

WHEREAS, on occasion the Memphis City Council has seen fit to honor citizens who have enriched the community, and the **Honorable Bernice Bouie Donald**, an historical figure who has brought honor and accolades to the City of Memphis, the State of Tennessee, and to the United States of America as a pioneering leader in the judiciary, is certainly worthy of recognition and honor; and

WHEREAS, Judge Bernice Bouie Donald made history when she was elected to the General Sessions Court, Division IX, in August 1982, becoming the first African American female judge in the history of Tennessee; she exemplified fairness, impartiality, dignity, and respect for all who appeared in the court; in 1988 she was appointed to the U.S. Bankruptcy Court, Western District of Tennessee, where she became the first woman in Tennessee's history to serve as a bankruptcy judge, and the first African American woman in the history of the United States to serve as a bankruptcy judge; and

WHEREAS, in 1995 **Judge Donald** was nominated to the United States District Court by President William Jefferson Clinton and confirmed by the U.S. Senate, becoming the first African American female federal judge in Tennessee's history; and was also nominated by President Barack Obama to the U.S. Court of Appeals for the Sixth Circuit, becoming the first African American Woman to serve on that Court, and the first African American in Tennessee's history to serve at that level; and

WHEREAS Judge Donald received her law degree from the University of Memphis Cecil C. Humphrey's School of Law, where she later served as a member of the Law Alumni, University Foundation Board of Directors, and as an Adjunct Faculty Member; she received a Master's of Law degree from Duke University School of Law, and an Honorary Doctorate from Suffolk University; she frequently serves as faculty for the Federal Judicial Center, the Berkeley Judicial Institute, various international judicial programs spanning more than twenty-five countries, the National Judicial College, where she currently serves as the Cabelli Distinguished Jurist in Residence for Rule of Law; and

WHEREAS, Judge Donald currently serves on the Board of Directors for the Appellate Judges Education Institute and is a member of the prestigious American Law Institute; in addition, she serves as the Chair of the National Bar Association's Judicial Council Education Committee and has received the Judicial Council's President and Chair Awards, along with other special service awards; she has served as President of the National Association of Women Judges and the Association of Women Attorneys, fostering collaboration with other judicial organizations and significantly increasing members and revenues; and

WHEREAS, Judge Donald is currently a Member of the preeminent law firm of Burch, Porter & Johnson, PLLC in Memphis, Tennessee, where she provides arbitration, mediation, appellate advisory, moot court, and mock trial services; and

WHEREAS, Judge Donald is an internationally recognized legal scholar who has lectured and trained judges around the world in areas of intellectual property, case management, bankruptcy law, judicial ethics, and alternative dispute resolution; and

WHEREAS, Judge Donald has received over 100 awards for professional, civic, and community activities, including the Pillars of Excellence Award, the Sandra Day O'Connor Award, the Distinguished Alumni Award from the University of Memphis, the Martin Luther King Community Service Award, and the Benjamin Hooks Award presented by the Memphis Bar Foundation; in 2020, the American Bar Association Labor and Employment Law Section successfully petitioned the ABA Board of Governors to create the "Judge Bernice B. Donald Diversity, Equity, and Inclusion Award", with Judge Donald as the inaugural recipient; and

WHEREAS, Judge Donald has been married to W.L. "Don" Donald for 51 years and enjoys the support of her close-knit family, friends and community.

NOW, THEREFORE, BE IT RESOLVED by the Memphis City Council that Front Street between Poplar Avenue and Beale Street be designated as

Judge Bernice Bouie Donald Street

that will testify to her exemplary life, distinguished career, and outstanding contributions to the legal profession and the community.

BE IT FURTHER RESOLVED that the City Engineer is requested to affix suitable signs designating this public road, effective with the passage of this resolution.

**Given by my hand and under the
great seal of the City of Memphis
this 9th day of July 2024.**


**Jana Swearengen-Washington
Memphis City Councilwoman
District 4**

WHEREAS, it is with profound admiration and deep reverence that the City Council reflects upon the extraordinary lives and enduring contributions of **Lawrence and Magnolia Johnson**, two shining beacons of hope and inspiration in our beloved community; and

WHEREAS, upon occasion, the City Council approves the naming of specified public roads to honor citizens in the community, and the late **Lawrence and Magnolia Johnson** are wonderful examples of community members who are deserving of this City's recognition; and

WHEREAS, **Lawrence Johnson III** was born on October 16, 1939 to the late Lawrence and Carrie Johnson; **Magnolia Johnson**, named after the beautiful and fragrant Magnolia flower, was born on November 9, 1940 to the late Spencer Betts and Birteal Taylor; high school sweethearts, **Lawrence and Magnolia Johnson** were joined in holy matrimony on July 22, 1959 and to this union three children were born - Spencer Darnell, DeVerne Elaine, and Eric Andre; and

WHEREAS, let us first pay tribute to the illustrious **Lawrence Johnson III**, a visionary leader and trailblazer in the realm of real estate, whose entrepreneurial spirit ignited a flame of prosperity that illuminated the path for countless aspiring entrepreneurs; and

WHEREAS, from humble beginnings, **Lawrence Johnson III** fearlessly embarked on a journey of excellence, founding Lawrence Johnson Realtors in 1976—a beacon of integrity and unparalleled professionalism in the bustling heart of the Mid-South; and

WHEREAS, **Lawrence Johnson III's** unwavering commitment to service and his indomitable spirit of generosity earned him a well-deserved place of honor as the first African-American bestowed with the esteemed Lifetime Membership of the Memphis Area Association of Realtors Multi-Million Dollar Sales Club—an achievement emblematic of his tireless dedication to excellence; and

WHEREAS, let us now turn our gaze to the radiant **Magnolia Betts Johnson**, a gentle yet resolute force of nature whose luminous smile and boundless compassion illuminated the lives of all who had the privilege of crossing her path; and

WHEREAS, **Magnolia Betts Johnson's** boundless spirit of resilience and unwavering commitment to her community shone brightly through her various endeavors, from her pioneering role as the first Female African American Barber Inspector to her illustrious tenure as the proprietress of Magnolia's Style & Nail Shop—a cherished oasis of beauty, grace, and civic engagement; and

WHEREAS, let us not only celebrate the professional achievements of **Lawrence and Magnolia Johnson**, but let us also honor the profound impact of their unwavering involvement in Middle Baptist Church and their love and devotion to family, community, and faith—a legacy of kindness, compassion, and unwavering dedication that will forever echo in the hearts and minds of all who were blessed to know them; and

WHEREAS, **Lawrence Johnson III**, a man committed to carrying out his duties while contributing to the Memphis community, passed away on May 4, 2020; **Magnolia Betts Johnson** passed away on May 12, 2023; they leave to cherish their memories a host of family, friends, neighbors, and church members.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF MEMPHIS, TENNESSEE that on this day of celebration, we extend our heartfelt congratulations to the cherished family and friends of **Lawrence and Magnolia Johnson**, as we honor their indelible imprint on the fabric of our community.

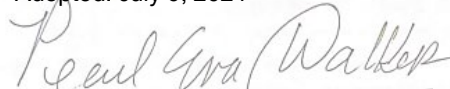
BE IT FURTHER RESOLVED that in recognition of their unparalleled legacy, Shelby Drive between Millbranch Road and Airways Boulevard be forever designated and enshrined as

LAWRENCE AND MAGNOLIA JOHNSON DRIVE

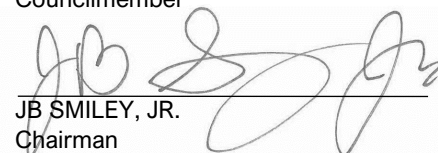
—a testament to their enduring spirit and unwavering commitment to excellence.

BE IT FURTHER RESOLVED that the City Engineer be humbly requested to affix suitable signs so designating such public road, bearing the noble names of **Lawrence and Magnolia Johnson**, thereby immortalizing their legacy for generations to come.

Adopted: July 9, 2024



PEARL "EVA" WALKER
Councilmember



JB SMILEY, JR.
Chairman



RESOLUTION approving the engineering plans for:
Walnut Green P.D. Phase 1 (County)
and accepting Bond as security

WHEREAS, **Coastal Fuels, Inc.**, is the Developer of a certain property in the present limits of Shelby County and located at the northwest quadrant of Walnut Grove Road and Gray's Creek in Shelby County, Tennessee.

and

WHEREAS, the developer desires to develop the property reflected on the engineering plans;

and

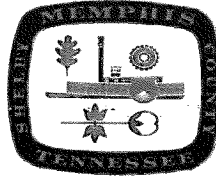
WHEREAS, attached hereto is a standard improvement contract entered into by and between **Coastal Fuels, Inc.**, and the City of Memphis covering the public improvements as a part of developing the property; and

WHEREAS, the terms and conditions of the contract are in accordance with the policies of the City of Memphis for developing such a project.

NOW, THEREFORE, BE IT RESOLVED by the Council of the City of Memphis that the engineering plans for **Walnut Green P.D. Phase 1 (County)**, are hereby approved.

BE IT FURTHER RESOLVED, that the proper official be and are hereby authorized to execute the attached standard improvement contract and accept **Financial Federal Letter of Credit No. 281A** in the amount of **\$379,300.00** in lieu of bond as security.

G.002



Memphis City Council Summary Sheet

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

Resolution accepting \$400,000 in grant funds to support operation of Urban Forestry Program .

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

Parks Division

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

N/A

4. State whether this will impact specific council districts or super districts.

District: All; Super District: Both

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

New

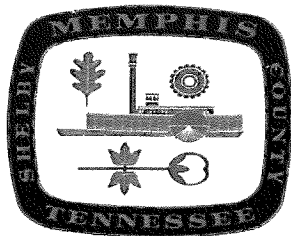
6. State whether this requires an expenditure of funds/requires a budget amendment

City of Memphis must approve revenue of \$400,000.00

7. If applicable, please list the MWBE goal and any additional information needed

N/A

6002



Resolution accepting grant funds in the amount of four hundred thousand dollars (\$400,000.00) from Tennessee State Department of Agriculture for operation of Urban Forestry Project.

WHEREAS, Tennessee Department of Agriculture is a state government agency whose mission is to serve, support and promote agriculture and forestry; and

WHEREAS, the City of Memphis through Memphis Parks has been selected as an awardee of the Urban Community Forestry Grant; and

WHEREAS, the City of Memphis through Memphis Parks received funds in the amount of four hundred thousand dollars (\$400,000.00) from Tennessee Department of Agriculture for operation of Urban Forestry Project; and

WHEREAS, it is necessary to accept these funds and amend the Fiscal Year 2025 Operating Budget therein, and allow for expenditure of same; and

WHEREAS, it is necessary to appropriate these funds in the amount four hundred thousand dollars (\$400,000.00)

NOW, THEREFORE, BE IT RESOLVED by the Council of the City of Memphis that the Fiscal Year 2025 Operating Budget be hereby amended by appropriating these funds, and subsequent expenditures of four hundred thousand dollars (\$400,000.00) within the Division of Memphis Parks Operating Budget, as follows:

Revenue – PK90134, Award 13341

Tennessee Department of Agriculture \$400,000.00

Expenditures – PK90134, Award 13341

Supplies \$36,000.00

Professional Services \$364,000.00

Memphis City Council Summary Sheet for MLGW Items

1. Description of the Item

Resolution approving the prepayment for Street Cut Permit Fees to the City of Memphis in the amount of \$950,000.00.

2. Additional Information

Pursuant to a Resolution passed by Memphis City Council in 2022, to avoid interruption by the City administration of MLGW's continued work on MLGW facilities located in the right of way, MLGW and the City of Memphis agreed that MGLW could pre-pay its Street Cut Permit fees, and that the City Engineer would draw down duly assessed fees from the pre-payment funds.

Typically MLGW's work within the City of Memphis street right of way is assessed at \$750 per occurrence.

RESOLUTION

RESOLUTION TO APPROVE PAYMENT OF \$950,000.00 TO THE CITY OF MEMPHIS FOR PREPAYMENT OF STREETCUT AND PERMITS FEES CHARGED BY THE CITY ENGINEER TO MLGW FOR ROADWAY CONSTRUCTION IN THE CITY OF MEMPHIS RIGHT OF WAYS; AND FURTHER, TO APPROVE THE RECEIPT OF PAYMENT IN THE AMOUNT OF \$950,000.00 FROM MLGW TO THE CITY OF MEMPHIS, CITY ENGINEER

WHEREAS, pursuant to City of Memphis Municipal Code of Ordinances, Title 12, Streets, Sidewalks and Public Places, Chapter 12-8, Street Cuts, and Title 22, Division of Engineering, Chapter 22-7, Engineering Administration and Permit Fees, the City of Memphis Engineer is authorized to require a permit and to assess a fee for any street cuts performed by MLGW in the City of Memphis roads, to account for the diminution in value and repair costs associated with such street cut in its right of way;

WHEREAS, pursuant to a Resolution passed by Memphis City Council in 2022, to avoid interruption by the City administration of MLGW's continued work on MLGW facilities located in the right of way, MLGW and the City of Memphis agreed that MGLW could pre-pay its street cut fees, and that the City Engineer would draw down any duly assessed fees from the pre-payment funds; and

WHEREAS, typically MLGW's work within the City of Memphis street right of way is assessed at \$750 per occurrence; and

WHEREAS, on June 5, 2024 the MLGW Board of Commissioners approved a prepayment for Street City Permit Fees to the City of Memphis in the amount of \$925,000.00.

NOW, THEREFORE, BE IT RESOLVED by the Memphis City Council that MLGW is hereby authorized to issue payment in the amount of \$950,000.00, payable to City of Memphis, for the purpose of prepayment of Street Cut Permit fees associated with MLGW roadway construction work within the City of Memphis right of way.

BE IT FURTHER RESOLVED BY THE COUNCIL OF THE CITY OF MEMPHIS, that the City of Memphis, City Engineer, is authorized to accept funds in the amount of \$950,000.00 from MLGW as prepayment of Street Cut Permit Fees.

EXCERPT
from
MINUTES OF MEETING
of
BOARD OF LIGHT, GAS AND WATER COMMISSIONERS
CITY OF MEMPHIS
held
July 3, 2024

The Vice President of Water and Gas Engineering and Operations presented for consideration of the Board, pre-payment of Street Cut Permit Fees from Memphis Light, Gas and Water Division to the City of Memphis for Street Cut Permits related to MLGW Construction within the City of Memphis Road ROW in the amount of \$950,000.00:

WHEREAS, pursuant to City of Memphis Municipal Code of Ordinances, Title 12, Streets, Sidewalks and Public Places, Chapter 12-8, Street Cuts. and Title 22, Division of Engineering, Chapter 22-7, Engineering Administration and Permit Fees, the City of Memphis Engineer is authorized to require a permit and to assess a fee for any street cuts performed by MLGW, to account for the diminution in value and repair costs associated with such street cut; and

WHEREAS, pursuant to a Resolution passed by Memphis City Council in 2022, to avoid interruption by the City administration of MLGW's continued work on MLGW facilities located in the right of way, MLGW and the City of Memphis agreed that MGLW could pre-pay its Street Cut Permit fees, and that the City Engineer would draw down duly assessed fees from the pre-payment funds; and

WHEREAS, typically MLGW's work within the City of Memphis street right of way is assessed at \$750 per occurrence.

NOW THEREFORE BE IT RESOLVED by the Board of Light, Gas and Water Commissioners:

THAT, subject to the consent and approval of the Council of the City of Memphis, the Secretary-Treasurer is hereby authorized and directed to have a check or electronic payment issued in the amount of **\$950,000.00**, payable to **City of Memphis**, for the purpose of prepayment of Street Cut Permit assessed fees by the City Engineer associated with MLGW roadway

construction work within the City of Memphis right of way.

I hereby certify that the foregoing is a true copy of a resolution adopted by the Board of Light, Gas and Water Commissioners at a regular - ~~special~~ meeting held on 3rd day of July, 2024, at which a quorum was present.

SVP, CFO & CAO Secretary - Treasurer

Memphis City Council Summary Sheet for MLGW Items

1. Description of the Item

Resolution approving Change No. 1 to Contract No. 12519, Citrix License and Support Subscription (formerly Contract No. C2632) with Logicalis, Inc. to ratify, renew, and change the contract in the funded amount of \$137,134.03.

2. Additional Information

The project scope is to provide a Citrix license and annual support subscription services. Citrix Software is used to provide the desktop end user access to the following applications: Customer Information System (CIS), Geographic Information System (GIS), ArcMap, SmartMeter, Mobile Dispatching, Industrial billing, Enterprise Scheduling System and PowerPlan. This keeps the application deployments running on centralized servers and provides for rapid deployment and updates of application code without the need to update every end-user device (desktop / laptop).

This change is to ratify and renew the current contract for annual Citrix software license, maintenance and support services for the period of July 11, 2024 through July 10, 2025 in the amount of \$137,134.03. In addition, this change is to reflect the license transition and name change (Univ Premium Concurrent to Citrix Universal Hybrid Multi-Cloud) due to Citrix modifying their licensing structure. This renewal reflects a negotiated 14% cost increase from the initial term as a result of the change in the licensing structure and increased pricing that was effective on March 1, 2024. The new contract value is \$257,594.03.

