to (a) assure compliance with certain requirements of the Code with respect to the Series 2016 Bonds, (b) proceed with plans to issue the Series 2016 Bonds to finance the Capital Project, (c) otherwise carry out the intent and purpose of this Resolution, and (d) work with bond counsel, a municipal adviser and a consulting engineer to accomplish the foregoing.

Section 7. No Personal Liability. No stipulations, obligations, or agreements of any member of the Council or the Board or of any officer of the City or the Division shall be deemed to be stipulations, obligations, or agreements of any such member or officer in his or her individual capacity, and neither the members of the Council or the Board nor any officer or employee of the City or the Division executing any document authorized by this Resolution shall be liable personally thereunder or be subject to any personal liability or accountability by reason of the execution and delivery thereof.

Section 8. Actions Approved and Confirmed. All acts and doings of the officers, agents and employees of the City and the Division which are in conformity with the purposes and intent of this Resolution and in the furtherance of the proposed issuance of the Series 2016 Bonds and the execution, delivery and performance of any document authorized hereby, shall be, and the same hereby are, in all respects approved, ratified and confirmed.

Section 9. Repealing Clause. All resolutions of the City and the Division or parts thereof in conflict with the provisions herein contained are, to the extent of such conflict, hereby superseded and repealed.

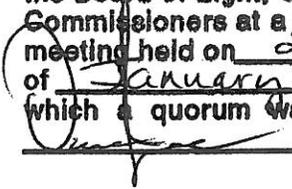
EXCERPT
from
MINUTES OF MEETING
of
BOARD OF LIGHT, GAS AND WATER COMMISSIONERS
CITY OF MEMPHIS
held
January 20, 2016

The Secretary-Treasurer has recommended that the Board adopt the resolution listed below (the "Resolution") and recommend to the Council of the City of Memphis the forms, terms and conditions of, the document listed below in connection with the proposed issuance of Series 2016 Water System Revenue Bonds.

A RESOLUTION OF THE CITY COUNCIL (THE "COUNCIL") OF THE CITY OF MEMPHIS, TENNESSEE (THE "CITY") AND THE BOARD OF LIGHT, GAS AND WATER COMMISSIONERS (THE "BOARD") OPERATING AS THE GOVERNING BODY OF THE MEMPHIS LIGHT, GAS AND WATER DIVISION (THE "DIVISION"), DECLARING THE INTENT OF THE COUNCIL AND THE BOARD THAT THE CITY ISSUE ITS WATER SYSTEM REVENUE BONDS, SERIES 2016, IN AN ORIGINAL AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$30,000,000 (THE "SERIES 2016 BONDS"); EVIDENCING THE PRESENT INTENT OF THE COUNCIL AND THE BOARD THAT A PORTION OF THE PROCEEDS FROM THE SALE OF THE SERIES 2016 BONDS BE APPLIED TO REIMBURSE THE DIVISION FOR CERTAIN EXPENDITURES MADE FOR CAPITAL IMPROVEMENTS INTENDED TO BE FINANCED BY THE SERIES 2016 BOND PROCEEDS AND ORIGINALLY PAID FROM OTHER FUNDS ON OR AFTER THE DATE OF THIS RESOLUTION OR, TO THE EXTENT PERMITTED BY FEDERAL TAX LAW, PRIOR TO SUCH DATE; AND OTHER RELATED MATTERS.

NOW THEREFORE, BE IT RESOLVED, THAT, the Board of Light, Gas & Water Commissioners hereby adopts the Resolution listed above, recommends the forms, terms and conditions set forth therein to the Council of the City of Memphis for approval, and to the extent required by the City's Charter and applicable law requests approval by the Council of the City of Memphis.

I hereby certify that the foregoing is a true copy of a resolution accepted by the Board of Light, Gas and Water Commissioners at a regular ~~special~~ meeting held on 20th day of January, 2016, at which a quorum was present.


Secretary-Treasurer



Memphis City Council Summary Sheet

1. Description of the Item (Resolution, Ordinance, etc.)

Resolution to accept \$112,673.00 grant funds from the Tennessee Department of Environment and Conservation to help fund the purchase of up to 4,368 hundred 98-gallon single stream recycling carts. The funds are a matching grant that provides fifty percent of the project cost.

2. Initiating Party (e.g. Public Works, at request of City Council, etc.)

Public Works Division

3. State whether this is a change to an existing ordinance or resolution, if applicable.

NA

4. State whether this requires a new contract, or amends an existing contract, if applicable.

This requires a new contract.

5. State whether this requires an expenditure of funds/requires a budget amendment.

This resolution amends the FY16 Public Works Operating Budget to reflect the receipt and expenditure of funds.

