

WHEREAS, on occasion the Memphis City Council has seen fit to honor organizations and the people that they help to develop into pillars in the community who become great catalysts for change in the community and beyond; the **Spring 2025 graduates of the Memphis Academy of Civic Engagement** are such individuals whose contributions to the City of Memphis are certainly worthy of recognition; and

WHEREAS, the **Memphis Academy of Civic Engagement** is a seven-week educational program, founded in 2021 by the Memphis City Council and now sponsored by the Office of Community Affairs, designed to increase civic literacy and empower residents to become active participants in their communities; and

WHEREAS, the **Memphis Academy of Civic Engagement**'s mission is to educate and inform individuals of all backgrounds about civic processes, governmental structures, and social issues, thereby equipping them with the knowledge to make informed decisions and take meaningful action; and

WHEREAS, the **Memphis Academy of Civic Engagement** envisions a more engaged and empowered community—one in which residents are actively involved in shaping their neighborhoods, influencing public policy, and driving positive change; and

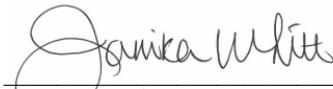
WHEREAS, the **Memphis Academy of Civic Engagement** encourages active participation in civic life by inspiring individuals to volunteer, join local organizations, engage in grassroots initiatives, and consider public service as a means of contributing to the greater good; and

WHEREAS, the **Spring 2025 graduates of the Memphis Academy of Civic Engagement**—MyOcea Alexander, William Arnold, Me'Auna Bailey, Shericka Blair, Dr. Maria Blaze, Doris Carter, Smori Cooper, Dominique Davis, Marquarius Hampton Sr., Sydney Jones, Charlisha Jones, Kizzy Jones, Terrell Jones, Faith Marshall, Kandice McKinney, Arquita Moore-McCain, Demetric Muhammad, Maria Richardson, Audrey Sutton, Teresa Ward, Christopher Eugene West, and Elena Wiltgen—have demonstrated a strong commitment to learning, leadership, and service, and represent a growing network of informed citizens dedicated to building a better Memphis; and

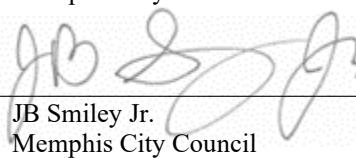
WHEREAS, the Memphis City Council commends these graduates for their dedication to civic engagement and their efforts to strengthen the fabric of our city.

NOW, THEREFORE, BE IT RESOLVED, that the Memphis City Council hereby recognizes and honors the **Spring 2025 graduates of the Memphis Academy of Civic Engagement** for their outstanding achievements and commitment to public service.

Adopted: Tuesday, December 16th 2025



Janika White
Memphis City Council



JB Smiley Jr.
Memphis City Council

WHEREAS, on occasion, the Memphis City Council has seen fit to honor organizations, and the people that they help to develop, that are pillars in the community and grow to become great catalysts for change in the community and beyond; **the graduates of the South City LEADS Resident Leadership Academy** are such individuals whose contributions to the City of Memphis are certainly worthy of recognition; and

WHEREAS, the **South City LEADS Resident Leadership Academy**—Leaders Empowered by Action and Developed through Service—is a transformative, community-based leadership program designed to develop and empower residents to become informed advocates and decision-makers in their neighborhoods; and

WHEREAS, the **South City LEADS Resident Leadership Academy** provides a structured, three-month curriculum focused on critical areas of community development, including project planning, funding opportunities, data literacy, partnership building, and civic engagement; and

WHEREAS, participants in the **South City LEADS program** commit to active engagement through workshops, community service projects, and peer collaboration, gaining practical experience in grassroots leadership and neighborhood revitalization; and

WHEREAS, the **South City LEADS program** serves explicitly residents of the 38126 and 38106 zip codes, while also welcoming participants from surrounding areas, and has successfully fostered a new generation of community leaders dedicated to service, equity, and empowerment; and

WHEREAS, the graduating class of the **South City LEADS Resident Leadership Academy**—Refeal Anderson, Darrius L. Bell, Tamara Davis, Waddell Fisher, Christine Harper, Margarita Hayes, Billie J. House, Ethel Johnson, Joe Johnson, Izella O. Jones, Dorothy Kimble, Jacqueline McKinley, Rosemary McKinney, Susan Moore, Earline Riley, Wilma Robinson, Jimmy Towns, and Lajuna Wright—has demonstrated exceptional commitment, leadership, and passion for improving their communities through initiatives such as community school initiatives, school supply drives, neighborhood clean-ups, and senior outreach.