RESOLUTION

WHEREAS, the Board of Light, Gas and Water Commissioners in their meeting of July 3, 2024 approved Change No. 1 to Contract No. 12519, Citrix License and Support Subscription (*formerly Contract No. C2632*) with Logicalis, Inc. to ratify, renew, and change the contract in the funded amount of \$137,134.03, and is now recommending to the Council of the City of Memphis that it approves said ratification, renewal, and change as approved; and

WHEREAS, the project scope is to provide a Citrix license and annual support subscription services. Citrix Software is used to provide the desktop end user access to the following applications: CIS, GIS, ArcMap, SmartMeter, Mobile Dispatching, Industrial billing, Enterprise Scheduling System and PowerPlan. This keeps the application deployments running on centralized servers and provides for rapid deployment and updates of application code without the need to update every end-user device (desktop / laptop). MLGW's implementation is on-premise application access. This software has been in use since 2002 and is a leader in application virtualization. This management tool for application is used by internal and external users to simplify the application deployment/access. The contract award was selected based on the lowest and best bid received using the Sealed Bid process; and

WHEREAS, this change is to ratify and renew the current contract for annual Citrix software license, maintenance and support services for the period of July 11, 2024 through July 10, 2025 in the amount of \$137,134.03. In addition, this change is to reflect the license transition and name change (Univ Premium Concurrent to Citrix Universal Hybrid Multi-Cloud) due to Citrix modifying their licensing structure. This renewal reflects a negotiated 14% cost increase from the initial term as a result of the change in the licensing structure and increased pricing that was effective on March 1, 2024. This ratification, renewal, and change complies with all applicable laws and policies. The new contract value is \$257,594.03; and

NOW THEREFORE BE IT RESOLVED by the Council of the City of Memphis, that there be and is hereby approved Change No. 1 to Contract No. 12519, Citrix License and Support Subscription (*formerly Contract No. C2632*) with Logicalis, Inc. to ratify, renew, and change the contract in the funded amount of \$137,134.03 as approved.

EXCERPT
from
MINUTES OF MEETING
of
BOARD OF LIGHT, GAS AND WATER COMMISSIONERS
CITY OF MEMPHIS
held
July 3, 2024

The Manager of Procurement and Contracts recommends to the Board of Light, Gas and Water Commissioners the approval of Change No. 1 to Contract No. 12519, Citrix License and Support Subscription (*formerly Contract No. C2632*) with Logicalis, Inc. to ratify, renew, and change the contract in the funded amount of \$137,134.03.

The project scope is to provide a Citrix license and annual support subscription services. Citrix Software is used to provide the desktop end user access to the following applications: CIS, GIS, ArcMap, SmartMeter, Mobile Dispatching, Industrial billing, Enterprise Scheduling System and PowerPlan. This keeps the application deployments running on centralized servers and provides for rapid deployment and updates of application code without the need to update every end-user device (desktop / laptop). MLGW's implementation is on-premise application access. This software has been in use since 2002 and is a leader in application virtualization. This management tool for application is used by internal and external users to simplify the application deployment/access. The contract award was selected based on the lowest and best bid received using the Sealed Bid process.

This change is to ratify and renew the current contract for annual Citrix software license, maintenance and support services for the period of July 11, 2024 through July 10, 2025 in the amount of \$137,134.03. In addition, this change is to reflect the license transition and name change (Univ Premium Concurrent to Citrix Universal Hybrid Multi-Cloud) due to Citrix modifying their licensing structure. This renewal reflects a negotiated 14% cost increase from the initial term as a result of the change in the licensing structure and increased pricing that was effective on March 1, 2024. This ratification, renewal, and change complies with all applicable laws and policies. The new contract value is \$257,594.03.

NOW THEREFORE BE IT RESOLVED BY the Board of Light, Gas and Water Commissioners:

THAT, Subject to the consent and approval of the Council of the City of Memphis, the approval of Change No. 1 to Contract No. 12519, Citrix License and Support Subscription (*formerly Contract No. C2632*) with Logicalis, Inc. to ratify, renew, and change the contract in the funded amount of \$137,134.03 as outlined in the foregoing preamble, is approved; and further,

THAT, the President, or his designated representative is authorized to execute the Ratification, Renewal, and Change.

I hereby certify that the foregoing is a true copy of a resolution adopted by the Board of Light, Gas and Water Commissioners at a regular meeting held on 3rd day of July, 2024, at which a quorum was present.

SVP, CFO & CAO Secretary - Treasurer

Memphis City Council Summary Sheet for MLGW Items

1. Description of the Item

Resolution awarding purchase order to Automotive Tool Group for conduit polyvinyl chloride (PVC) 3" in the amount of \$444,000.00.

2. Additional Information

The conduit polyvinyl chloride (PVC) 3" is needed for upcoming jobs, routine maintenance, and to replenish storeroom inventory.

RESOLUTION

WHEREAS, the Board of Light, Gas and Water Commissioners in their meeting of July 3, 2024 approved a purchase order for conduit polyvinyl chloride (PVC) 3” and is now recommending to the Council of the City of Memphis that it approves said purchase; and

WHEREAS, the conduit polyvinyl chloride (PVC) 3” is needed for upcoming jobs, routine maintenance, and to replenish storeroom inventory. The conduit polyvinyl chloride (PVC) 3” will be installed in MLGW's infrastructure within Shelby County, Tennessee.

WHEREAS, bids were opened on May 29, 2024. Notice to Bidders was advertised. Eleven bids were solicited, and five bids were received with the lowest and best complying bidder being the firm of Automotive Tool Group. This award complies with all applicable laws and policies; and

NOW, THEREFORE BE IT RESOLVED by the Council of the City of Memphis that there be and is hereby approved the purchase of conduit polyvinyl chloride (PVC) 3” from Automotive Tool Group in the amount of \$444,000.00 chargeable to the MLGW 2024 fiscal year budget.

EXCERPT
from
MINUTES OF MEETING
of
BOARD OF LIGHT, GAS AND WATER COMMISSIONERS
CITY OF MEMPHIS
held
July 3, 2024

The Manager of Procurement and Contracts recommends to the Board of Light, Gas and Water Commissioners that it awards a purchase order to Automotive Tool Group for conduit polyvinyl chloride (PVC) 3” in the amount of \$444,000.00.

The conduit polyvinyl chloride (PVC) 3” is needed for upcoming jobs, routine maintenance, and to replenish storeroom inventory. The conduit polyvinyl chloride (PVC) 3” will be installed in MLGW's infrastructure within Shelby County, Tennessee.

Bids were opened on May 29, 2024. Notice to Bidders was advertised. Eleven bids were solicited, and five bids were received with the lowest and best complying bidder being the firm of Automotive Tool Group. This award complies with all applicable laws and policies.

The 2024 budgeted amount for Joint Trench Residential Subdivision is \$2,294,000.00; the amount spent-to-date is \$263,844.03; leaving a balance of \$2,030,155.97; of which \$444,000.00 will be spent on this purchase order in 2024; leaving a balance of \$1,586,155.97 after award; and

NOW THEREFORE BE IT RESOLVED BY the Board of Light, Gas and Water Commissioners:

THAT, subject to the consent and approval of the Council of the City of Memphis, award of a purchase order to Automotive Tool Group is approved for furnishing:

150,000 feet - Conduit, PVC, 3", to be supplied in 20-ft. lengths, schedule 40 of iron pipe dimensions, gray in color, sunlight resistant for external use, to be manufactured in accordance with the latest NEMA standard TC 2, covering EPC-40-PVC-electrical plastic conduit and fittings for type II and III applications, with the exception that table 3-3 "socket depth" dimension shall be 2.875" minimum and 3.625" maximum;

Totaling \$444,000.00; f.o.b. Memphis, Tennessee, transportation prepaid; our dock; said prices being firm; delivery in three weeks; terms net 15 days.

I hereby certify that the foregoing is a true copy of a resolution adopted by the Board of Light, Gas and Water Commissioners at a regular meeting held on 3rd day of July, 2024, at which a quorum was present.

SVP, CFO & CAO Secretary - Treasurer

Memphis City Council Summary Sheet for MLGW Items

1. Description of the Item

Resolution awarding purchase order to All Rite Plumbing Parts, Inc. for gas valves and steel pipe in the amount of \$6,323,429.97.

2. Additional Information

The gas valves and steel pipe are needed to replace outdated infrastructure. The existing pipelines, installed in 1929, have outlived their typical service life. The work span will parallel the east side of U.S. 61. It will span in length from SE of Weaver Rd. and Holmes Road northward and terminate SE of Brooks and U.S. 61.

RESOLUTION

WHEREAS, the Board of Light, Gas and Water Commissioners in their meeting of July 3, 2024 approved a purchase order for gas valves and steel pipe and is now recommending to the Council of the City of Memphis that it approves said purchase; and

WHEREAS, the gas valves and steel pipe are needed to replace outdated infrastructure. The existing pipelines, installed in 1929, have outlived their typical service life. These valves and steel pipe are needed to ensure we meet work order demand; and

WHEREAS, bids were opened on January 24, 2024. Notice to Bidders was advertised. Nineteen bids were solicited and seven bids were received with the most responsive and lowest bidder being All Rite Plumbing Parts, Inc. This award complies with all applicable laws and policies.

NOW, THEREFORE BE IT RESOLVED by the Council of the City of Memphis that there be and is hereby approved the purchase of gas valves and steel pipe from All Rite Plumbing Parts, Inc. in the amount of \$6,323,429.97 chargeable to the MLGW 2024 fiscal year budget.

EXCERPT
from
MINUTES OF MEETING
of
BOARD OF LIGHT, GAS AND WATER COMMISSIONERS
CITY OF MEMPHIS
held
July 3, 2024

The Manager of Procurement and Contracts recommends to the Board of Light, Gas and Water Commissioners that it awards a purchase order to All Rite Plumbing Parts, Inc. for gas valves and steel pipe in the amount of \$6,323,429.97.

The gas valves and steel pipe are needed to replace outdated infrastructure. The existing pipelines, installed in 1929, have outlived their typical service life. These valves and steel pipe are needed to ensure we meet work order demand.

Bids were opened on January 24, 2024. Notice to Bidders was advertised. Nineteen bids were solicited and seven bids were received with the most responsive and lowest bidder being All Rite Plumbing Parts, Inc. This award complies with all applicable laws and policies.

The 2024 budgeted amount for Gas Main and Service Replacement (D.O.T.) is \$7,729,000.00; the amount spent-to-date is \$573,265.13; leaving a balance of \$7,155,734.87; of which \$6,323,429.97 will be spent on this purchase order in 2024; leaving a balance after award of \$832,304.90; and

NOW THEREFORE BE IT RESOLVED BY the Board of Light, Gas and Water Commissioners:

THAT, subject to the consent and approval of the Council of the City of Memphis, award of a purchase order to All Rite Plumbing Parts, Inc. is approved for furnishing:

4 - Valve 30" full port trunnion mounted ball ANSI 300 weld x weld 96" extension, furnished in accordance with MLGW Specification No. 56-XXXX DATED June 2, 2016;

2 - Valve 24" full port trunnion mounted ball ANSI 300; fully welded forged carbon steel body, built to API-6D standards, with 96" head height gear operated handwheel, double block and bleed, furnished in accordance with MLGW Specification No. 56-XXXX DATED June 2, 2016;

8 - Valve 6" full port trunnion mounted ball ANSI 300 weld x weld 96" extension; fully welded forged carbon steel body, built to API-6D standards, with 96" head height gear operated handwheel, double block and bleed, furnished in accordance with MLGW Specification No. 56-XXXX DATED June 2, 2016;

1 - Valve 6" full port trunnion mounted ball ANSI 300 weld end; 6" fully welded forged carbon steel body, built to API-6D standards, double block and bleed, furnished in accordance with MLGW Specification No. 56-XXXX DATED June 2, 2016;

5,161 Feet - Pipe 30" ARO coated steel 0.375" wall, API-5L, X-65, DSAW, double random length;

6,043 Feet - Pipe 24" ARO coated steel 0.500" wall, API-5L, X-65; DSAW, double random length;

40 Feet - Pipe 22" coated steel 0.375" wall, API-5L, X-65, double random length;

80 Feet - Pipe 16" coated steel 0.375" wall, API-5L, X-65, double random length;

2,294 Feet - Pipe 6" coated steel 0.280" wall, API-5L, X-65, double random length;

210 Feet - Pipe 6" bare steel 0.280" wall, API-5L, X-65, double random length;

40 Feet - Pipe 4" coated steel 0.237" wall, API-5L, X-65, double random length;

13,204 Feet - Pipe 30" ARO coated steel 0.500" wall, API-5L, X-65, DSAW, double random length;

5,586 Feet - Pipe, 24" ARO coated steel 0.375" API-5L, X-65, ERW, double random length, ends beveled for welding, coated with a minimum of 12 mils of FBE & overlaid with a minimum of 15 mils of scotchkote 6352 ARO or approved equivalent in accordance with MLGW specification 48-22XX dated November 3, 2023.

Totaling \$6,323,429.97; f.o.b. Memphis, Tennessee, our dock, transportation prepaid; said prices being firm; delivery in 12-14 weeks; terms net 20 days.

I hereby certify that the foregoing is a true copy of a resolution adopted by the Board of Light, Gas and Water Commissioners at a regular meeting held on 3rd day of July, 2024 at which a quorum was present.

SVP, CFO & CAO Secretary - Treasurer

Memphis City Council Summary Sheet for MLGW Items

1. Description of the Item

Resolution approving Change No. 2 to Contract No. 12460, Bridgewater Consulting with Bridgewater Consulting Group, Inc. to ratify, extend and change the project scope in the funded amount of \$382,500.00.

2. Additional Information

The project scope is for Bridgewater to review MLGW's meter-2-cash billing operations and provide an impartial set of findings, conclusions, and recommendations to MLGW management related to optimizing MLGW billing operations and avoiding or mitigating future risk of an unexpected growth in unbilled revenues. This contract award was selected based on the Professional Services procurement process.

This change is to ratify, extend and change the project scope to implement the following focused areas of the findings presented by Bridgewater Consulting on January 8, 2024: Achieving operational productivity improvement across the Meter 2 Cash domain, Implementing Business Process Management, Enabling Business Process Dashboard creation, and deploying a successful Change Management strategy. The contract will be extended through September 27, 2024. The new contract value will be \$598,100.00.

RESOLUTION

WHEREAS, the Board of Light, Gas and Water Commissioners in their meeting of July 3, 2024 approved Change No. 2 to Contract No. 12460, Bridgewater Consulting with Bridgewater Consulting Group, Inc. to ratify, extend and change the project scope in the funded amount of \$382,500.00, and is now recommending to the Council of the City of Memphis that it approves said ratification, extension and change as approved; and

WHEREAS, the project scope is for Bridgewater to review MLGW's meter-2-cash billing operations and provide an impartial set of findings, conclusions, and recommendations to MLGW management related to optimizing MLGW billing operations and avoiding or mitigating future risk of an unexpected growth in unbilled revenues. This contract award was selected based on the Professional Services procurement process; and

WHEREAS, this change is to ratify, extend and change the project scope to implement the following focused areas of the findings presented by Bridgewater Consulting on January 8, 2024 regarding the Delayed Billing problem: Achieving operational productivity improvement across the Meter 2 Cash domain, Implementing Business Process Management, Enabling Business Process Dashboard creation, and deploying a successful Change Management strategy. These findings will extend the contract through September 27, 2024 in the funded amount of \$382,500.00. Bridgewater will begin to develop and implement The Process Centric Management capability for the meter to cash operations to provide immediate organizational leadership and staffing plans to support the Meter Shop and Exception Billing departments and accelerate development of Operational Metrics. As defined in the original project scope, this business process covers operational activities from Data Acquisition to Bill Presentment and Payment Processing. They are critical to sustaining performance and aiding the employees in migrating

from the current to the future state. This Professional Services ratification, extension and change complies with all applicable laws and policies. The new contract value will be \$598,100.00; and

NOW THEREFORE BE IT RESOLVED by the Council of the City of Memphis, that there be and is hereby approved Change No. 2 to Contract No. 12460, Bridgewater Consulting with Bridgewater Consulting Group, Inc. to ratify, extend and change the project scope in the funded amount of \$382,500.00

EXCERPT
from
MINUTES OF MEETING
of
BOARD OF LIGHT, GAS AND WATER COMMISSIONERS
CITY OF MEMPHIS
held
July 3, 2024

The Manager of Procurement and Contracts recommends to the Board of Light, Gas and Water Commissioners the approval of Change No. 2 to Contract No. 12460, Bridgewater Consulting with Bridgewater Consulting Group, Inc. to ratify, extend and change the project scope in the funded amount of \$382,500.00.

The project scope is for Bridgewater to review MLGW's meter-2-cash billing operations and provide an impartial set of findings, conclusions, and recommendations to MLGW management related to optimizing MLGW billing operations and avoiding or mitigating future risk of an unexpected growth in unbilled revenues. This contract award was selected based on the Professional Services procurement process.

This change is to ratify, extend and change the project scope to implement the following focused areas of the findings presented by Bridgewater Consulting on January 8, 2024 regarding the Delayed Billing problem: Achieving operational productivity improvement across the Meter 2 Cash domain, Implementing Business Process Management, Enabling Business Process Dashboard creation, and deploying a successful Change Management strategy. These findings will extend the contract through September 27, 2024 in the funded amount of \$382,500.00. Bridgewater will begin to develop and implement The Process Centric Management capability for the meter to cash operations to provide immediate organizational leadership and staffing plans to support the Meter Shop and Exception Billing departments and accelerate development of Operational Metrics. As defined in the original project scope, this business process covers operational activities from Data Acquisition to Bill Presentment and Payment Processing. They are critical to sustaining performance and aiding the employees in migrating from the current to the future state. This Professional Services ratification, extension and change complies with all applicable laws and policies. The new contract value will be \$598,100.00.