RESOLUTION

This is a resolution to accept grant funds from the Tennessee Department of Environment & Conservation for the Waste Reduction Grant.

WHEREAS, the City of Memphis has received grant funds in the amount of One Hundred Twelve Thousand, Six Hundred and Seventy Three Dollars (\$112,673.00) from Tennessee Department of Environment & Conservation ; and

WHEREAS, the City of Memphis will match these grant funds up to One Hundred Twelve Thousand, Six Hundred and Seventy Three Dollars (\$112,673.00) from the Solid Waste Management Department operating budget; and

WHEREAS, these funds will be used to purchase 96-gallon single stream recycling bins for City of Memphis residents; and

WHEREAS, it is necessary to accept grant funds and amend the Fiscal Year 2016 Operating Budget to establish funds for the Waste Reduction Grant; and

WHEREAS, it is necessary to allocate and appropriate the grant funds in the amount of One Hundred Twelve Thousand, Six Hundred and Seventy Three Dollars (\$112,673.00) in Waste Reduction Grant; and

NOW, THEREFORE, BE IT RESOLVED, by the Council of the City of Memphis that the Waste Reduction Grant in the amount of One Hundred Twelve Thousand, Six Hundred and Seventy Three Dollars (\$112,673.00) be and is hereby accepted by the City of Memphis.

BE IT FURTHER RESOLVED, that the Fiscal Year 2016 Solid Waste Management Operating Budget be and is hereby amended by allocating and appropriating the Revenue and Expenditures for the Waste Reduction Grant in the amount of One Hundred Twelve Thousand, Six Hundred and Seventy Three Dollars (\$112,673.00) as follows:

Revenue

Tennessee Department of Environment & Conservation Waste Reduction Grant	\$112,673.00
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Expenditures

Equipment	\$112,673.00
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**Memphis City Council
Summary Sheet
Gayoso Pump Station Motor Rewind**

1. This is a \$150,000.00 additive change order to an existing construction contract (contract amount \$1,870,456) providing a complete and comprehensive repair for rewinding four 750 horsepower induction electric motors located at Gayoso Pump Station, 35 West Saffarans for flood control. This change order will rebabbit the motor bearings and pump bearings for the induction motors to ensure continued operation.
2. This item is being submitted by Public Works (Environmental Engineering)
3. This item does not change an existing ordinance or resolution.
4. This item does not require a new contract.
5. This item requires an expenditure of funds.



RESOLUTION

This resolution is an additive change order (additional funds) request to an existing construction contract to transfer and appropriate additional construction funds to reball the motor bearings and pump bearings for the induction motors to ensure continued operation at Gayoso Pump Station, 35 West Saffarans, for flood control.

WHEREAS, the Council of the City of Memphis approved funds for Gayoso PS Motor Rewind, project number ST03197 as part of the Fiscal Year 2016 Capital Improvement Budget; and

WHEREAS, there currently a contract (contract amount \$1,870,456.00). Council approved an appropriation via resolution (CIP #ST03197) awarding a construction contract to Jay Electric , (Contract #32609) on August 18, 2015 to provide a complete and comprehensive repair for rewinding four 750 horsepower induction electric motors located at Gayoso Pump Station for flood control; and

WHEREAS, it is necessary to amend said contract to include additional funds in the amount of \$150,000.00 to reball the motor bearings and pump bearings for the induction motors to ensure continued operation; and

WHEREAS, it is necessary to transfer construction allocation of \$150,000.00 funded by G.O. Bonds (General-Storm Water) in Flood Control, project number ST03059, to Gayoso PS Motor Rewind, project number ST03197; and

WHEREAS, it is necessary to appropriate \$150,000.00 to reball the motor bearings and pump bearings for the induction motors to ensure continued operation at Gayoso Pump Station, 35 West Saffarans, for flood control funded by G.O. Bonds (General-Storm Water) for Gayoso PS Motor Rewind, project number ST03197.

NOW, THEREFORE, BE IT RESOLVED by the Council of the City of Memphis that the Fiscal Year 2016 Capital Improvement Budget be and is hereby amended by transferring a construction allocation of \$150,000.00 funded by G.O. Bonds (General – Storm Water) to Gayoso PS Motor Rewind, project number ST03197, and

BE IT FURTHER RESOLVED, that there be and is hereby appropriated the sum of \$150,000.00 in G.O. Bonds (General-Storm Water) chargeable to the Fiscal Year 2016 Capital Improvement Budget and credited as follows:

Project Title:	Gayoso PS Motor Rewind
Project Number:	ST03197
Amount:	\$150,000.00