WHEREAS, the Memphis City Council commends the graduates for their dedication to civic engagement and their contributions to building stronger, more connected neighborhoods.

NOW, THEREFORE, BE IT RESOLVED, that the Memphis City Council hereby recognizes and honors the **graduating class of the South City LEADS Resident Leadership Academy** for their outstanding achievements and commitment to community leadership.

Adopted: Tuesday, December 16th 2025



Janika White
Memphis City Council



Memphis City Council Summary Sheet

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

This is a resolution to accept grant funds in the amount of Six Hundred Thirty-Four Thousand Nine Dollars (\$634.009.00) from the U.S. Department of Justice through the United States Marshals Service Western District of Tennessee for Joint Law Enforcement Operations Task Force for the purpose of overtime funding for personnel salaries

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

The City of Memphis Division of Police Services is awarded this grant from the U.S. Department of Justice.

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

This item does not change an existing ordinance or resolution

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

All Districts

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

This is a new grant pending Council approval

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

Acceptance will require an amendment to the FY 2026 Operating Budget to appropriate the funds.



G169

A Resolution to accept grant funds in the amount of Six Hundred Thirty-Four Thousand Nine Dollars (\$634,009.00) from U.S. Department of Justice through the United States Marshals Service Western District of Tennessee.

WHEREAS, The City of Memphis Division of Police Services has been awarded grant funds in the amount of Six Hundred Thirty-Four Thousand Nine Dollars (\$634,009.00) from the U.S. Department of Justice through the United States Marshals Service Western District of Tennessee for Joint Law Enforcement Operations Task Force; and

WHEREAS, this award will be used for the purpose of overtime funding for personnel salaries during the Joint Law Enforcement Operations Task Force; and

WHEREAS, it is necessary to accept the grant funding and amend FY 2026 Operating Budget to establish funds for the U.S. Department of Justice United States Marshals Service Western District of Tennessee for Joint Law Enforcement Operations Task Force; and

WHEREAS, it is necessary to appropriate the FY 2026 grant funds in the amount of Six Hundred Thirty-Four Thousand Nine Dollars (\$634,009.00) for the U.S. Department of Justice United States Marshals Service Western District of Tennessee for Joint Law Enforcement Operations Task Force;

NOW, THEREFORE, BE IT RESOLVED by the Council of the City of Memphis that the U.S. Department of Justice United States Marshals Service Western District of Tennessee for Joint Law Enforcement Operations Task Force funds in the amount of Six Hundred Thirty-Four Thousand Nine Dollars (\$634,009.00) be accepted by the City of Memphis.

BE IT FURTHER RESOLVED, that the Fiscal Year 2026 Operating Budget be and is hereby amended by appropriating the Expenditures and Revenues for the U.S. Department of Justice United States Marshals Service Western District of Tennessee for Joint Law Enforcement Operations Task Force funds in the amount of Six Hundred Thirty-Four Thousand Nine Dollars (\$634,009.00) as follows:

REVENUE

U.S. Department of Justice	<u>\$634,009.00</u>
Total	\$634,009.00

EXPENDITURES

Salaries	<u>\$634,009.00</u>
Total	\$634,009.00

U.S. Department of Justice
United States Marshals Service

Joint Law Enforcement Operations Task Force
Obligation Document

INSTRUCTIONS: See last page for detailed instructions.

SECTION 1: OBLIGATION

DOCUMENT CONTROL #: M-26-A34-000003

SECTION 2: PARTICIPATING AGENCIES

Notification to state and local agencies of funding provided in support of Joint Law Enforcement Operations, pursuant to the Memorandum of Understanding (MOU) between:

Memphis Police Department (Tennessee)

and

Western District of Tennessee (76)

All other terms and conditions of the MOU remain the same.