NOW THEREFORE BE IT RESOLVED BY the Board of Light, Gas and Water Commissioners:

THAT, Subject to the consent and approval of the Council of the City of Memphis, Change No. 2 to Contract No. 12460, Bridgewater Consulting with Bridgewater Consulting Group, Inc. to ratify, extend and change the project scope in the funded amount of \$382,500.00, as outlined in the above preamble, is approved; and further

THAT, the President or his designated representative is authorized to execute the Ratification, Extension and Change.

I hereby certify that the foregoing is a true copy of a resolution adopted by the Board of Light, Gas and Water Commissioners at a regular meeting held on 3rd day of July, 2024, at which a quorum was present.

SVP, CFO & CAO Secretary - Treasurer

Memphis City Council Summary Sheet for MLGW Items

1. Description of the Item

Resolution awarding Contract No. 12479, Voice Replacement System to TekLinks, Inc. dba C-Spire Business in the funded not-to-exceed amount of \$2,207,835.00.

2. Additional Information

The project scope is to provide a complete end-to-end or turnkey solution for the replacement of MLGW's current outdated phone system. MLGW prefers new systems to be Cloud-based Voice over Internet Protocol (VoIP) including hardware, software, installation, training, and support. The new system shall include Voicemail, Call Accounting, and Operator Console. The term of the contract is 60 months from Notice to Proceed.

RESOLUTION

WHEREAS, the Board of Light, Gas and Water Commissioners in their meeting of June 5, 2024, awarded Contract No. 12479, Voice Replacement System to TekLinks, Inc. dba C-Spire Business in the funded not-to-exceed amount of \$2,207,835.00, and is now recommending to the Council of the City of Memphis that it approves said award as approved; and

WHEREAS, the project scope is to provide a complete end-to-end or turnkey solution for the replacement of MLGW's current outdated phone system. MLGW prefers new systems to be Cloud-based Voice over Internet Protocol (VoIP) including hardware, software, installation, training, and support. The new system shall include Voicemail, Call Accounting, and Operator Console; and

WHEREAS, the Request for Proposal was advertised using MLGW's Online Bid Notification System on February 15, 2024. MLGW solicited 27 firms; and received five (5) proposals on March 13, 2024; of which, three (3) firms were invited to perform presentations. After the presentations were performed, the most responsive proposal was received from TekLinks, Inc. dba C-Spire Business in the amount of \$1,766,268.00. Proposals were evaluated on the following criteria: 1) Compensation; 2) Transition and Migration; 3) System Requirements; 4) Installation Requirements; 5) Phone System Feature; 6) Survivability and Redundancy; 7) Design and Testing; 8) Maintenance and Support Services; 9) References; 10) Requirement Compliance; and 11) Firm's Presentation. MLGW is also requesting contingency funds in the amount of \$441,567.00 for any unforeseen move, add, and change (MACS) costs for 2,300 phones/stations. The total award amount for this contract is in the not-to-exceed amount of \$2,207,835.00. The term of this contract is 60 months from the date of the Notice to Proceed with provisions for annual equipment maintenance and support services. This award complies with all applicable laws and policies; and

NOW THEREFORE BE IT RESOLVED by the Council of the City of Memphis, that there be and is hereby approved an award of Contract No. 12479, Voice Replacement System to TekLinks, Inc. dba C-Spire Business in the funded not-to-exceed amount of \$2,207,835.00 as approved.

EXCERPT
from
MINUTES OF MEETING
of
BOARD OF LIGHT, GAS AND WATER COMMISSIONERS
CITY OF MEMPHIS
held
June 5, 2024

The Manager of Procurement and Contracts recommends to the Board of Light, Gas and Water Commissioners that it awards Contract No. 12479, Voice Replacement System to TekLinks, Inc. dba C-Spire Business in the funded not-to-exceed amount of \$2,207,835.00.

The project scope is to provide a complete end-to-end or turnkey solution for the replacement of MLGW's current outdated phone system. MLGW prefers new systems to be Cloud-based Voice over Internet Protocol (VoIP) including hardware, software, installation, training, and support. The new system shall include Voicemail, Call Accounting, and Operator Console.

The Request for Proposal was advertised using MLGW's Online Bid Notification System on February 15, 2024. MLGW solicited 27 firms; and received five (5) proposals on March 13, 2024; of which, three (3) firms were invited to perform presentations. After the presentations were performed, the most responsive proposal was received from TekLinks, Inc. dba C-Spire Business in the amount of \$1,766,268.00. Proposals were evaluated on the following criteria: 1) Compensation; 2) Transition and Migration; 3) System Requirements; 4) Installation Requirements; 5) Phone System Feature; 6) Survivability and Redundancy; 7) Design and Testing; 8) Maintenance and Support Services; 9) References; 10) Requirement Compliance; and 11) Firm's Presentation. MLGW is also requesting contingency funds in the amount of \$441,567.00 for any unforeseen move, add, and change (MACS) costs for 2,300 phones/stations. The total award amount for this contract is in the not-to-exceed amount of \$2,207,835.00. The term of this contract is 60 months from the date of the Notice to Proceed with provisions for annual equipment maintenance and support services. This award complies with all applicable laws and policies.

NOW THEREFORE BE IT RESOLVED BY the Board of Light, Gas and Water Commissioners:

THAT, Subject to the consent and approval of the Council of the City of Memphis, the award of Contract No. 12479, Voice Replacement System to TekLinks, Inc. dba C-Spire Business in the funded not-to-exceed amount of \$2,207,835.00, as outlined in the foregoing preamble, is approved and further,

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

I hereby certify that the foregoing is a true copy of a resolution adopted by the Board of Light, Gas and Water Commissioners at a regular meeting held on 5th day of June, 2024, at which a quorum was present.


SVP, CFO & CAO Secretary - Treasurer

Memphis City Council Summary Sheet for MLGW Items

1. Description of the Item

Resolution awarding a purchase order to Southern States, LLC for substation capacitor switches, in the amount of \$608,400.00.

2. Additional Information

The purchase consists of 15.5KV and 27KV capacitor switches that are needed to replace outdated switches that have reached the product life cycle for substation capacitor banks at various MLGW electric substations.

RESOLUTION

WHEREAS, the Board of Light, Gas and Water Commissioners in their meeting of June 5, 2024 approved the purchase of substation capacitor switches and is now recommending to the Council of the City of Memphis that it approves said purchase contingent upon approval of the 2025 fiscal year budget; and

WHEREAS, the purchase consists of 15.5KV and 27KV capacitor switches that are needed to replace outdated switches that have reached the product life cycle for substation capacitor banks at various MLGW electric substations; and

WHEREAS, a bid was opened on February 28, 2024, for 15.5KV and 27KV SF6 substation capacitor switches from Southern States, LLC in accordance with MLGW's Sole / Single Source Policy. The 15.5KV and 27KV SF6 substation capacitor switches have been defined as sole source by MLGW's Substation Construction and Maintenance Department because Southern States, LLC. is the only authorized distributor for 15.5KV and 27KV SF6 substation capacitor switches. This award complies with all applicable laws and policies; and

NOW THEREFORE BE IT RESOLVED by the Council of the City of Memphis that there be and is hereby approved the purchase of substation capacitor switches from Southern States, LLC in the amount of \$608,400.00 chargeable to the MLGW 2025 fiscal year budget contingent upon approval.

EXCERPT
from
MINUTES OF MEETING
of
BOARD OF LIGHT, GAS AND WATER COMMISSIONERS
CITY OF MEMPHIS
held
June 5, 2024

The Manager of Procurement and Contracts recommends to the Board of Light, Gas and Water Commissioners that it award a purchase order to Southern States, LLC for substation capacitor switches in the amount of \$608,400.00.

The purchase consists of 15.5KV and 27KV capacitor switches that are needed to replace outdated switches that have reached the product life cycle for substation capacitor banks at various MLGW electric substations.

A bid was opened on February 28, 2024, for 15.5KV and 27KV SF6 substation capacitor switches from Southern States, LLC in accordance with MLGW's Sole / Single Source Policy. The 15.5KV and 27KV SF6 substation capacitor switches have been defined as sole source by MLGW's Substation Construction and Maintenance Department because Southern States, LLC. is the only authorized distributor for 15.5KV and 27KV SF6 substation capacitor switches. This award complies with all applicable laws and policies.

The 2024 budgeted amount for Substation Construction and Maintenance is \$25,096,000.00; the amount spent to date is \$15,020,737.03; leaving a balance available of \$10,075,262.97 to be spent; of which \$608,400.00 will be spent contingent upon approval of the 2025 fiscal year budget;

NOW, THEREFORE, BE IT RESOLVED BY the Board of Light, Gas and Water Commissioners:

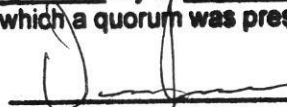
THAT, subject to the consent and approval of the Council of the City of Memphis, award of purchase order to Southern States, LLC. is approved for furnishing:

6 - Substation capacitor switches, SF6 cap switcher, 3-pole, 15.5KV, 600A, type 38M;

4 - Substation capacitor switches, SF6 cap switcher, 3-pole, 27KV, 600A, type 38M;

Total award is \$608,400.00; f.o.b. Memphis, Tennessee, our dock, transportation prepaid; said prices being firm; delivery in 30-32 weeks; terms net 30 days.

I hereby certify that the foregoing is a true copy of a resolution adopted by the Board of Light, Gas and Water Commissioners at a regular meeting held on 5th day of June, 2024, at which a quorum was present.



SVP, CFO & CAO Secretary - Treasurer

Memphis City Council Summary Sheet for MLGW Items

1. **Description of the Item**

Resolution approving Change No. 3 to Contract No. 12174, Waste Management Services with Tradebe Environmental Services, LLC to renew the current contract in the funded amount of \$150,000.00.

2. **Additional Information**

The project scope is to provide turnkey services for the characterization, handling, packaging, manifesting, transportation, treatment, and disposal of waste material to include, but not be limited to, the following categories of waste material: hazardous, non-hazardous, universal, construction and demolition, electronics (e-waste), special and recyclable waste management services at various MLGW locations. This contract was awarded based on the Request for Proposals ("RFP") selection process.

This change is to renew the current contract for the third of four (4) annual renewal terms in the funded amount of \$150,000.00 for the period covering July 26, 2024 through July 25, 2025. The new contract value is \$500,000.00.

RESOLUTION

WHEREAS, the Board of Light, Gas and Water Commissioners in their meeting of June 5, 2024, approved Change No. 3 to Contract No. 12174, Waste Management Services with Tradebe Environmental Services, LLC to renew the current contract in the funded amount of \$150,000.00, and is now recommending to the Council of the City of Memphis that it approves said renewal as approved; and

WHEREAS, the project scope is to provide turnkey services for the characterization, handling, packaging, manifesting, transportation, treatment, and disposal of waste material to include, but not be limited to, the following categories of waste material: hazardous, non-hazardous, universal, construction and demolition, electronics (e-waste), special and recyclable waste management services at various MLGW locations. This contract was awarded based on the Request for Proposals (“RFP”) selection process; and

WHEREAS, this change is to renew the current contract for the third of four (4) annual renewal terms in the funded amount of \$150,000.00 for the period covering July 26, 2024 through July 25, 2025. The \$50,000.00 increase in contract value is due to an environmental project at MLGW’s North Service Center during the summer of 2024, which will increase waste generation activities for this renewal term. This renewal complies with all applicable laws and policies. The new contract value is \$500,000.00; and

NOW THEREFORE BE IT RESOLVED by the Council of the City of Memphis, that there be and is hereby approved Change No. 3 to Contract No. 12174, Waste Management Services with Tradebe Environmental Services, LLC to renew the current contract in the funded amount of \$150,000.00 as approved.

EXCERPT
from
MINUTES OF MEETING
of
BOARD OF LIGHT, GAS AND WATER COMMISSIONERS
CITY OF MEMPHIS
held
June 5, 2024

The Manager of Procurement and Contracts recommends to the Board of Light, Gas, and Water Commissioners the approval of Change No. 3 to Contract No. 12174, Waste Management Services with Tradebe Environmental Services, LLC to renew the current contract in the funded amount of \$150,000.00.

The project scope is to provide turnkey services for the characterization, handling, packaging, manifesting, transportation, treatment, and disposal of waste material to include, but not be limited to, the following categories of waste material: hazardous, non-hazardous, universal, construction and demolition, electronics (e-waste), special and recyclable waste management services at various MLGW locations. This contract was awarded based on the Request for Proposals (“RFP”) selection process.

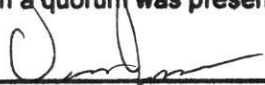
This change is to renew the current contract for the third of four (4) annual renewal terms in the funded amount of \$150,000.00 for the period covering July 26, 2024 through July 25, 2025. The \$50,000.00 increase in contract value is due to an environmental project at MLGW’s North Service Center during the summer of 2024, which will increase waste generation activities for this renewal term. This renewal complies with all applicable laws and policies. The new contract value is \$500,000.00.

NOW THEREFORE BE IT RESOLVED BY the Board of Light, Gas and Water Commissioners:

THAT, Subject to the consent and approval of the Council of the City of Memphis, the approval of Change No. 3 to Contract No. 12174, Waste Management Services with Tradebe Environmental Services, LLC to renew the current contract in the funded amount of \$150,000.00 as outlined in the above preamble, is approved; and further

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

I hereby certify that the foregoing is a true copy of a resolution adopted by the Board of Light, Gas and Water Commissioners at a regular meeting held on 5th day of June, 2024, at which a quorum was present.



SVP, CFO & CAO Secretary - Treasurer

Memphis City Council Summary Sheet for MLGW Items

1. Description of the Item

Resolution ratifying the emergency award of Contract No. 12481, 115kv Transmission Pipeline Repair to Infrasource Construction, LLC in the funded not-to-exceed amount of \$550,000.00.

2. Additional Information

The project scope is for Infrasource Construction, LLC to immediately repair significant corrosion where the pipeline enters the wall on both ends of the manhole, as well as a small leak that had begun to weep dielectric fluid out of one end of the wall and to replace failing bypass valves found during a routine inspection by installing two (2) repair sleeves. This is an emergency award as outlined in the MLGW Procurement Policy.

This request is to ratify the emergency award to Infrasource Construction, LLC in the amount of \$489,280.29. MLGW is requesting contingency funds in the amount of \$60,719.71 for any additional unforeseen repairs. The total amount of this emergency award is not-to-exceed the amount of \$550,000.00. The contract was executed on February 12, 2024, with a term of one (1) month from the date of the Notice to Proceed. MLGW is amending the contract term to six (6) months, effective February 12, 2024 through August 11, 2024 to allow for all repairs and invoicing to be completed.

RESOLUTION

WHEREAS, the Board of Light, Gas and Water Commissioners in their meeting of June 5, 2024 ratified the emergency award of Contract No. 12481, 115kv Transmission Pipeline Repair to Infrasource Construction, LLC in the funded not-to-exceed amount of \$550,000.00, and is now recommending to the Council of the City of Memphis that it approve said ratification of the emergency award as approved; and

WHEREAS, the project scope is for Infrasource Construction, LLC to immediately repair significant corrosion where the pipeline enters the wall on both ends of the manhole, as well as a small leak that had begun to weep dielectric fluid out of one end of the wall and to replace failing bypass valves found during a routine inspection by installing two (2) repair sleeves. This is an emergency award as outlined in the MLGW Procurement Policy; and

WHEREAS, this request is to ratify the emergency award to Infrasource Construction, LLC in the amount of \$489,280.29. MLGW is requesting contingency funds in the amount of \$60,719.71 for any additional unforeseen repairs. The total amount of this emergency award is not-to-exceed the amount of \$550,000.00. The contract was executed on February 12, 2024, with a term of one (1) month from the date of the Notice to Proceed. MLGW is amending the contract term to six (6) months, effective February 12, 2024 through August 11, 2024 to allow for all repairs and invoicing to be completed. This ratification of the emergency award complies with all applicable laws and policies; and

NOW THEREFORE BE IT RESOLVED by the Council of the City of Memphis, that there be and is hereby approved the ratification of the emergency award of Contract No. 12481, 115kv Transmission Pipeline Repair to Infrasource Construction, LLC in the funded not-to-exceed amount of \$550,000.00 as approved.

EXCERPT
from
MINUTES OF MEETING
of
BOARD OF LIGHT, GAS AND WATER COMMISSIONERS
CITY OF MEMPHIS
held
June 5, 2024

The Manager of Procurement and Contracts has recommended to the Board of Light, Gas and Water Commissioners that it ratify the emergency award of Contract No. 12481, 115kv Transmission Pipeline Repair to Infrasource Construction, LLC in the funded not-to-exceed amount of \$550,000.00.

The project scope is for Infrasource Construction, LLC to immediately repair significant corrosion where the pipeline enters the wall on both ends of the manhole, as well as a small leak that had begun to weep dielectric fluid out of one end of the wall and to replace failing bypass valves found during a routine inspection by installing two (2) repair sleeves. This is an emergency award as outlined in the MLGW Procurement Policy.


This request is to ratify the emergency award to Infrasource Construction, LLC in the amount of \$489,280.29. MLGW is requesting contingency funds in the amount of \$60,719.71 for any additional unforeseen repairs. The total amount of this emergency award is not-to-exceed the amount of \$550,000.00. The contract was executed on February 12, 2024, with a term of one (1) month from the date of the Notice to Proceed. MLGW is amending the contract term to six (6) months, effective February 12, 2024 through August 11, 2024 to allow for all repairs and invoicing to be completed. This ratification of the emergency award complies with all applicable laws and policies.

NOW THEREFORE BE IT RESOLVED BY the Board of Light, Gas and Water Commissioners:

THAT, Subject to the consent and approval of the Council of the City of Memphis, the ratification of the emergency award of Contract No. 12481, 115kv Transmission Pipeline Repair to Infrasource Construction, LLC in the funded not-to-exceed amount of \$550,000.00, as outlined in the foregoing preamble, is approved and further,

THAT, the President, or his designated representative is authorized to execute the Ratification of Emergency Award.

I hereby certify that the foregoing is a true copy of a resolution adopted by the Board of Light, Gas and Water Commissioners at a regular meeting held on 5th day of June, 2024, at which a quorum was present.



SVP, CFO & CAO Secretary - Treasurer

Memphis City Council Summary Sheet for MLGW Items

1. Description of the Item

Resolution approving Change No. 1 to Contract No. 12387 (solicited under Contract No.12302), Substation Engineering Services (Asset Management) with Burns & McDonnell Engineering Company, Incorporated to ratify and renew the current contract in the funded not-to-exceed amount of \$165,000.00.

2. Additional Information

The project scope is to provide asset management engineering services for major substation equipment including power transformers, circuit breakers, batteries, etc. The contract term will extend through March 5, 2025. The new contract value is \$465,000.00

RESOLUTION

WHEREAS, the Board of Light, Gas and Water Commissioners in their meeting of June 5, 2024 approved Change No. 1 to Contract No. 12387 (*solicited under Contract No.12302*), Substation Engineering Services (Asset Management) with Burns & McDonnell Engineering Company, Incorporated to ratify and renew the current contract in the funded not-to-exceed amount of \$165,000.00, and is now recommending to the Council of the City of Memphis that it approves said ratification and renewal as approved; and

WHEREAS, the project scope is to provide asset management engineering services including, but not limited, to gathering, generating, analyzing, and automating asset health information for major substation equipment including power transformers, circuit breakers, batteries, etc. Development of risk ratings for asset classes that feed investment replacement decisions; development of replacement schedules that balance performance, cost, and risk; development of KPIs for each asset class that feeds asset investment optimization. Development of analytical tools to assist MLGW with the current and future health of all asset classes. The contract award was selected based on the Request for Proposal ('RFP') evaluation process; and

WHEREAS, this change is to ratify and renew the current contract for the first of four (4) annual renewal terms for the period covering March 6, 2024 through March 5, 2025 in the amount of \$300,000.00, of which \$135,000.00 will be absorbed from the current contract value. This renewal does not reflect a cost increase from the initial term; however, there will be a 5% increase in the overall rate schedule beginning January 1, 2025 to account for inflation. The amount of this renewal is \$165,000.00. This ratification and renewal complies with all applicable laws and policies. The new contract value is \$465,000.00; and

NOW THEREFORE BE IT RESOLVED BY THE Council of the City of Memphis, that there be and is hereby approved Change No. 1 to Contract No. 12387 (*solicited under Contract No.12302*), Substation Engineering Services (Asset Management) with Burns & McDonnell Engineering Company, Incorporated to ratify and renew the current contract in the funded not-to-exceed amount of \$165,000.00 as approved.

EXCERPT
from
MINUTES OF MEETING
of
BOARD OF LIGHT, GAS AND WATER COMMISSIONERS
CITY OF MEMPHIS
held
June 5, 2024

The Manager of Procurement and Contracts recommends to the Board of Light, Gas and Water Commissioners the approval of Change No. 1 to Contract No. 12387 (*solicited under Contract No.12302*), Substation Engineering Services (Asset Management) with Burns & McDonnell Engineering Company, Incorporated to ratify and renew the current contract in the funded not-to-exceed amount of \$165,000.00.

The project scope is to provide asset management engineering services including, but not limited to, gathering, generating, analyzing, and automating asset health information for major substation equipment including power transformers, circuit breakers, batteries, etc. Development of risk ratings for asset classes that feed investment replacement decisions; development of replacement schedules that balance performance, cost, and risk; development of KPIs for each asset class that feeds asset investment optimization. Development of analytical tools to assist MLGW with the current and future health of all asset classes. The contract award was selected based on the Request for Proposal ('RFP') evaluation process.

This change is to ratify and renew the current contract for the first of four (4) annual renewal terms for the period covering March 6, 2024 through March 5, 2025 in the amount of \$300,000.00, of which \$135,000.00 will be absorbed from the current contract value. This renewal does not reflect a cost increase from the initial term; however, there will be a 5% increase in the overall rate schedule beginning January 1, 2025 to account for inflation. The amount of this renewal is \$165,000.00. This ratification and renewal complies with all applicable laws and policies. The new contract value is \$465,000.00.

NOW THEREFORE BE IT RESOLVED BY the Board of Light, Gas and Water Commissioners:

THAT, Subject to the consent and approval of the Council of the City of Memphis, the approval of Change No. 1 to Contract No. 12387 (*solicited under Contract No.12302*), Substation Engineering Services (Asset Management) with Burns & McDonnell Engineering Company, Incorporated to ratify and renew the current contract in the funded not-to-exceed amount of \$165,000.00, as outlined in the above preamble, is approved; and further,

THAT, the President, or his designated representative is authorized to execute the Ratification and Renewal.

I hereby certify that the foregoing is a true copy of a resolution adopted by the Board of Light, Gas and Water Commissioners at a regular meeting held on 5th day of June, 2024, at which a quorum was present.



SVP, CFO & CAO Secretary - Treasurer

Memphis City Council Summary Sheet for MLGW Items

1. Description of the Item

Resolution approving Contract No. 12517 between Memphis Light, Gas and Water Division and Texas Gas Transmission, LLC. The new contract allows MLGW to continue flowing natural gas on Texas Gas Transmission pipeline in the event our operational needs exceed our contractual hourly gas flow limits. The first year of the contract will have a reduced rate of \$0.375 per MMBtu for the pipeline agreement with Texas Gas Transmission, LLC . Upon completion of the one-year reduced rate, a non-reduced rate of \$0.4284 is applicable for the remaining term of the contract pending further negotiations for a reduced rate.

2. Additional Information

MLGW seeks to renew a pipeline transportation agreement with Texas Gas Transmission, LLC. This agreement serves as a risk mitigating mechanism in the event MLGW exceeds gas flow requirements on Texas Gas Transmission's pipeline. The term of this agreement is for 5 years ending 10/31/2029.

RESOLUTION

WHEREAS, the Board of Light, Gas and Water Commissioners at its meeting held June 5, 2024, approved Contract No. 12517 between Memphis Light, Gas and Water Division and Texas Gas Transmission, LLC; and further

WHEREAS, the new contract allows MLGW to continue flowing natural gas on Texas Gas Transmission pipeline in the event our operational needs exceed our contractual hourly gas flow limits. The first year of the contract will have a reduced rate of \$0.375 per MMBtu for the pipeline agreement with Texas Gas Transmission, LLC. Upon completion of the one-year reduced rate, a non-reduced rate of \$0.4284 is applicable for the remaining term of the contract pending further negotiations for a reduced rate. The new contract is an hourly overrun transportation agreement and includes a Discount Letter; and further

WHEREAS, the contract term is for five years, effective November 1, 2024, and ending October 31, 2029.

NOW, THEREFORE, BE IT RESOLVED by the Council of the city of Memphis that Contract No. 12517 with Texas Gas Transmission, LLC is approved and the President or his designated representative is authorized to execute the contract.

EXCERPT
from
MINUTES OF MEETING
of
BOARD OF LIGHT, GAS AND WATER COMMISSIONERS
CITY OF MEMPHIS
held
June 5, 2024

The Vice President, Gas and Water Engineering and Operations presented for consideration of the Board approval of Contract No. 12517 between Memphis Light, Gas and Water Division and Texas Gas Transmission, LLC. The new contract allows MLGW to continue flowing natural gas on Texas Gas Transmission pipeline in the event our operational needs exceed our contractual hourly gas flow limits. The first year of the contract will have a reduced rate of \$0.375 per MMBtu for the pipeline agreement with Texas Gas Transmission, LLC . Upon completion of the one-year reduced rate, a non-reduced rate of \$0.4284 is applicable for the remaining term of the contract pending further negotiations for a reduced rate. The new contract is an hourly overrun transportation agreement and includes a Discount Letter.

The contract term is for 5 years, effective November 1, 2024 and ending October 31, 2029.

I hereby certify that the foregoing is a true copy of a resolution adopted by the Board of Light, Gas and Water Commissioners at a ~~regular~~ ^{special} meeting held on 5th day of June, 2024, at which a quorum was present.



SVP, CFO & CAO Secretary - Treasurer

Memphis City Council Summary Sheet for MLGW Items

1. Description of the Item

Resolution approving Change No. 3 to Contract No. 12251, Aerator Maintenance with R. P. Services, Incorporated to renew the current contract in the funded amount of \$318,362.40.

2. Additional Information

The project scope is to furnish all supervision, labor, tools equipment, and transportation necessary to mechanically and hydro-clean aerator structures, floors, media, and dosing assemblies of biological films, flocks, and aquatic plant growth. The contract award was selected based on the lowest and best bid received using the Sealed Bid process.

This change is to renew the current contract for the third of four (4) annual renewal terms for the period covering August 25, 2024 through August 24, 2025 in the amount of \$318,362.40. This renewal reflects a 2% increase in rates, per the Contract documents, from the previous renewal term due to increases in the cost of equipment and materials. The new contract value is \$1,236,482.40.

RESOLUTION

WHEREAS, the Board of Light, Gas and Water Commissioners in their meeting of June 5, 2024 approved Change No. 3 to Contract No. 12251, Aerator Maintenance with R. P. Services, Incorporated to renew the current contract in the funded amount of \$318,362.40, and is now recommending to the Council of the City of Memphis that it approves said renewal as approved; and

WHEREAS, the project scope is to furnish all supervision, labor, tools equipment, and transportation necessary to mechanically and hydro-clean aerator structures, floors, media, and dosing assemblies of biological films, flocks, and aquatic plant growth. The contract award was selected based on the lowest and best bid received using the Sealed Bid process; and

WHEREAS, this change is to renew the current contract for the third of four (4) annual renewal terms for the period covering August 25, 2024 through August 24, 2025 in the amount of \$318,362.40. This renewal reflects a 2% increase in rates, per the Contract documents, from the previous renewal term due to increases in the cost of equipment and materials. This renewal complies with all applicable laws and policies. The new contract value is \$1,236,482.40; and

NOW THEREFORE BE IT RESOLVED by the Council of the City of Memphis, that there be and is hereby approved Change No. 3 to Contract No. 12251, Aerator Maintenance with R. P. Services, Incorporated to renew the current contract in the funded amount of \$318,362.40 as approved.

EXCERPT
from
MINUTES OF MEETING
of
BOARD OF LIGHT, GAS AND WATER COMMISSIONERS
CITY OF MEMPHIS
held
June 5, 2024

The Manager of Procurement and Contracts recommends to the Board of Light, Gas and Water Commissioners the approval of Change No. 3 to Contract No. 12251, Aerator Maintenance with R. P. Services, Incorporated to renew the current contract in the funded amount of \$318,362.40.

The project scope is to furnish all supervision, labor, tools equipment, and transportation necessary to mechanically and hydro-clean aerator structures, floors, media, and dosing assemblies of biological films, flocks, and aquatic plant growth. The contract award was selected based on the lowest and best bid received using the Sealed Bid process.

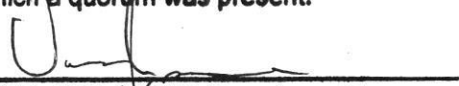
This change is to renew the current contract for the third of four (4) annual renewal terms for the period covering August 25, 2024 through August 24, 2025 in the amount of \$318,362.40. This renewal reflects a 2% increase in rates, per the Contract documents, from the previous renewal term due to increases in the cost of equipment and materials. This renewal complies with all applicable laws and policies. The new contract value is \$1,236,482.40.

NOW THEREFORE BE IT RESOLVED BY the Board of Light, Gas and Water Commissioners:

THAT, Subject to the consent and approval of the Council of the City of Memphis, the approval of Change No. 3 to Contract No. 12251, Aerator Maintenance with R. P. Services, Incorporated to renew the current contract in the funded amount of \$318,362.40, as outlined in the above preamble, is approved; and further

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

I hereby certify that the foregoing is a true copy of a resolution adopted by the Board of Light, Gas and Water Commissioners at a regular meeting held on 5th day of June, 2024, at which a quorum was present.


SVP, CFO & CAO Secretary - Treasurer

Memphis City Council Summary Sheet for MLGW Items

1. Description of the Item

Resolution awarding Contract No. 12447, Data Center Enhancements Connectivity Improvements to Logicalis, Inc. in the funded amount of \$363,742.44.

2. Additional Information

The project scope is to purchase 13 Cisco Nexus 9300 48 Port Switches, including a one (1) year Cisco SmartNet Service support agreement and Cisco Compatible Nexus 9300 SFP Transceiver Modules. This purchase will be adding equipment and value towards the active/active Data Center between MLGW's Netters Data Center located at 1665 Whitten Road, Memphis, TN 38134, and MLGW's Hansen Data Center located at 220 South Main Street, Memphis, TN 38103. As part of business continuity, this network equipment increases the redundancy of applications and services available to customers. It consists of two data center locations both actively running the same applications and services concurrently in the event of an outage at either data center.

RESOLUTION

WHEREAS, the Board of Light, Gas and Water Commissioners in their meeting of June 5, 2024 awarded Contract No. 12447, Data Center Enhancements Connectivity Improvements to Logicalis, Inc. in the funded amount of \$363,742.44, and is now recommending to the Council of the City of Memphis that it approves said award as approved; and

WHEREAS, the project scope is to purchase 13 Cisco Nexus 9300 48 Port Switches, including a one (1) year Cisco SmartNet Service support agreement and Cisco Compatible Nexus 9300 SFP Transceiver Modules. This purchase will be adding equipment and value towards the active/active Data Center between MLGW's Netters Data Center located at 1665 Whitten Road, Memphis, TN 38134, and MLGW's Hansen Data Center located at 220 South Main Street, Memphis, TN 38103. As part of business continuity, this network equipment increases the redundancy of applications and services available to customers. It consists of two data center locations both actively running the same applications and services concurrently in the event of an outage at either data center; and

WHEREAS, the Notice to Bidders was advertised using MLGW's Online Bid Notification System and the Memphis Daily News on January 31, 2024. MLGW solicited nine (9) bids and received three (3) bids on February 28, 2024. The lowest and best bid received was from Logicalis, Inc. in the amount of \$363,742.44. The term of this contract is for one (1) year from the date of the Notice to Proceed with provisions for annual maintenance and support services. The initial term includes the following: One (1) year, Cisco 1Y SmartNet Service support arrangement (Cisco Base Part number SNTC-24X7X4 or equivalent) as outlined in the Specifications. This award complies with all applicable laws and policies; and

NOW THEREFORE BE IT RESOLVED by the Council of the City of Memphis, that there be and is hereby approved an award of Contract No. 12447, Data Center Enhancements Connectivity Improvements to Logicalis, Inc. in the funded amount of \$363,742.44 as approved.

EXCERPT
from
MINUTES OF MEETING
of
BOARD OF LIGHT, GAS AND WATER COMMISSIONERS
CITY OF MEMPHIS
held
June 5, 2024

The Manager of Procurement and Contracts recommends to the Board of Light, Gas and Water Commissioners that it awards Contract No. 12447, Data Center Enhancements Connectivity Improvements to Logicalis, Inc. in the funded amount of \$363,742.44.

The project scope is to purchase 13 Cisco Nexus 9300 48 Port Switches, including a one (1) year Cisco SmartNet Service support agreement and Cisco Compatible Nexus 9300 SFP Transceiver Modules. This purchase will be adding equipment and value towards the active/active Data Center between MLGW's Netters Data Center located at 1665 Whitten Road, Memphis, TN 38134, and MLGW's Hansen Data Center located at 220 South Main Street, Memphis, TN 38103. As part of business continuity, this network equipment increases the redundancy of applications and services available to customers. It consists of two data center locations both actively running the same applications and services concurrently in the event of an outage at either data center.

The Notice to Bidders was advertised using MLGW's Online Bid Notification System and the Memphis Daily News on January 31, 2024. MLGW solicited nine (9) bids and received three (3) bids on February 28, 2024. The lowest and best bid received was from Logicalis, Inc. in the amount of \$363,742.44. The term of this contract is for one (1) year from the date of the Notice to Proceed with provisions for annual maintenance and support services. The initial term includes the following: One (1) year, Cisco 1Y SmartNet Service support arrangement (Cisco Base Part number SNTC-24X7X4 or equivalent) as outlined in the Specifications. This award complies with all applicable laws and policies.

NOW THEREFORE BE IT RESOLVED BY the Board of Light, Gas and Water Commissioners:

THAT, Subject to the consent and approval of the Council of the City of Memphis, the award of Contract No. 12447, Data Center Enhancements Connectivity Improvements to Logicalis, Inc. in the funded amount of \$363,742.44, as outlined in the foregoing preamble, is approved and further,

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

I hereby certify that the foregoing is a true copy of a resolution adopted by the Board of Light, Gas and Water Commissioners at a regular meeting held on 5th day of June, 2024, at which a quorum was present.



SVP, CFO & CAO Secretary - Treasurer

Memphis City Council Summary Sheet for MLGW Items

1. Description of the Item

Resolution approving Change No. 1 to Contract No. 12371, System Furniture to Office Interiors to increase the current contract in the funded amount of \$1,500,000.00.

2. Additional Information

The project scope is to allow Office Interiors, as a Single Source provider, to purchase and install modular furniture and acoustical partition systems. Furniture systems shall include all furniture elements such as workstations for closed and open office layouts, filing systems, chairs, and conference tables. The contract award was selected using the Single Source selection process.