SECTION 3: PERIOD OF PERFORMANCE

October 1, 2025 to September 30, 2026

SECTION 4: APPROPRIATION DATA

FISCAL YEAR	ORGANIZATION	FUND	PROJECT	SOC / PURPOSE	DOLLAR AMOUNT
2026	ODB/1150/D76	AFF-B-OP	JLEOSURG	25205 - TFO Overtime	\$634,009.00
Total Obligation Amount:					\$634,009.00

ADD OBLIGATION LINE

SECTION 5: DESCRIPTION OF OBLIGATION

In direct support of PRESIDENTIAL ACTIONS Restoring Law and Order in Memphis, Presidential Memoranda, September 15, 2025. Sec.2. Memphis Safe Task Force. (a) There is hereby established a Memphis Safe TaskForce (Task Force), whose objective shall be to end street and violent crime in Memphis to the greatest possible extent through the promotion and facilitation of hyper vigilant policing, aggressive prosecution, complex investigations, financial enforcement, and large-scale saturation of besieged neighborhoods with law enforcement personnel, and which shall coordinate closely with State officials in Tennessee and local officials in Memphis to share information, develop joint priorities, and maximize resources to make Memphis safe and restore public order. The Task Force shall be chaired by an individual selected and appointed by the Attorney General, who shall direct all Task Force functions and who shall coordinate with the Assistant to the President and Homeland Security Advisor.'

SECTION 6: CONTACT INFORMATION

DISTRICT/RFTF CONTACT:

Name: USM T. reece Miller

Phone: (901) 467-6286

E-mail: t_reece.miller@usdoj.gov

STATE/LOCAL CONTACT:

Name: Chief C.J. Davis

Phone: (901) 484-1490

E-mail: CJ.davis@memphistn.gov

SECTION 7: AUTHORIZATION

USMS Representative - Certification of Funds:

Signature: JILL STRAUSS

Digital signature by JILL STRAUSS
Date: 2025-10-20 09:59:47-05:00

Date: 10/20/2025

Administrative Officer Jill Strauss, W/TN USMS

Chief Deputy or RFTF Commander - Obligation Approval:

Signature: CHAD HUNT

Digital signature by CHAD HUNT
Date: 2025-10-22 13:42:20-05:00

Date: 10/22/2025

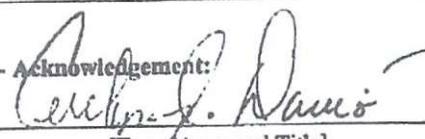
Commander, Chad B Hunt Memphis SAFE, USMS

Reimbursement of overtime work shall be consistent with the Fair Labor Standards Act. Annual overtime for each state or local law enforcement officer is capped at the equivalent of 25% of a GS-1811-12, Step 1, of the general pay scale for the RUS. Reimbursement for all types of qualified expenses shall be contingent upon availability of funds and the submission of a proper request for reimbursement which shall be submitted monthly or quarterly on a fiscal year basis, and which provides the names of the investigators who incurred overtime for the Task Force during the quarter; the number of overtime hours incurred, the hourly regular and overtime rates in effect for each investigator

Joint Law Enforcement Operations Task Force Obligation Document (continued)

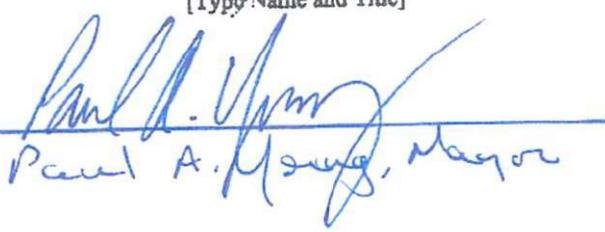
Departmental Representative - Acknowledgement:

Signature:


[Type Name and Title]

Date: 10.30.2025

Mayor:


Paul A. Young, Mayor

11-5-25
Date

APPROVED AS TO FORM:


JIM M. WEBB
CITY OF CLEVELAND

RESOLUTION SUMMARY

1. Description of the Item

Resolution approving Contract No. 12658, Reliability Coordination Agreement, for a period of January 1, 2026 to December 31, 2026, stipulating that a sum of \$1,147,890.00 will be furnished by the Division for the Tennessee Valley Authority to act as MLGW's designated Reliability Coordinator.

2. Additional Information

The Memphis Light, Gas and Water Division and the Tennessee Valley Authority entered into a Memorandum of Understanding on November 22, 2010 under which the Tennessee Valley Authority was appointed as the Reliability Coordinator for Memphis Light, Gas and Water, and the Vice President of Electric Engineering and Operations recommends that the Division continue with the Tennessee Valley Authority as MLGW's designated Reliability Coordinator in accordance with Reliability Coordination Agreement as submitted. Funds for this service are included in the 2026 budget.

RESOLUTION

WHEREAS, the Board of Light, Gas and Water Commissioners at its meeting held December 3, 2025, approved Contract No. 12658, Reliability Coordination Agreement Cooperative Agreement for the period of January 1, 2026 to December 31, 2026 stipulating that a sum of \$1,147,890.00 will be furnished by the Division for the Tennessee Valley Authority to act as MLGW's designated Reliability Coordinator.