This change is to increase the current contract value in the amount of \$1,500,000.00 to continue to meet the needs of MLGW employees by supplying system furniture and fixtures. The contract term will remain through October 10, 2027. MLGW is requesting approval of this single source award, which can only be provided by Office Interiors due to the need for compatibility with the existing specifications already established within the company. Office Interiors is the only Vendor that provides the furniture currently installed throughout the Division, making it possible for the Vendor to provide warranty services for new and existing furniture items. MLGW can purchase new and replacement items that match our existing specifications. The new contract value is \$3,000,000.00.

RESOLUTION

WHEREAS, the Board of Light, Gas and Water Commissioners in their meeting of June 5, 2024 approved Change No. 1 to Contract No. 12371, System Furniture to Office Interiors to increase the current contract in the funded amount of \$1,500,000.00, and is now recommending to the Council of the City of Memphis that it approves said change as approved; and

WHEREAS, the project scope is to allow Office Interiors, as a Single Source provider, to purchase and install modular furniture and acoustical partition systems. Furniture systems shall include all furniture elements such as workstations for closed and open office layouts, filing systems, chairs, and conference tables. The contract award was selected using the Single Source selection process; and

WHEREAS, this change is to increase the current contract value in the amount of \$1,500,000.00 to continue to meet the needs of MLGW employees by supplying system furniture and fixtures. The contract term will remain through October 10, 2027. MLGW is requesting approval of this single source award, which can only be provided by Office Interiors due to the need for compatibility with the existing specifications already established within the company. Office Interiors is the only Vendor that provides the furniture currently installed throughout the Division, making it possible for the Vendor to provide warranty services for new and existing furniture items. MLGW can purchase new and replacement items that match our existing specifications. This Single Source change complies with all applicable laws and policies. The new contract value is \$3,000,000.00; and

NOW THEREFORE BE IT RESOLVED by the Council of the City of Memphis, that there be and is hereby approved Change No. 1 to Contract No. 12371, System Furniture to Office Interiors to increase the current contract in the funded amount of \$1,500,000.00 as approved.

EXCERPT
from
MINUTES OF MEETING
of
BOARD OF LIGHT, GAS AND WATER COMMISSIONERS
CITY OF MEMPHIS
held
June 5, 2024

The Manager of Procurement and Contracts recommends to the Board of Light, Gas and Water Commissioners the approval of Change No. 1 to Contract No. 12371, System Furniture to Office Interiors to increase the current contract in the funded amount of \$1,500,000.00.

The project scope is to allow Office Interiors, as a Single Source provider, to purchase and install modular furniture and acoustical partition systems. Furniture systems shall include all furniture elements such as workstations for closed and open office layouts, filing systems, chairs, and conference tables. The contract award was selected using the Single Source selection process.

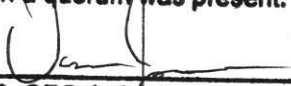
This change is to increase the current contract value in the amount of \$1,500,000.00 to continue to meet the needs of MLGW employees by supplying system furniture and fixtures. The contract term will remain through October 10, 2027. MLGW is requesting approval of this single source award, which can only be provided by Office Interiors due to the need for compatibility with the existing specifications already established within the company. Office Interiors is the only Vendor that provides the furniture currently installed throughout the Division, making it possible for the Vendor to provide warranty services for new and existing furniture items. MLGW can purchase new and replacement items that match our existing specifications. This Single Source change complies with all applicable laws and policies. The new contract value is \$3,000,000.00.

NOW THEREFORE BE IT RESOLVED BY the Board of Light, Gas and Water Commissioners:

THAT, Subject to the consent and approval of the Council of the City of Memphis, the approval of Change No. 1 to Contract No. 12371, System Furniture to Office Interiors to increase the current contract in the funded amount of \$1,500,000.00, as outlined in the above preamble, is approved; and further

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

I hereby certify that the foregoing is a true copy of a resolution adopted by the Board of Light, Gas and Water Commissioners at a regular meeting held on 5th day of June, 2024, at which a quorum was present.


SVP, CFO & CAO Secretary - Treasurer

Memphis City Council Summary Sheet for MLGW Items

1. Description of the Item

Resolution approving Change No. 16 to Contract No. 10765, Private Label Service Agreement with Utility Consumer Analytics, Inc. (formerly Aclara Technologies, LLC) to extend the current contract and expand the scope of work in the funded amount of \$541,000.00.

2. Additional Information

The project scope is to provide Bill Prism applications which will enable MLGW to provide comprehensive, consistent and authoritative responses to customer inquiries regarding changes in billing amounts, thereby, improving customer communications, customer trust and customer satisfaction. This contract award was selected based on the Sole Source evaluation process.

This change is to extend the current contract for an additional two (2) years covering the period July 1, 2024 through June 30, 2026 in the funded amount of \$541,000.00 to continue to provide customer service for MLGW My Account Analysis Tools application via website and employee access. During this extension, MLGW will issue a Request for Proposal ("RFP") to explore more modern customer engagement and bill analytics tools. This change is also to expand the scope of work to implement commercial interval data presentment and pilots of the Smart VX video bill and electronic Home Energy Reports. This change includes an annual 5% increase in maintenance fees (in accordance with MLGW's Internet Service Agreement) due to rising costs of business operations. The new contract value will be \$7,951,127.89.

RESOLUTION

WHEREAS, the Board of Light, Gas and Water Commissioners in their meeting of June 5, 2024 approved Change No. 16 to Contract No. 10765, Private Label Service Agreement with Utility Consumer Analytics, Inc. (*formerly Aclara Technologies, LLC*) to extend the current contract and expand the scope of work in the funded amount of \$541,000.00, and is now recommending to the Council of the City of Memphis that it approves said extension and change as approved; and

WHEREAS, the project scope is to provide Bill Prism applications which will enable MLGW to provide comprehensive, consistent and authoritative responses to customer inquiries regarding changes in billing amounts, thereby, improving customer communications, customer trust and customer satisfaction. This contract award was selected based on the Sole Source evaluation process; and

WHEREAS, this change is to extend the current contract for an additional two (2) years covering the period July 1, 2024 through June 30, 2026 in the funded amount of \$541,000.00 to continue to provide customer service for MLGW My Account Analysis Tools application via website and employee access. During this extension, MLGW will issue a Request for Proposal (“RFP”) to explore more modern customer engagement and bill analytics tools. This change is also to expand the scope of work to implement commercial interval data presentment and pilots of the Smart VX video bill and electronic Home Energy Reports. This change includes an annual 5% increase in maintenance fees (in accordance with MLGW’s Internet Service Agreement) due to rising costs of business operations. This sole source extension and change complies with all applicable laws and policies. The new contract value will be \$7,951,127.89; and

NOW THEREFORE BE IT RESOLVED by the Council of the City of Memphis, that there be and is hereby approved Change No. 16 to Contract No. 10765, Private Label Service Agreement with Utility Consumer Analytics, Inc. (*formerly Aclara Technologies, LLC*) to extend the current contract and expand the scope of work in the funded amount of \$541,000.00 as approved.

EXCERPT
from
MINUTES OF MEETING
of
BOARD OF LIGHT, GAS AND WATER COMMISSIONERS
CITY OF MEMPHIS
held
June 5, 2024

The Manager of Procurement and Contracts recommends to the Board of Light, Gas and Water Commissioners the approval of Change No. 16 to Contract No. 10765, Private Label Service Agreement with Utility Consumer Analytics, Inc. (*formerly Aclara Technologies, LLC*) to extend the current contract and expand the scope of work in the funded amount of \$541,000.00.

The project scope is to provide Bill Prism applications which will enable MLGW to provide comprehensive, consistent and authoritative responses to customer inquiries regarding changes in billing amounts, thereby, improving customer communications, customer trust and customer satisfaction. This contract award was selected based on the Sole Source evaluation process.

This change is to extend the current contract for an additional two (2) years covering the period July 1, 2024 through June 30, 2026 in the funded amount of \$541,000.00 to continue to provide customer service for MLGW My Account Analysis Tools application via website and employee access. During this extension, MLGW will issue a Request for Proposal (“RFP”) to explore more modern customer engagement and bill analytics tools. This change is also to expand the scope of work to implement commercial interval data presentment and pilots of the Smart VX video bill and electronic Home Energy Reports. This change includes an annual 5% increase in maintenance fees (in accordance with MLGW’s Internet Service Agreement) due to rising costs of business operations. This sole source extension and change complies with all applicable laws and policies. The new contract value will be \$7,951,127.89.

NOW THEREFORE BE IT RESOLVED BY the Board of Light, Gas and Water Commissioners:

THAT, Subject to the consent and approval of the Council of the City of Memphis, Change No. 16 to Contract No. 10765, Private Label Service Agreement with Utility Consumer Analytics, Inc. (formerly Aclara Technologies, LLC) to extend the current contract and expand the scope of work in the funded amount of \$541,000.00, as outlined in the above preamble, is approved; and further

THAT, the President or his designated representative is authorized to execute the Extension and Change.

I hereby certify that the foregoing is a true copy of a resolution adopted by the Board of Light, Gas and Water Commissioners at a regular meeting held on 5th day of JUNE, 2024, at which a quorum was present.

[Signature]
SVP, CFO & CAO Secretary - Treasurer

SAME DAY MINUTES

Memphis City Council Summary Sheet for MLGW Items

1. **Description of the Item**

Resolution approving Change No. 3 to Contract No. 12209, Courier Services with Deep South Delivery, LLC dba Diligent Delivery Systems (formerly Express Courier International, Inc.) to renew the current contract in the funded amount of \$152,292.15.

2. **Additional Information**

The project scope is to provide pick-up and delivery services of MLGW Division's mail, field instruments, utility bills and other documents in Memphis and Shelby County, Tennessee.

This change is to renew the current contract for the third of four (4) annual renewal terms covering the period of September 6, 2024 through September 5, 2025 in the amount of \$152,292.15, with no increase in rates from the previous term. The new contract value is \$615,541.61.

RESOLUTION

WHEREAS, the Board of Light, Gas and Water Commissioners in their meeting of June 5, 2024 approved Change No. 3 to Contract No. 12209, Courier Services with Deep South Delivery, LLC dba Diligent Delivery Systems (formerly Express Courier International, Inc.) to renew the current contract in the funded amount of \$152,292.15, and is now recommending to the Council of the City of Memphis that it approves said renewal as approved; and

WHEREAS, the project scope is to provide pick-up and delivery services of MLGW Division's mail, field instruments, utility bills and other documents in Memphis and Shelby County, Tennessee. The contract award was selected based on the lowest and best bid received using the Sealed Bid process; and

WHEREAS, this change is to renew the current contract for the third of four (4) annual renewal terms covering the period of September 6, 2024 through September 5, 2025 in the amount of \$152,292.15, with no increase in rates from the previous term. This renewal complies with all applicable laws and policies. The new contract value is \$615,541.61; and

NOW THEREFORE BE IT RESOLVED by the Council of the City of Memphis, that there be and is hereby approved Change No. 3 to Contract No. 12209, Courier Services with Deep South Delivery, LLC dba Diligent Delivery Systems (formerly Express Courier International, Inc.) to renew the current contract in the funded amount of \$152,292.15 as approved.

EXCERPT
from
MINUTES OF MEETING
of
BOARD OF LIGHT, GAS AND WATER COMMISSIONERS
CITY OF MEMPHIS
held
June 5, 2024

The Manager of Procurement and Contracts recommends to the Board of Light, Gas and Water Commissioners the approval of Change No. 3 to Contract No. 12209, Courier Services with Deep South Delivery, LLC dba Diligent Delivery Systems (formerly Express Courier International, Inc.) to renew the current contract in the funded amount of \$152,292.15.

The project scope is to provide pick-up and delivery services of MLGW Division's mail, field instruments, utility bills and other documents in Memphis and Shelby County, Tennessee. The contract award was selected based on the lowest and best bid received using the Sealed Bid process.

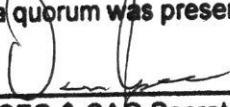
This change is to renew the current contract for the third of four (4) annual renewal terms covering the period of September 6, 2024 through September 5, 2025 in the amount of \$152,292.15, with no increase in rates from the previous term. This renewal complies with all applicable laws and policies. The new contract value is \$615,541.61.

NOW THEREFORE BE IT RESOLVED BY the Board of Light, Gas and Water Commissioners:

THAT, Subject to the consent and approval of the Council of the City of Memphis, the approval of Change No. 3 to Contract No. 12209, Courier Services with Deep South Delivery, LLC dba Diligent Delivery Systems (formerly Express Courier International, Inc.) to renew the current contract in the funded amount of \$152,292.15, as outlined in the foregoing preamble, is approved and further,

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

I hereby certify that the foregoing is a true copy of a resolution adopted by the Board of Light, Gas and Water Commissioners at a regular meeting held on 3rd day of June, 2024, at which a quorum was present.


SVP, CFO & CAO Secretary - Treasurer

Memphis City Council Summary Sheet for MLGW Items

1. Description of the Item

Resolution approving Change No. 4 to Contract No. 12232, Third Party Administrator for Workers' Compensation with Brentwood Services Administrators, Incorporated to ratify and renew the current contract in the funded amount of \$150,000.00.

2. Additional Information

The project scope is to furnish all supervision, labor, transportation, equipment and such material firm to serve third party administrator for workers' compensation with includes issuance of 1099's, state filings monthly loss, return reports, cost containment, bill review and loss control and all other services associated in administering workers' compensation risks.

This change is to ratify and renew the current contract for the third, as well as, fourth and final annual renewal terms covering the period of July 1, 2024 through June 30, 2026 in the amount of \$150,000.00, which reflects an annual administration fee rate increase of 5.6% and an average rate increase of 21.4% for various incidental fees filed per claim.. The price increase is due to significant inflationary costs incurred since the initial contract was awarded. The new contract value is \$325,000.00.

RESOLUTION

WHEREAS, the Board of Light, Gas and Water Commissioners in their meeting of June 5, 2024 approved Change No. 4 to Contract No. 12232, Third Party Administrator for Workers' Compensation with Brentwood Services Administrators, Incorporated to ratify and renew the current contract in the funded amount of \$150,000.00, and is now recommending to the Council of the City of Memphis that it approves said ratification and renewal as approved; and

WHEREAS, the project scope is to furnish all supervision, labor, transportation, equipment and such material firm to serve third party administrator for workers' compensation with includes issuance of 1099's, state filings monthly loss, return reports, cost containment, bill review and loss control and all other services associated in administering workers' compensation risks. The contract award was selected based on the Request for Proposal ("RFP") evaluation process; and

WHEREAS, this change is to ratify and renew the current contract for the third, as well as, fourth and final annual renewal terms covering the period of July 1, 2024 through June 30, 2026 in the amount of \$150,000.00, which reflects an annual administration fee rate increase of 5.6% and an average rate increase of 21.4% for various incidental fees filed per claim.. The price increase is due to significant inflationary costs incurred since the initial contract was awarded. This ratification and renewal complies with all applicable laws and policies. The new contract value is \$325,000.00; and

NOW THEREFORE BE IT RESOLVED by the Council of the City of Memphis, that there be and is hereby approved Change No. 4 to Contract No. 12232, Third Party Administrator for Workers' Compensation with Brentwood Services Administrators, Incorporated to ratify and renew the current contract in the funded amount of \$150,000.00 as approved.

EXCERPT
from
MINUTES OF MEETING
of
BOARD OF LIGHT, GAS AND WATER COMMISSIONERS
CITY OF MEMPHIS
held
June 5, 2024

The Manager of Procurement and Contracts recommends to the Board of Light, Gas and Water Commissioners the approval of Change No. 4 to Contract No. 12232, Third Party Administrator for Workers' Compensation with Brentwood Services Administrators, Incorporated to ratify and renew the current contract in the funded amount of \$150,000.00.

The project scope is to furnish all supervision, labor, transportation, equipment and such material firm to serve third party administrator for workers' compensation with includes issuance of 1099's, state filings monthly loss, return reports, cost containment, bill review and loss control and all other services associated in administering workers' compensation risks. The contract award was selected based on the Request for Proposal ("RFP") evaluation process.

This change is to ratify and renew the current contract for the third, as well as, fourth and final annual renewal terms covering the period of July 1, 2024 through June 30, 2026 in the amount of \$150,000.00, which reflects an annual administration fee rate increase of 5.6% and an average rate increase of 21.4% for various incidental fees filed per claim.. The price increase is due to significant inflationary costs incurred since the initial contract was awarded. This ratification and renewal complies with all applicable laws and policies. The new contract value is \$325,000.00.

NOW THEREFORE BE IT RESOLVED BY the Board of Light, Gas and Water Commissioners:

THAT, Subject to the consent and approval of the Council of the City of Memphis, the approval of Change No. 4 to Contract No. 12232, Third Party Administrator for Workers' Compensation with Brentwood Services Administrators, Incorporated to ratify and renew the current contract in the funded amount of \$150,000.00, as outlined in the foregoing preamble, is approved and further,

THAT, the President, or his designated representative is authorized to execute the Ratification and Renewal.

I hereby certify that the foregoing is a true copy of a resolution adopted by the Board of Light, Gas and Water Commissioners at a regular meeting held on 5th day of June, 2024, at which a quorum was present.


SVP, CFO & CAO Secretary - Treasurer

Memphis City Council Summary Sheet for MLGW Items

1. Description of the Item

Resolution awarding Contract No. 12494 (solicited under Contract No. 12471), Professional Engineering Services - Blue Suede Fiber to Allen & Hoshall, Inc. in the funded not-to-exceed amount of \$400,000.00. The term of the contract is for one year from the date of the Notice to Proceed with an option of four annual renewal terms.