NOW THEREFORE BE IT RESOLVED by the Council of the City of Memphis, that the President or his designated representative is authorized to execute Contract No. 12658, Reliability Coordination Agreement in the amount of \$1,147,890.00 for the Tennessee Valley Authority to act as MLGW's designated Reliability Coordinator for the period of January 1, 2026 to December 31, 2026.

EXCERPT
from
MINUTES OF MEETING
of
BOARD OF LIGHT, GAS AND WATER COMMISSIONERS
CITY OF MEMPHIS
held
December 3, 2025

The Vice President of Electric Engineering and Operations presented for consideration of the Board, Contract No. 12658, Reliability Coordination Agreement, for the period of January 1, 2026 to December 31, 2026 stipulating that a sum of \$1,147,890.00 will be furnished by the Division for the Tennessee Valley Authority to act as MLGW's designated Reliability Coordinator.

The Memphis Light, Gas and Water Division and the Tennessee Valley Authority entered into a Memorandum of Understanding on November 22, 2010 under which the Tennessee Valley Authority was appointed as the Reliability Coordinator for Memphis Light, Gas and Water, and the Vice President of Electric Engineering and Operations recommends that the Division continue with the Tennessee Valley Authority as MLGW's designated Reliability Coordinator in accordance with Reliability Coordination Agreement as submitted. Funds for this service are included in the 2026 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, the Secretary-Treasurer is hereby authorized and directed to make an annual payment for services as outlined in the Reliability Coordination Agreement.

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 December, 2025 at which a quorum was present.



VP, CFO & Secretary - Treasurer

RESOLUTION SUMMARY

- 1. Short Title Description – Contract No. 12276 – Mobile Radio Replacement**
- 2. Requested Funding – \$819,262.00 (\$788,249.75 increase amount plus \$31,012.25 in contingency)**
- 3. Award Duration – Ratification, Renewal for continuous support and maintenance, Scope Change and Increase (February 2, 2024 through April 2, 2028)**
- 4. Type of Bid – RFP**
- 5. Awarded To – Leonardo US Cyber and Security Solutions, LLC**
- 6. Plain Language Description – This contract renewal and change order request is for the design, build, delivery, and testing of additional mobile radio stations to support two (2) new tower sites. These enhancements are critical to expanding and improving the overall communication coverage across MLGW service area.**
- 7. Impact – Digital Mobile Radio (DMR) is a digital radio communication system which provides two-way communications and is widely used by emergency services, utilities, and critical infrastructure providers.**

RESOLUTION

WHEREAS, the Board of Light, Gas and Water Commissioners in their meeting of December 3, 2025 approved Ratification, Renewal, Scope Change and Increase (*Change No. 1*) to Contract No. 12276, Mobile Radio Replacement with Leonardo US Cyber and Security Solutions, LLC to ratify, renew, expand the scope and increase the current contract in the funded amount of \$819,262.00, and is now recommending to the Council of the City of Memphis that it approves said ratification, renewal, scope change and increase as approved; and

WHEREAS, the project scope is for a Digital Mobile Radio (DMR) III simulcast (trunked) radio communications system that will support critical communications and provide enhanced two-way wireless communications capabilities. The contract award was based on the Request for Proposals (“RFP”) evaluation process; and

WHEREAS, this change is to ratify and renew the current contract for continuous support and maintenance for four (4) years for the period covering February 2, 2024 through April 2, 2028 with no increase in rates from the initial term. In addition, this change is to expand the scope and increase the contract value to professionally install two (2) new tower sites in the amount of \$788,249.75. These enhancements are critical to expanding and improving the overall communication coverage across MLGW service area. MLGW is also requesting contingency funds in the amount of \$31,012.25 to cover unexpected costs of materials, parts, and shipping. The total amount of this ratification, renewal, scope change and increase is \$819,262.00. This ratification, renewal, scope change and increase complies with all applicable laws and policies. The new contract value is \$7,706,580.00; and

NOW THEREFORE BE IT RESOLVED BY THE Council of the City of Memphis, that there be and is hereby approved Ratification, Renewal, Scope Change and Increase (*Change No. 1*) to Contract No. 12276, Mobile Radio Replacement with Leonardo US Cyber and Security Solutions, LLC to ratify, renew, expand the scope and increase the current contract in the funded amount of \$819,262.00 as approved.