2. Additional Information

The project scope is to furnish supervision, labor, transportation, equipment, and materials to provide professional engineering services including project administration, make-ready engineering design, and post-attachment inspection services, on an as-needed basis, for electric distribution facilities affected by Blue Suede Fiber's pole attachments requests. All associated fees/costs will be 100% reimbursable by Blue Suede.

RESOLUTION

WHEREAS, the Board of Light, Gas, and Water Commissioners in their meeting of June 19, 2024, awarded Contract No. 12494 (*solicited under Contract No. 12471*), Professional Engineering Services – Blue Suede Fiber to Allen & Hoshall, Inc. in the funded not-to-exceed amount of \$400,000.00, and is now recommending to the Council of the City of Memphis that it approves said award as approved; and

WHEREAS, the project scope is to furnish supervision, labor, transportation, equipment, and materials to provide professional engineering services including project administration, make-ready engineering design, and post-attachment inspection services, on an as-needed basis, for electric distribution facilities affected by Blue Suede Fiber's pole attachments requests; and

WHEREAS, the Request for Qualifications was advertised using MLGW's On-Line Bid Notification System on January 16, 2024. MLGW solicited 14 companies (*solicited under Contract No. 12471*) and received seven (7) qualifications on February 2, 2024; of which, four (4) firms were short-listed for interviews. MLGW will enter into separate contracts with two (2) of the short-listed companies; with one (1) contract being awarded to Allen & Hoshall, Inc. in the not-to-exceed amount of \$400,000.00. The selected firm shall maintain staffing capacity to provide services that support up to 3,000 pole attachment requests per month for the contract duration. Qualifications were evaluated on the following criteria: 1) Capabilities, Experience & Past Performance, 2) Key Personnel, and 3) Ability to Accomplish the Work. All associated fees/costs will be 100% reimbursable by Blue Suede. The term of this contract is for one (1) year from the date of the Notice to Proceed with an option of four (4) annual renewal terms. This award complies will all applicable laws and policies; and

NOW THEREFORE BE IT RESOLVED by the Council of the City of Memphis, that there be and is hereby approved an award of Contract No. 12494 (*solicited under Contract No. 12471*), Professional Engineering Services – Blue Suede Fiber to Allen & Hoshall, Inc. in the funded not-to-exceed amount of \$400,000.00 as approved.

EXCERPT
from
MINUTES OF MEETING
of
BOARD OF LIGHT, GAS AND WATER COMMISSIONERS
CITY OF MEMPHIS
held
June 19, 2024

The Manager of Procurement and Contracts recommends to the Board of Light, Gas and Water Commissioners that it awards Contract No. 12494 (*solicited under Contract No. 12471*), Professional Engineering Services – Blue Suede Fiber to Allen & Hoshall, Inc. in the funded not-to-exceed amount of \$400,000.00.

The project scope is to furnish supervision, labor, transportation, equipment, and materials to provide professional engineering services including project administration, make-ready engineering design, and post-attachment inspection services, on an as-needed basis, for electric distribution facilities affected by Blue Suede Fiber's pole attachments requests.

The Request for Qualifications was advertised using MLGW's On-Line Bid Notification System on January 16, 2024. MLGW solicited 14 companies (*solicited under Contract No. 12471*) and received seven (7) qualifications on February 2, 2024; of which, four (4) firms were short-listed for interviews. MLGW will enter into separate contracts with two (2) of the short-listed companies; with one (1) contract being awarded to Allen & Hoshall, Inc. in the not-to-exceed amount of \$400,000.00. The selected firm shall maintain staffing capacity to provide services that support up to 3,000 pole attachment requests per month for the contract duration. Qualifications were evaluated on the following criteria: 1) Capabilities, Experience & Past Performance, 2) Key Personnel, and 3) Ability to Accomplish the Work. All associated fees/costs will be 100% reimbursable by Blue Suede. The term of this contract is for one (1) year from the date of the Notice to Proceed with an option of four (4) annual renewal terms. This award complies with all applicable laws and policies.

NOW THEREFORE BE IT RESOLVED BY the Board of Light, Gas and Water Commissioners:

THAT, Subject to the consent and approval of the Council of the City of Memphis, the award of Contract No. 12494 (*solicited under Contract No. 12471*), Professional Engineering Services – Blue Suede Fiber to Allen & Hoshall, Inc. in the funded not-to-exceed amount of \$400,000.00, as outlined in the foregoing preamble, is approved and further,

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

I hereby certify that the foregoing is a true copy of a resolution adopted by the Board of Light, Gas and Water Commissioners at a regular meeting held on 19th day of JUNE, 2024, at which a quorum was present.


SVP, CFO & CAO Secretary - Treasurer

Memphis City Council Summary Sheet for MLGW Items

1. Description of the Item

Resolution awarding Contract No. 12471, Professional Engineering Services - Blue Suede Fiber to Burns & McDonnell Engineering Company, Inc. in the funded not-to-exceed amount of \$400,000.00. The term of the contract is for one year from the date of the Notice to Proceed with an option of four annual renewal terms.

2. Additional Information

The project scope is to furnish supervision, labor, transportation, equipment, and materials to provide professional engineering services including project administration, make-ready engineering design, and post-attachment inspection services, on an as-needed basis, for electric distribution facilities affected by Blue Suede Fiber's pole attachments requests. All associated fees/costs will be 100% reimbursable by Blue Suede.

RESOLUTION

WHEREAS, the Board of Light, Gas, and Water Commissioners in their meeting of June 19, 2024, awarded Contract No. 12471, Professional Engineering Services – Blue Suede Fiber to Burns & McDonnell Engineering Company, Inc. in the funded not-to-exceed amount of \$400,000.00, and is now recommending to the Council of the City of Memphis that it approves said award as approved; and

WHEREAS, the project scope is to furnish supervision, labor, transportation, equipment, and materials to provide professional engineering services including project administration, make-ready engineering design, and post-attachment inspection services, on an as-needed basis, for electric distribution facilities affected by Blue Suede Fiber's pole attachments requests; and

WHEREAS, the Request for Qualifications was advertised using MLGW's On-Line Bid Notification System on January 16, 2024. MLGW solicited 14 companies and received seven (7) qualifications on February 2, 2024; of which, four (4) firms were short-listed for interviews. MLGW will enter into separate contracts with two (2) of the short-listed companies; with one (1) contract being awarded to Burns & McDonnell Engineering Company, Inc. in the not-to-exceed amount of \$400,000.00. The selected firm shall maintain staffing capacity to provide services that support up to 3,000 pole attachment requests per month for the contract duration. Qualifications were evaluated on the following criteria: 1) Capabilities, Experience & Past Performance, 2) Key Personnel, and 3) Ability to Accomplish the Work. All associated fees/costs will be 100% reimbursable by Blue Suede. The term of this contract is for one (1) year from the date of the Notice to Proceed with an option of four (4) annual renewal terms. This award complies will all applicable laws and policies; and

NOW THEREFORE BE IT RESOLVED by the Council of the City of Memphis, that there be and is hereby approved an award of Contract No. 12471, Professional Engineering Services – Blue Suede Fiber to Burns & McDonnell Engineering Company, Inc. in the funded not-to-exceed amount of \$400,000.00 as approved.

EXCERPT
from
MINUTES OF MEETING
of
BOARD OF LIGHT, GAS AND WATER COMMISSIONERS
CITY OF MEMPHIS
held
June 19, 2024

The Manager of Procurement and Contracts recommends to the Board of Light, Gas and Water Commissioners that it awards Contract No. 12471, Professional Engineering Services – Blue Suede Fiber to Burns & McDonnell Engineering Company, Inc. in the funded not-to-exceed amount of \$400,000.00.

The project scope is to furnish supervision, labor, transportation, equipment, and materials to provide professional engineering services including project administration, make-ready engineering design, and post-attachment inspection services, on an as-needed basis, for electric distribution facilities affected by Blue Suede Fiber's pole attachments requests.

The Request for Qualifications was advertised using MLGW's On-Line Bid Notification System on January 16, 2024. MLGW solicited 14 companies and received seven (7) qualifications on February 2, 2024; of which, four (4) firms were short-listed for interviews. MLGW will enter into separate contracts with two (2) of the short-listed companies; with one (1) contract being awarded to Burns & McDonnell Engineering Company, Inc. in the not-to-exceed amount of \$400,000.00. The selected firm shall maintain staffing capacity to provide services that support up to 3,000 pole attachment requests per month for the contract duration. Qualifications were evaluated on the following criteria: 1) Capabilities, Experience & Past Performance, 2) Key Personnel, and 3) Ability to Accomplish the Work. All associated fees/costs will be 100% reimbursable by Blue Suede. The term of this contract is for one (1) year from the date of the Notice to Proceed with an option of four (4) annual renewal terms. This award complies will all applicable laws and policies.

NOW THEREFORE BE IT RESOLVED BY the Board of Light, Gas and Water Commissioners:

THAT, Subject to the consent and approval of the Council of the City of Memphis, the award of Contract No. 12471, Professional Engineering Services – Blue Suede Fiber to Burns & McDonnell Engineering Company, Inc. in the funded not-to-exceed amount of \$400,000.00, as outlined in the foregoing preamble, is approved and further,

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

I hereby certify that the foregoing is a true copy of a resolution adopted by the Board of Light, Gas and Water Commissioners at a regular meeting held on 19th day of June, 2024, at which a quorum was present.



SVP, CFO & CAO Secretary - Treasurer

Memphis City Council Summary Sheet for MLGW Items

1. Description of the Item

Resolution approving the amendment and restatement of MLGW's engagement of the Bond Professionals selected in connection with the proposed issuance of Series 2024 Electric System Revenue Bonds (estimated at \$180,000,000) to include work on the issuance of Series 2024 Electric System Revenue Refunding Bonds (estimated not to exceed \$20,000,000).

2. Additional Information

The Secretary-Treasurer recommends that the Board approve, amend and restate MLGW's engagement of the Bond Professionals selected in connection with the proposed issuance of Series 2024 Electric System Revenue Bonds (estimated at \$180,000,000) to include work on the issuance of Series 2024 Electric System Revenue Refunding Bonds (estimated not to exceed \$20,000,000) as follows:

- 1) Underwriters at an underwriting fee not to exceed \$4.00 per \$1,000 of bonds
 - Raymond James (Senior Manager)
 - SouthState DuncanWilliams (Co-Manager)
 - FHN Financial (Co-Manager)
- 2) Co-Bond Counsel based on rates previously approved by the MLGW Board and City Council (estimated to be \$210,000)
 - The Wade Law Firm, PLLC - 50%
 - Bass, Berry & Sims PLC - 50%
- 3) Financial Advisor
 - Stephens Inc. - \$145,000 plus expenses

RESOLUTION

WHEREAS, the Board of Light, Gas and Water Commissioners (the “Board”) and the Memphis City Council (the Council”) previously approved the selection of the professionals listed herein (“Bond Professionals”) to assist the Electric Division with the proposed issuance of Series 2024 Electric System Revenue Bonds not to exceed \$180,000,000 (“Series 2024 Electric Revenue Bonds”):

WHEREAS, the Board has determined that refunding certain callable bonds from its 2014 Series of Electric Bonds may produce future debt service savings and has authorized the President and Secretary-Treasurer to take the necessary steps for the issuance of Series 2024 Electric System Revenue Refunding Bonds not to exceed \$20,000,000 in addition to the Series 2024 Electric Revenue Bonds;

WHEREAS, the Board desires to amend, re-affirm and restate its engagement with the Bond Professionals to include work on the issuance of Series 2024 Electric System Revenue Refunding Bonds as follows:

- 1) Underwriters at an underwriting fee not to exceed \$4.00 per \$1,000 of bonds
 - Raymond James (Senior Manager)
 - SouthState DuncanWilliams (Co-Manager)
 - FHN Financial (Co-Manager)
- 2) Co-Bond Counsel based on rates previously approved by the MLGW Board and City Council (estimated to be \$210,000)

- The Wade Law Firm, PLLC - 50%
- Bass, Berry & Sims PLC - 50%

3) Financial Advisor

- Stephens Inc. - \$145,000 plus expenses

NOW THEREFORE BE IT RESOLVED by the Council of the City of Memphis that there be and is hereby approved the selection of the above-listed firms in connection with the proposed issuance of Series 2024 Electric System Revenue Bonds (estimated at \$180,000,000) and the proposed issuance of Series 2024 Electric System Revenue Refunding Bonds (estimate not to exceed \$20,000,000).

EXCERPT
from
MINUTES OF MEETING
of
BOARD OF LIGHT, GAS AND WATER COMMISSIONERS
CITY OF MEMPHIS
held
June 19, 2024

The Secretary-Treasurer recommends that the Board approve, amend and restate MLGW's engagement of the Bond Professionals selected in connection with the proposed issuance of Series 2024 Electric System Revenue Bonds (estimated at \$180,000,000) to include work on the issuance of Series 2024 Electric System Revenue Refunding Bonds (estimated not to exceed \$20,000,000) as follows:

- 1) Underwriters at an underwriting fee not to exceed \$4.00 per \$1,000 of bonds
 - Raymond James (Senior Manager)
 - SouthState DuncanWilliams (Co-Manager)
 - FHN Financial (Co-Manager)
- 2) Co-Bond Counsel based on rates previously approved by the MLGW Board and City Council (estimated to be \$210,000)
 - The Wade Law Firm, PLLC - 50%
 - Bass, Berry & Sims PLC - 50%
- 3) Financial Advisor
 - Stephens Inc. - \$145,000 plus expenses

NOW THEREFORE, BE IT RESOLVED BY the Board of Light, Gas & Water Commissioners:

THAT, subject to the consent and approval of the Council of the City of Memphis, the Board approves the amendment and restatement of MLGW's engagement with the Bond Professionals selected in connection with the proposed issuance of Series 2024 Electric System Revenue Bonds (estimated at \$180,000,000) to include work on the issuance of Series 2024 Electric System Revenue Refunding Bonds (estimated not to exceed \$20,000,000), as outlined in the above preamble, and further

THAT, the President and Secretary-Treasurer are authorized to engage and employ these

firms to consummate the transactions contemplated herein.

I hereby certify that the foregoing is a true copy of a resolution adopted by the Board of Light, Gas and Water Commissioners at a regular - ~~special~~ meeting held on 19th day of June, 2024, at which a quorum was present.



SVP, CFO & CAO Secretary - Treasurer

Memphis City Council Summary Sheet for MLGW Items

1. Description of the Item

Resolution awarding Contract No. 12457, Cisco Security Suite Enterprise Agreement (EA) Bundle to Logicalis, Inc. in the funded amount of \$1,611,089.09.

2. Additional Information

The project scope is to purchase the Cisco Security Suite Enterprise Agreement (EA) 3.0 Bundle, which includes a five (5) year support agreement. This Cisco Security Suite Enterprise Agreement is issued to companies to provide network software security licensing and support. The security suite enterprise agreement reduces the cost of renewing individual license subscriptions and adds new network security features needed to support the MLGW Corporate network. The fixed fee encompasses all purchases of the security suite over the specified period. This agreement also allows an additional 10-15% room for growth at no additional cost to the Division if additional security network security equipment is purchased.

RESOLUTION

WHEREAS, the Board of Light, Gas and Water Commissioners in their meeting of June 19, 2024 awarded Contract No. 12457, Cisco Security Suite Enterprise Agreement (EA) Bundle to Logicalis, Inc. in the funded amount of \$1,611,089.09, and is now recommending to the Council of the City of Memphis that it approves said award as approved; and

WHEREAS, the project scope is to purchase the Cisco Security Suite Enterprise Agreement (EA) 3.0 Bundle, which includes a five (5) year support agreement. This Cisco Security Suite Enterprise Agreement is issued to companies to provide network software security licensing and support. The security suite enterprise agreement reduces the cost of renewing individual license subscriptions and adds new network security features needed to support the MLGW Corporate network. The fixed fee encompasses all purchases of the security suite over the specified period. This agreement also allows an additional 10-15% room for growth at no additional cost to the Division if additional security network security equipment is purchased; and

WHEREAS, the Notice to Bidders was advertised using MLGW's Online Bid Notification System and the Memphis Daily News on February 20, 2024. MLGW solicited eight (8) bids and received two (2) bids on March 13, 2024. The lowest and best bid received was from Logicalis, Inc. in the amount of \$1,611,089.09. The term of this contract is for five (5) years from the date of the Notice to Proceed with provisions for annual maintenance and support services. The initial term includes five (5) years of Cisco Security Suite Enterprise 3.0 Bundle support arrangement as outlined in the Contract Document and Specifications. This award complies with all applicable laws and policies; and

NOW THEREFORE BE IT RESOLVED by the Council of the City of Memphis, that there be and is hereby approved an award of Contract No. 12457, Cisco Security Suite Enterprise Agreement (EA) Bundle to Logicalis, Inc. in the funded amount of \$1,611,089.09 as approved.

EXCERPT
from
MINUTES OF MEETING
of
BOARD OF LIGHT, GAS AND WATER COMMISSIONERS
CITY OF MEMPHIS
held
June 19, 2024

The Manager of Procurement and Contracts recommends to the Board of Light, Gas and Water Commissioners that it awards Contract No. 12457, Cisco Security Suite Enterprise Agreement (EA) Bundle to Logicalis, Inc. in the funded amount of \$1,611,089.09.

The project scope is to purchase the Cisco Security Suite Enterprise Agreement (EA) 3.0 Bundle, which includes a five (5) year support agreement. This Cisco Security Suite Enterprise Agreement is issued to companies to provide network software security licensing and support. The security suite enterprise agreement reduces the cost of renewing individual license subscriptions and adds new network security features needed to support the MLGW Corporate network. The fixed fee encompasses all purchases of the security suite over the specified period. This agreement also allows an additional 10-15% room for growth at no additional cost to the Division if additional security network security equipment is purchased.