EXCERPT
from
MINUTES OF MEETING
of
BOARD OF LIGHT, GAS AND WATER COMMISSIONERS
CITY OF MEMPHIS
held
December 3, 2025

The Manager of Procurement and Contracts recommends to the Board of Light, Gas and Water Commissioners the approval of Ratification, Renewal, Scope Change and Increase (*Change No. 1*) to Contract No. 12276, Mobile Radio Replacement with Leonardo US Cyber and Security Solutions, LLC to ratify, renew, expand the scope and increase the current contract in the funded amount of \$819,262.00.

The project scope is for a Digital Mobile Radio (DMR) III simulcast (trunked) radio communications system that will support critical communications and provide enhanced two-way wireless communications capabilities. The contract award was based on the Request for Proposals (“RFP”) evaluation process.

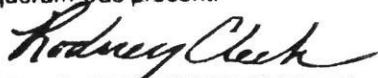
This change is to ratify and renew the current contract for continuous support and maintenance for four (4) years for the period covering February 2, 2024 through April 2, 2028 with no increase in rates from the initial term. In addition, this change is to expand the scope and increase the contract value to professionally install two (2) new tower sites in the amount of \$788,249.75. These enhancements are critical to expanding and improving the overall communication coverage across MLGW service area. MLGW is also requesting contingency funds in the amount of \$31,012.25 to cover unexpected costs of materials, parts, and shipping. The total amount of this ratification, renewal, scope change and increase is \$819,262.00. This ratification, renewal, scope change and increase complies with all applicable laws and policies. The new contract value is \$7,706,580.00.

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 Ratification, Renewal, Scope Change and Increase (*Change No. 1*) to Contract No. 12276, Mobile Radio Replacement with Leonardo US Cyber and Security Solutions, LLC to ratify, renew, expand the scope and increase the current contract in the funded amount of \$819,262.00, as outlined in the above preamble, is approved; and further

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

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 Dec. 2025, at which a quorum was present.



VP, CFO & Secretary - Treasurer

RESOLUTION SUMMARY

- 1. Short Title Description – Contract No. 12601 - IPS Energy**
- 2. Requested Funding – \$479,216.00**
- 3. Award Duration – Five (5) years from the date of the Notice to Proceed**
- 4. Type of Bid – Sole Source**
- 5. Awarded To – IPS-Energy USA, Inc.**
- 6. Plain Language Description –** IPS Energy is a software database for relay settings, relay workflow tracking, and maintenance tracking. This database aims to centralize all relay settings, settings communication with the field, and relay maintenance tracking for NERC Compliance in a single digital location. The scope of this work is a five (5) year contract beginning with the initial implementation and four (4) year price agreement for support, and updates for years two (2) through five (5).
- 7. Impact –** The relay settings history is currently maintained on handwritten cards, and an outdated in-house program. Additionally, settings for microprocessor relays are scattered across multiple network drives making it difficult to access the "as left" settings easily. This new database aims to centralize all relay settings into a single digital location, facilitate better archiving of old settings, and easier access to the "as left" settings. In addition, the relay workflow tracking will enhance the monitoring of setting peer reviews, field deployment, and communication with other departments when new settings are in service.

RESOLUTION

WHEREAS, the Board of Light, Gas, and Water Commissioners in their meeting of December 3, 2025 awarded Contract No. 12601, IPS Energy to IPS-Energy USA, Inc. in the funded not-to-exceed amount of \$479,216.00, 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 allow IPS-Energy USA, Inc., as a sole source provider, to provide the initial implementation to host a remote database and servers which allows MLGW's Electric Division to remotely connect to the database from the office or field to create a workflow tracking, initiate relay settings, maintenance tracking including updates, maintenance and support services and other various functions; and

WHEREAS, IPS-Energy USA, Inc. will provide services to implement the database on their hosted servers. This includes implementation of IPS Cloud, establishment of cloud infrastructure, installation of software, establishment of backup infrastructure, Microsoft server license, Windows server license, SQL server license, MS-Office license, CAL-Client Access license, preparation from credentials, integration with IPS Support Infrastructure, and IPS Start-Up Services. This software database aims to centralize all relay settings into a single digital location, facilitate better archiving of old settings, and easier access to the "as left" settings. In addition, the relay workflow tracking will enhance the monitoring of setting peer reviews, field deployment, and communication with other departments when new settings are in service. The term of this contract is five (5) years from the date of the Notice to Proceed with annual provisions for updates, software maintenance, and support services in the amount of \$479,216.00. MLGW is requesting approval of this sole source award, which can only be provided by IPS-Energy USA, Inc. This sole source 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. 12601, IPS Energy to IPS-Energy USA, Inc. in the funded not-to-exceed amount of \$479,216.00 as approved.