The Notice to Bidders was advertised using MLGW's Online Bid Notification System and the Memphis Daily News on February 20, 2024. MLGW solicited eight (8) bids and received two (2) bids on March 13, 2024. The lowest and best bid received was from Logicalis, Inc. in the amount of \$1,611,089.09. The term of this contract is for five (5) years from the date of the Notice to Proceed with provisions for annual maintenance and support services. The initial term includes five (5) years of Cisco Security Suite Enterprise 3.0 Bundle support arrangement as outlined in the Contract Document and Specifications. This award complies with all applicable laws and policies.

NOW THEREFORE BE IT RESOLVED BY the Board of Light, Gas and Water Commissioners:

THAT, Subject to the consent and approval of the Council of the City of Memphis, the award of Contract No. 12457, Cisco Security Suite Enterprise Agreement (EA) Bundle to Logicalis, Inc. in the funded amount of \$1,611,089.09, as outlined in the foregoing preamble, is approved and further,

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

I hereby certify that the foregoing is a true copy of a resolution adopted by the Board of Light, Gas and Water Commissioners at a regular meeting held on 19th day of June, 2024, at which a quorum was present.



SVP, CFO & CAO Secretary - Treasurer

Memphis City Council Summary Sheet for MLGW Items

1. Description of the Item

Resolution approving Change No. 1 to Contract No. 12516 (formerly C2610), Security Automation Installation and Service Agreement with Access Control Integration, Inc., to renew the current contract in the funded amount of \$187,000.00.

2. Additional Information

The project scope is for the Contractor to provide installation, repair, replacement, and maintenance of security systems at various MLGW locations throughout Memphis and Shelby County, Tennessee. The contract was awarded by utilizing the Sole Source selection process.

This change is to renew the current contract for the first of four (4) annual renewal terms for the period covering July 10, 2024 through July 9, 2025 in the amount of \$187,000.00, with a change in some of the rates from the initial term. The rate change is due to manufacturers, end-of-life products, and discontinued products, by each of the respected manufacturers. This renewal will also include, but not limited to, UTC Lenel OnGuard Access Control Software, Access Control Panels & Components, Readers, Electrified Locks & Devices, and Automated Vehicle & Pedestrian Gates which may be integrated or controlled for Access, Intrusion Detection System, and CCTV System Analog/IP & Intercom Systems. MLGW is requesting approval of this sole source renewal, which can only be provided by Access Control Integration, Inc. as ACI is the only company able to inspect, service, and maintain MLGW's existing Access Control System, Lenel Picture Perfect, and Lenel OnGuard. This sole source renewal complies with all applicable laws and policies. The new contract value is \$374,000.00.

RESOLUTION

WHEREAS, the Board of Light, Gas and Water Commissioners in their meeting of June 19, 2024 approved Change No. 1 to Contract No. 12516 (*formerly C2610*), Security Automation Installation and Service Agreement with Access Control Integration, Inc., to renew the current contract in the funded amount of \$187,000.00, and is now recommending to the Council of the City of Memphis that it approves said renewal as approved; and

WHEREAS, the project scope is for the Contractor to provide installation, repair, replacement, and maintenance of security systems at various MLGW locations throughout Memphis and Shelby County, Tennessee. The contract was awarded by utilizing the Sole Source selection process; and

WHEREAS, this change is to renew the current contract for the first of four (4) annual renewal terms for the period covering July 10, 2024 through July 9, 2025 in the amount of \$187,000.00, with a change in some of the rates from the initial term. The rate change is due to manufacturers, end-of-life products, and discontinued products, by each of the respected manufacturers. This renewal will also include, but not limited to, UTC Lenel Onguard Access Control Software, Access Control Panels & Components, Readers, Electrified Locks & Devices, and Automated Vehicle & Pedestrian Gates which may be integrated or controlled for Access, Intrusion Detection System, and CCTV System Analog/IP & Intercom Systems. MLGW is requesting approval of this sole source renewal, which can only be provided by Access Control Integration, Inc. as ACI is the only company able to inspect, service, and maintain MLGW's existing Access Control System, Lenel Picture Perfect, and Lenel OnGuard. This sole source renewal complies with all applicable laws and policies. The new contract value is \$374,000.00; and

NOW THEREFORE BE IT RESOLVED BY THE Council of the City of Memphis, that there be and is hereby approved Change No. 1 to Contract No. 12516 (*formerly C2610*), Security Automation Installation and Service Agreement with Access Control Integration, Inc., to renew the current contract in the funded amount of \$187,000.00 as approved.

EXCERPT
from
MINUTES OF MEETING
of
BOARD OF LIGHT, GAS AND WATER COMMISSIONERS
CITY OF MEMPHIS
held
June 19, 2024

The Manager of Procurement and Contracts recommends to the Board of Light, Gas and Water Commissioners the approval of Change No. 1 to Contract No. 12516 (*formerly C2610*), Security Automation Installation and Service Agreement with Access Control Integration, Inc., to renew the current contract in the funded amount of \$187,000.00.

The project scope is for the Contractor to provide installation, repair, replacement, and maintenance of security systems at various MLGW locations throughout Memphis and Shelby County, Tennessee. The contract was awarded by utilizing the Sole Source selection process.

This change is to renew the current contract for the first of four (4) annual renewal terms for the period covering July 10, 2024 through July 9, 2025 in the amount of \$187,000.00, with a change in some of the rates from the initial term. The rate change is due to manufacturers, end-of-life products, and discontinued products, by each of the respected manufacturers. This renewal will also include, but not limited to, UTC Lenel OnGuard Access Control Software, Access Control Panels & Components, Readers, Electrified Locks & Devices, and Automated Vehicle & Pedestrian Gates which may be integrated or controlled for Access, Intrusion Detection System, and CCTV System Analog/IP & Intercom Systems. MLGW is requesting approval of this sole source renewal, which can only be provided by Access Control Integration, Inc. as ACI is the only company able to inspect, service, and maintain MLGW's existing Access Control System, Lenel Picture Perfect, and Lenel OnGuard. This sole source renewal complies with all applicable laws and policies. The new contract value is \$374,000.00.

NOW THEREFORE BE IT RESOLVED BY the Board of Light, Gas and Water Commissioners:

THAT, Subject to the consent and approval of the Council of the City of Memphis, the approval of Change No. 1 to Contract No. 12516 (*formerly C2610*), Security Automation Installation and Service Agreement with Access Control Integration, Inc., to renew the current contract in the funded amount of \$187,000.00, as outlined in the above preamble, is approved; and further,

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

I hereby certify that the foregoing is a true
copy of a resolution adopted by the Board of Light,
Gas and Water Commissioners at a regular meeting
held on 19th day of June,
2024 at which a quorum was present.



SVP, CFO & CAO Secretary - Treasurer

Memphis City Council Summary Sheet for MLGW Items

1. Description of the Item

Resolution awarding purchase order to Engineered Sealing Components LLC for brackets 1PH transformer single band 3-50KVA in the amount of \$266,942.40

2. Additional Information

The brackets 1PH transformer single band 3-50KVA are needed to provide electric service to Memphis and Shelby County residential customers. The brackets 1PH transformer single band 3-50KVA will be used for planned jobs, emergencies, to assemble storm kits, and replenish inventory.

RESOLUTION

WHEREAS, the Board of Light, Gas and Water Commissioners in their meeting of June 19, 2024 approved the purchase of brackets 1PH transformer single band 3-50KVA and is now recommending to the Council of the City of Memphis that it approves said purchase as approved in the 2024 fiscal year budget; and

WHEREAS, the brackets 1PH transformer single band 3-50KVA are needed to provide electric service to Memphis and Shelby County residential customers. The brackets 1PH transformer single band 3-50KVA will be used for planned jobs, emergencies, to assemble storm kits, and replenish inventory; and

WHEREAS, bids were opened on May 22, 2024. Notice to Bidders was advertised. Eight bids were solicited, and five bids were received with the best complying bidder in accordance with MLGW's Local Bidding Preference policy being the firm of Engineered Sealing Components LLC. This award complies with all applicable laws and policies; and

NOW THEREFORE BE IT RESOLVED by the Council of the City of Memphis that there be and is hereby approved the purchase of brackets 1PH transformer single band 3-50KVA from Engineered Sealing Components LLC in the sum of \$266,942.40 chargeable to the MLGW 2024 fiscal year budget.

EXCERPT
from
MINUTES OF MEETING
of
BOARD OF LIGHT, GAS AND WATER COMMISSIONERS
CITY OF MEMPHIS
held
June 19, 2024

The Manager of Procurement and Contracts recommends to the Board of Light, Gas and Water Commissioners that it awards a purchase order to Engineered Sealing Components LLC for brackets 1PH transformer single band 3-50KVA in the amount of \$266,942.40.

The brackets 1PH transformer single band 3-50KVA are needed to provide electric service to Memphis and Shelby County residential customers. The brackets 1PH transformer single band 3-50KVA will be used for planned jobs, emergencies, to assemble storm kits, and replenish inventory.

Bids were opened on May 22, 2024. Notice to Bidders was advertised. Eight bids were solicited, and five bids were received with the best complying bidder in accordance with MLGW's Local Bidding Preference policy being the firm of Engineered Sealing Components LLC. This award complies with all applicable laws and policies.

The 2024 budgeted amount for Defective Cable/Transformer Replacement is \$10,800,000.00; the amount spent-to-date is \$1,503,586.59; leaving a balance of \$9,296,413.41; of which \$266,942.40 will be spent on this purchase order in 2024; leaving a balance of \$9,029,471.01 after award; and

NOW THEREFORE BE IT RESOLVED BY the Board of Light, Gas and Water Commissioners:

THAT, subject to the consent and approval of the Council of the City of Memphis, award of a purchase order to Engineered Sealing Components LLC is approved for furnishing:

600 – Brackets 1PH transformer single band 3-50KVA; aluminum for mounting one 3KVA thru one 50KVA transformer on poles 6-1/2” to 11-1/2” diameter with 6” mounting distance from the pole surface.

Totaling \$266,942.40; f.o.b. Memphis, Tennessee, transportation prepaid; our dock; said prices being firm; delivery in eight weeks; terms net 30 days.

I hereby certify that the foregoing is a true copy of a resolution adopted by the Board of Light, Gas and Water Commissioners at a regular meeting held on 19th day of June, 2024, at which a quorum was present.



SVP, CFO & CAO Secretary - Treasurer

Memphis City Council Summary Sheet for MLGW Items

1. Description of the Item

Resolution awarding purchase order to Altec Industries, Inc. for the purchase of mini derricks with trailers in the amount of \$729,395.25.

2. Additional Information

The mini derricks with trailers will be used by employees for various jobs such as transporting utility poles to bore holes, to set poles, and to hang electrical power transformers or other devices on the pole to maintain the electric, gas and water systems. They will replace existing mini derricks with trailers that will be retired from MLGW's fleet.

RESOLUTION

WHEREAS, the Board of Light, Gas and Water Commissioners in their meeting of June 19, 2024 approved the purchase of mini derricks with trailers and is now recommending to the Council of the City of Memphis that it approves said purchase; and

WHEREAS, the mini derricks with trailers will be used by employees for various jobs such as transporting utility poles to bore holes, to set poles, and to hang electrical power transformers or other devices on the pole to maintain the electric, gas and water systems. They will replace existing mini derricks with trailers that will be retired from MLGW's fleet.

WHEREAS, a bid was opened on March 27, 2024, for mini derricks with trailers via Sourcewell's local government agency and service cooperative. In accordance with Tennessee Code Annotated §12-3-1205, Cooperative purchasing agreements; MLGW is allowed to make purchases through cooperative purchasing agreements for the procurement of any goods, supplies, or equipment with one or more other governmental entities outside of this state to the extent the laws of the other state permit the joint purchasing authority. This award complies with all applicable laws and policies; and

NOW THEREFORE BE IT RESOLVED by the Council of the City of Memphis that there be and is hereby approved the purchase of three mini derricks with trailers from Altec Industries, Inc. for the sum of \$729,395.25. Based on the quoted lead time, funds for this equipment will be requested for carry over to the MLGW 2025 fiscal year budget.

EXCERPT
from
MINUTES OF MEETING
of
BOARD OF LIGHT, GAS AND WATER COMMISSIONERS
CITY OF MEMPHIS
held
June 19, 2024

The Manager of Procurement and Contracts recommends to the Board of Light, Gas and Water Commissioners that it award a purchase order to Altec Industries, Inc. for the purchase of mini derricks with trailers in the amount of \$729,395.25.

The mini derricks with trailers will be used by employees for various jobs such as transporting utility poles to bore holes, to set poles, and to hang electrical power transformers or other devices on the pole to maintain the electric, gas and water systems. They will replace existing mini derricks with trailers that will be retired from MLGW's fleet.

A bid was opened on March 27, 2024, for mini derricks with trailers via Sourcewell's local government agency and service cooperative. In accordance with Tennessee Code Annotated §12-3-1205, Cooperative purchasing agreements; MLGW is allowed to make purchases through cooperative purchasing agreements for the procurement of any goods, supplies, or equipment with one or more other governmental entities outside of this state to the extent the laws of the other state permit the joint purchasing authority. This award complies with all applicable laws and policies.

The 2024 budgeted amount for Transportation and Fleet Services is \$6,170,000.00; the amount spent-to-date is \$1,458,285.34; leaving a balance available of \$4,711,714.66; of which \$729,395.25 has been requested for carry over to the 2025 budget based on quoted lead time for the mini derricks with trailers; leaving a balance of \$3,982,319.41 after award; and

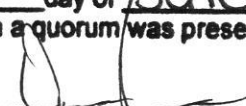
NOW, THEREFORE, BE IT RESOLVED BY the Board of Light, Gas and Water Commissioners:

THAT, subject to the consent and approval of the Council of the City of Memphis, award a purchase order to Altec Industries, Inc. is approved for furnishing:

3 - Mini Digger / Derricks;

The total amount of the award is \$729,395.25; f.o.b. Memphis, Tennessee, transportation prepaid; our dock; said prices being firm; delivery in 48 weeks; terms net 30 days.

I hereby certify that the foregoing is a true copy of a resolution adopted by the Board of Light, Gas and Water Commissioners at a regular meeting held on 19th day of June, 2024, at which a quorum was present.



SVP, CFO & CAO Secretary - Treasurer

Memphis City Council Summary Sheet for MLGW Items

1. Description of the Item

Resolution Awarding purchase order to Rush Truck Center of Tennessee, Inc. for the purchase of six-yard and ten-yard dump trucks in the amount of \$603,625.00.

2. Additional Information

This purchase is for six-yard and ten-yard dump body trucks which will be used to maintain the electric, gas and water systems and for various customer service functions. This equipment will replace existing equipment that will be retired from service based on age and operational ability to meet work needs.

RESOLUTION

WHEREAS, the Board of Light, Gas and Water Commissioners in their meeting of June 19, 2024 approved the purchase of six-yard and ten-yard dump trucks and is now recommending to the Council of the City of Memphis that it approves said purchase as approved in the 2024 fiscal year budget; and

WHEREAS, this purchase is for six-yard and ten-yard dump body trucks which will be used to maintain the electric, gas and water systems and for various customer service functions. This equipment will replace existing equipment that will be retired from service based on age and operational ability to meet work needs; and

WHEREAS, bids were opened on March 20, 2024. Notice to Bidders was advertised. Six bids were solicited and two bids were received with the lowest and best complying bidder being the firm of Rush Truck Center of Tennessee, Inc. This award complies with all applicable laws and policies; and

NOW, THEREFORE BE IT RESOLVED by the Council of the City of Memphis that there be and is hereby approved the purchase of one, six-yard, and four, ten-yard dump trucks from Rush Truck Center of Tennessee, Inc. for the sum of \$603,625.00 chargeable to the MLGW 2024 fiscal year budget.

EXCERPT
from
MINUTES OF MEETING
of
BOARD OF LIGHT, GAS AND WATER COMMISSIONERS
CITY OF MEMPHIS
held
June 19, 2024

The Manager of Procurement and Contracts recommends to the Board of Light, Gas and Water Commissioners that it award a purchase order to Rush Truck Center of Tennessee, Inc. for the purchase of six-yard and ten-yard dump trucks in the amount of \$603,625.00.

This purchase is for six-yard and ten-yard dump body trucks which will be used to maintain the electric, gas and water systems and for various customer service functions. This equipment will replace existing equipment that will be retired from service based on age and operational ability to meet work needs.

Bids were opened on March 20, 2024. Notice to Bidders was advertised. Six bids were solicited and two bids were received with the lowest and best complying bidder being the firm of Rush Truck Center of Tennessee, Inc. This award complies with all applicable laws and policies.

The 2024 budgeted amount for Vehicle Acquisition and Training is \$5,252,000.00; the amount spent to date is \$2,098,016.92; leaving a balance of \$3,153,983.08 available; of which \$603,625.00 will be spent on this purchase order in 2024; leaving a balance of \$2,550,358.08 after award; and

NOW THEREFORE BE IT RESOLVED BY the Board of Light, Gas and Water Commissioners:

THAT, subject to the consent and approval of the Council of the City of Memphis, award of purchase order to Rush Truck Center of Tennessee, Inc. is approved for furnishing:

1 - Dump truck, six-yard with high 'n slide tailgate; single axle dump truck with six-yard water level dump body with curbside swing gate;

4 - Dump trucks, ten-yard; tandem axle dump truck with ten-yard water level dump body;

Totaling \$603,625.00; f.o.b. Memphis, Tennessee, our dock, transportation prepaid; price being firm; delivery in 21 weeks; terms net 30 days.

I hereby certify that the foregoing is a true copy of a resolution adopted by the Board of Light, Gas and Water Commissioners at a regular meeting held on 19th day of June, 2024, at which a quorum was present.



SVP, CFO & CAO Secretary - Treasurer

Memphis City Council Summary Sheet for MLGW Items

1. Description of the Item

Resolution Awarding purchase order to Rush Truck Centers of Tennessee, Inc. for two-ton cab and chassis in the amount of \$1,202,778.00.

2. Additional Information

The two-ton cab and chassis will be used by Division crews to maintain the electric, gas and water systems and for various customer service functions throughout Shelby County, Tennessee. These vehicles will replace existing equipment that will be retired from service based on age, actual operational usage, projected usage, repair cost and frequency, parts availability, and effectiveness to meet the Division's needs.

RESOLUTION

WHEREAS, the Board of Light, Gas and Water Commissioners in their meeting of June 19, 2024 approved the purchase of two-ton cab and chassis and is now recommending to the Council of the City of Memphis that it approves said purchase as approved in the 2024 fiscal year budget; and

WHEREAS, the two-ton cab and chassis will be used by Division crews to maintain the electric, gas and water systems and for various customer service functions throughout Shelby County, Tennessee. These vehicles will replace existing equipment that will be retired from service based on age, actual operational usage, projected usage, repair cost and frequency, parts availability, and effectiveness to meet the Division's needs; and

WHEREAS, bids were opened on March 20, 2024. Notice to Bidders was advertised. Five bids were solicited and two bids were received with the lowest and best complying bidder being the firm of Rush Truck Centers of Tennessee, Inc. This award complies with all applicable laws and policies; and

NOW, THEREFORE BE IT RESOLVED by the Council of the City of Memphis that there be and is hereby approved a purchase order for fourteen two-ton cab and chassis from Rush Truck Centers of Tennessee, Inc. in the sum of \$1,202,778.00 chargeable to the MLGW 2024 fiscal year budget.

EXCERPT
from
MINUTES OF MEETING
of
BOARD OF LIGHT, GAS AND WATER COMMISSIONERS
CITY OF MEMPHIS
held
June 19, 2024

The Manager of Procurement and Contracts recommends to the Board of Light, Gas and Water Commissioners that it award a purchase order to Rush Truck Centers of Tennessee, Inc. for two-ton cab and chassis in the amount of \$1,202,778.00.

The two-ton cab and chassis will be used by Division crews to maintain the electric, gas and water systems and for various customer service functions throughout Shelby County, Tennessee. These vehicles will replace existing equipment that will be retired from service based on age, actual operational usage, projected usage, repair cost and frequency, parts availability, and effectiveness to meet the Division's needs.

Bids were opened on March 20, 2024. Notice to Bidders was advertised. Five bids were solicited and two bids were received with the lowest and best complying bidder being the firm of Rush Truck Centers of Tennessee, Inc. This award complies with all applicable laws and policies.

The 2024 budgeted amount for the purchase of Transportation – Vehicle Acquisition and Training is \$13,649,000.00; the amount spent to date is \$2,662,081.31; leaving a balance of \$10,986,918.69; of which \$1,202,778.00 will be spent on this purchase order in 2024; leaving a balance of \$9,784,140.69 after award; and

NOW THEREFORE BE IT RESOLVED BY the Board of Light, Gas and Water Commissioners:

THAT, subject to the consent and approval of the Council of the City of Memphis, award of a purchase order to Rush Truck Centers of Tennessee is approved for furnishing:

3 - Latest model cab and chassis having at least a 35,000 gross vehicle weight rating and 84" cab to axle, all in accordance with Division Specification No. TCC-24-1290;

1 - Latest model crew cab and chassis having at least a 35,000 gross vehicle weight rating and 102" cab to axle, all in accordance with Division Specification No. TCC-24-1312;

10 - Latest model crew cab and chassis having at least a 35,000 gross vehicle weight rating and 102" cab to axle, all in accordance with Division Specification No. TCC-24-1320;

The total amount of the award is \$1,202,778.00; f.o.b. Memphis, Tennessee, transportation prepaid; our dock; said prices being firm; delivery 17 weeks; terms net 30 days.

I hereby certify that the foregoing is a true copy of a resolution adopted by the Board of Light, Gas and Water Commissioners at a regular meeting held on 19th day of June, 2024, at which a quorum was present.



SVP, CFO & CAO Secretary - Treasurer

Memphis City Council Summary Sheet for MLGW Items

1. Description of the Item

Resolution approving Change No. 3 to Contract No. 12347, Temporary Employment Services for General Laborer Services (solicited under Contract No. 12294) with Millennium Search, LLC to increase the current contract value in the funded amount of \$420,000.00.

2. Additional Information

The project scope is to provide short-term, temporary assignments of identified skills for general laborer positions. This contract award was based on the Request for Proposals ("RFP") evaluation process.

This change is to increase the current contract value in the amount of \$420,000.00 to fill general labor positions due to continued maintenance, infrastructure projects, and turnover in the Gas, Water, and Electric departments. This change includes the addition of 23 temporary positions needed to support the Gas, Water, and Electric departments. The current hourly pay and billing rates will remain the same. The contract term will remain through December 31, 2024. This change complies with all applicable laws and policies. The new contract value is \$3,675,411.97.

RESOLUTION

WHEREAS, the Board of Light, Gas and Water Commissioners in their meeting of June 19, 2024 approved Change No. 3 to Contract No. 12347, Temporary Employment Services for General Laborer Services (*solicited under Contract No. 12294*) with Millennium Search, LLC to increase the current contract value in the funded amount of \$420,000.00, and is now recommending to the Council of the City of Memphis that it approves said change as approved; and

WHEREAS, the project scope is to provide short-term, temporary assignments of identified skills for general laborer positions. This contract award was based on the Request for Proposals (“RFP”) evaluation process; and

WHEREAS, this change is to increase the current contract value in the amount of \$420,000.00 to fill general labor positions due to continued maintenance, infrastructure projects, and turnover in the Gas, Water, and Electric departments. This change includes the addition of 23 temporary positions needed to support the Gas, Water, and Electric departments. The current hourly pay and billing rates will remain the same. The contract term will remain through December 31, 2024. This change complies with all applicable laws and policies. The new contract value is \$3,675,411.97; and

NOW THEREFORE BE IT RESOLVED BY THE Council of the City of Memphis, that there be and is hereby approved Change No. 3 to Contract No. 12347, Temporary Employment Services for General Laborer Services (*solicited under Contract No. 12294*) with Millennium Search, LLC to increase the current contract value in the funded amount of \$420,000.00. as approved.

EXCERPT
from
MINUTES OF MEETING
of
BOARD OF LIGHT, GAS AND WATER COMMISSIONERS
CITY OF MEMPHIS
held
June 19, 2024

The Manager of Procurement and Contracts recommends to the Board of Light, Gas and Water Commissioners the approval of Change No. 3 to Contract No. 12347, Temporary Employment Services for General Laborer Services (*solicited under Contract No. 12294*) with Millennium Search, LLC to increase the current contract value in the funded amount of \$420,000.00.

The project scope is to provide short-term, temporary assignments of identified skills for general laborer positions. This contract award was based on the Request for Proposals (“RFP”) evaluation process.

This change is to increase the current contract value in the amount of \$420,000.00 to fill general labor positions due to continued maintenance, infrastructure projects, and turnover in the Gas, Water, and Electric departments. This change includes the addition of 23 temporary positions needed to support the Gas, Water, and Electric departments. The current hourly pay and billing rates will remain the same. The contract term will remain through December 31, 2024. This change complies with all applicable laws and policies. The new contract value is \$3,675,411.97.

NOW THEREFORE BE IT RESOLVED BY the Board of Light, Gas and Water Commissioners:

THAT, Subject to the consent and approval of the Council of the City of Memphis. the approval of Change No. 3 to Contract No. 12347, Temporary Employment Services for General Laborer Services (*solicited under Contract No. 12294*) with Millennium Search, LLC to increase the current contract value in the funded amount of \$420,000.00, as outlined in the above preamble, is approved; and further,

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

I hereby certify that the foregoing is a true copy of a resolution adopted by the Board of Light, Gas and Water Commissioners at a regular meeting held on 19th day of June, 2024 at which a quorum was present.



SVP, CFO & CAO Secretary - Treasurer

Memphis City Council Summary Sheet for MLGW Items

1. Description of the Item

Resolution approving Change No. 5 to Contract No. 12348, Temporary Employment Services for Skilled Craftsman/Technical (solicited under Contract No. 12294) with Resource Management Group to increase the current contract value in the funded amount of \$800,000.00.

2. Additional Information

The project scope is to provide short-term, temporary assignments of identified skills for skilled craftsman positions. This contract award was based on the Request for Proposals ("RFP") evaluation process.

This change is to increase the current contract value in the amount of \$800,000.00 for 19 additional temporary staff positions in the Residential Resource Center and Customer Accounts and Records departments for ongoing billing issues. The current hourly pay and billing rates will remain the same. The contract term will remain through January 18, 2025. This change complies with all applicable laws and policies. The new contract value is \$2,322,428.08.

RESOLUTION

WHEREAS, the Board of Light, Gas and Water Commissioners in their meeting of June 19, 2024 approved Change No. 5 to Contract No. 12348, Temporary Employment Services for Skilled Craftsman/Technical (*solicited under Contract No. 12294*) with Resource Management Group to increase the current contract value in the funded amount of \$800,000.00, and is now recommending to the Council of the City of Memphis that it approves said change as approved; and

WHEREAS, the project scope is to provide short-term, temporary assignments of identified skills for skilled craftsman positions. This contract award was based on the Request for Proposals (“RFP”) evaluation process; and

WHEREAS, this change is to increase the current contract value in the amount of \$800,000.00 for 19 additional temporary staff positions in the Residential Resource Center and Customer Accounts and Records departments for ongoing billing issues. The current hourly pay and billing rates will remain the same. The contract term will remain through January 18, 2025. This change complies with all applicable laws and policies. The new contract value is \$2,322,428.08; and

NOW THEREFORE BE IT RESOLVED BY THE Council of the City of Memphis, that there be and is hereby approved Change No. 5 to Contract No. 12348, Temporary Employment Services for Skilled Craftsman/Technical (*solicited under Contract No. 12294*) with Resource Management Group to increase the current contract value in the funded amount of \$800,000.00 as approved.

EXCERPT
from
MINUTES OF MEETING
of
BOARD OF LIGHT, GAS AND WATER COMMISSIONERS
CITY OF MEMPHIS
held
June 19, 2024

The Manager of Procurement and Contracts recommends to the Board of Light, Gas and Water Commissioners the approval of Change No. 5 to Contract No. 12348, Temporary Employment Services for Skilled Craftsman/Technical (*solicited under Contract No. 12294*) with Resource Management Group to increase the current contract value in the funded amount of \$800,000.00.

The project scope is to provide short-term, temporary assignments of identified skills for skilled craftsman positions. This contract award was based on the Request for Proposals (“RFP”) evaluation process.

This change is to increase the current contract value in the amount of \$800,000.00 for 19 additional temporary staff positions in the Residential Resource Center and Customer Accounts and Records departments for ongoing billing issues. The current hourly pay and billing rates will remain the same. The contract term will remain through January 18, 2025. This change complies with all applicable laws and policies. The new contract value is \$2,322,428.08.

NOW THEREFORE BE IT RESOLVED BY the Board of Light, Gas and Water Commissioners:

THAT, Subject to the consent and approval of the Council of the City of Memphis. the approval of Change No. 5 to Contract No. 12348, Temporary Employment Services for Skilled Craftsman/Technical (*solicited under Contract No. 12294*) with Resource Management Group to increase the current contract value in the funded amount of \$800,000.00, as outlined in the above preamble, is approved; and further,

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

I hereby certify that the foregoing is a true copy of a resolution adopted by the Board of Light, Gas and Water Commissioners at a regular meeting held on 19th day of June, 2024, at which a quorum was present.



SVP, CFO & CAO Secretary - Treasurer

Memphis City Council Summary Sheet for MLGW Items

1. Description of the Item

Resolution approving Change No. 2 to Contract No. 12314 (formerly C2372), Broker of Record for Cyber Insurance and Other Insurance Coverages with Willis Towers Watson Southeast, Incorporated, to ratify and extend the current contract in the funded amount of \$350,345.00.

2. Additional Information

The project scope is to represent MLGW as its agent to provide consulting support regarding insurance questions and considerations. In addition, the Broker is to advise and provide assistance concerning insurance exposures and coverage acquisition. The contract award was selected based on the Request for Proposal ("RFP") evaluation process.

This change is to ratify and extend the current contract for the following services: 1) Cyber Security coverage with Berkley Assurance Company for an additional 16 months for the period covering June 1, 2024 through September 30, 2025, in the amount of \$267,395.00; 2) Cyber Security Consulting renewal services for the period covering June 1, 2024 through September 30, 2024, in the amount of \$39,500.00; and 3) Consulting Services for the period covering October 1, 2024 through September 30, 2025, in the amount of \$43,450.00, with an increase from the initial term. The extended annual fee reflects a 10% increase in rates due to inflation. The total funded amount of this extension is \$350,345.00. The extension is needed to allow MLGW additional time to seek a new and separate contract for each service. This ratification and extension complies with all applicable laws and policies. The new contract value is \$599,138.00.

RESOLUTION

WHEREAS, the Board of Light, Gas and Water Commissioners in their meeting of June 19, 2024 approved Change No. 2 to Contract No. 12314 (*formerly C2372*), Broker of Record for Cyber Insurance and Other Insurance Coverages with Willis Towers Watson Southeast, Incorporated, to ratify and extend the current contract in the funded amount of \$350,345.00, and is now recommending to the Council of the City of Memphis that it approves said ratification and extension as approved; and

WHEREAS, the project scope is to represent MLGW as its agent to provide consulting support regarding insurance questions and considerations. In addition, the Broker is to advise and provide assistance concerning insurance exposures and coverage acquisition. The contract award was selected based on the Request for Proposal (“RFP”) evaluation process; and

WHEREAS, this change is to ratify and extend the current contract for the following services: 1) Cyber Security coverage with Berkley Assurance Company for an additional 16 months for the period covering June 1, 2024 through September 30, 2025, in the amount of \$267,395.00; 2) Cyber Security Consulting renewal services for the period covering June 1, 2024 through September 30, 2024, in the amount of \$39,500.00; and 3) Consulting Services for the period covering October 1, 2024 through September 30, 2025, in the amount of \$43,450.00, with an increase from the initial term. The extended annual fee reflects a 10% increase in rates due to inflation. The total funded amount of this extension is \$350,345.00. The extension is needed to allow MLGW additional time to seek a new and separate contract for each service. This ratification and extension complies with all applicable laws and policies. The new contract value is \$599,138.00; and

NOW THEREFORE BE IT RESOLVED by the Council of the City of Memphis, that there be and is hereby approved Change No. 2 to Contract No. 12314 (*formerly C2372*), Broker of Record for Cyber Insurance and Other Insurance Coverages with Willis Towers Watson Southeast, Incorporated, to ratify and extend the current contract in the funded amount of \$350,345.00 as approved.

EXCERPT
from
MINUTES OF MEETING
of
BOARD OF LIGHT, GAS AND WATER COMMISSIONERS
CITY OF MEMPHIS
held
June 19, 2024

The Manager of Procurement and Contracts recommends to the Board of Light, Gas and Water Commissioners the approval of Change No. 2 to Contract No. 12314 (*formerly C2372*), Broker of Record for Cyber Insurance and Other Insurance Coverages with Willis Towers Watson Southeast, Incorporated, to ratify and extend the current contract in the funded amount of \$350,345.00.

The project scope is to represent MLGW as its agent to provide consulting support regarding insurance questions and considerations. In addition, the Broker is to advise and provide assistance concerning insurance exposures and coverage acquisition. The contract award was selected based on the Request for Proposal (“RFP”) evaluation process.

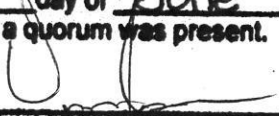
This change is to ratify and extend the current contract for the following services: 1) Cyber Security coverage with Berkley Assurance Company for an additional 16 months for the period covering June 1, 2024 through September 30, 2025, in the amount of \$267,395.00; 2) Cyber Security Consulting renewal services for the period covering June 1, 2024 through September 30, 2024, in the amount of \$39,500.00; and 3) Consulting Services for the period covering October 1, 2024 through September 30, 2025, in the amount of \$43,450.00, with an increase from the initial term. The extended annual fee reflects a 10% increase in rates due to inflation. The total funded amount of this extension is \$350,345.00. The extension is needed to allow MLGW additional time to seek a new and separate contract for each service. This ratification and extension complies with all applicable laws and policies. The new contract value is \$599,138.00.

NOW THEREFORE BE IT RESOLVED BY the Board of Light, Gas and Water Commissioners:

THAT, Subject to the consent and approval of the Council of the City of Memphis, the approval of Change No. 2 to Contract No. 12314 (*formerly C2372*), Broker of Record for Cyber Insurance and Other Insurance Coverages with Willis Towers Watson Southeast, Incorporated, to ratify and extend the current contract in the funded amount of \$350,345.00, as outlined in the foregoing preamble, is approved and further,

THAT, the President, or his designated representative is authorized to execute the Ratification and Extension.

I hereby certify that the foregoing is a true copy of a resolution adopted by the Board of Light, Gas and Water Commissioners at a regular meeting held on 19th day of June, 2024, at which a quorum was present.



SVP, CFO & CAO Secretary - Treasurer