EXCERPT
from
MINUTES OF MEETING
of
BOARD OF LIGHT, GAS AND WATER COMMISSIONERS
CITY OF MEMPHIS
held
December 3, 2025

The Manager of Procurement and Contracts recommends to the Board of Light, Gas, and Water Commissioners the award of Contract No. 12601, IPS Energy to IPS-Energy USA, Inc. in the funded not-to-exceed amount of \$479,216.00.

The project scope is to allow IPS-Energy USA, Inc., as a sole source provider, to provide the initial implementation to host a remote database and servers which allows MLGW's Electric Division to remotely connect to the database from the office or field to create a workflow tracking, initiate relay settings, maintenance tracking including updates, maintenance and support services and other various functions.

IPS-Energy USA, Inc. will provide services to implement the database on their hosted servers. This includes implementation of IPS Cloud, establishment of cloud infrastructure, installation of software, establishment of backup infrastructure, Microsoft server license, Windows server license, SQL server license, MS-Office license, CAL-Client Access license, preparation from credentials, integration with IPS Support Infrastructure, and IPS Start-Up Services. This software database aims to centralize all relay settings into a single digital location, facilitate better archiving of old settings, and easier access to the "as left" settings. In addition, the relay workflow tracking will enhance the monitoring of setting peer reviews, field deployment, and communication with other departments when new settings are in service. The term of this contract is five (5) years from the date of the Notice to Proceed with annual provisions for updates, software maintenance, and support services in the amount of \$479,216.00. MLGW is requesting approval of this sole source award, which can only be provided by IPS-Energy USA, Inc. This sole source 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. 12601, IPS Energy to IPS-Energy USA, Inc. in the funded not-to-exceed amount of \$479,216.00, as outlined in the above 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 3rd day of DEC. 2025, at which a quorum was present.

Rodney Clark

VP, CFO & Secretary - Treasurer

RESOLUTION SUMMARY

- 1. Short Title Description – Contract No. 12661 – Variable Frequency Drive (VFD) for MLGW's LNG Plant**
- 2. Requested Funding – \$759,412.00**
- 3. Award Duration – One (1) year from the date of the Notice to Proceed**
- 4. Type of Bid – Single Source**
- 5. Awarded To – Agilix Solutions**
- 6. Plain Language Description – This contract award is for a replacement Variable Frequency Drive (VFD) due to the existing one being installed in 1997 and now has no available parts or support.**
- 7. Impact – With the use of a Variable Frequency Drive (VFD), MLGW can efficiently reintegrate gas into the natural gas system and fill trucks, ensuring seamless operations.**

RESOLUTION

WHEREAS, the Board of Light, Gas, and Water Commissioners in their meeting of December 3, 2025 awarded Contract No. 12661, Variable Frequency Drive (VFD) for MLGW's LNG Plant to Agilix Solutions in the funded amount of \$759,412.00, 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 allow Agilix Solutions, as a Single Source provider, to furnish all required supervision, labor, materials, transportation, equipment, chemicals, and tools to purchase and install a Variable Frequency Drive (VFD) at MLGW's LNG Plant located at 5101 E. Holmes Road, Memphis, TN 38118; and

WHEREAS, Agilix Solutions will provide services to demolish the existing medium voltage VFD and install the newly purchased medium voltage VFD in the amount of \$585,730.15. Agilix Solutions will also provide and install the necessary cable, cable tray, termination connections, and provide two (2) days of startup support in the amount of \$173,681.85. With the use of a Variable Frequency Drive (VFD), MLGW can efficiently reintegrate gas into the natural gas system and fill trucks, ensuring seamless operations. The total amount of this Single Source award is \$759,412.00. The term of this contract is one (1) year from the date of the Notice to Proceed. MLGW is requesting approval of this Single Source award, which can only be provided by Agilix Solutions. This Single Source 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. 12661, Variable Frequency Drive (VFD) for MLGW's LNG Plant to Agilix Solutions in the funded amount of \$759,412.00 as approved.

EXCERPT
from
MINUTES OF MEETING
of
BOARD OF LIGHT, GAS AND WATER COMMISSIONERS
CITY OF MEMPHIS
held
December 3, 2025

The Manager of Procurement and Contracts recommends to the Board of Light, Gas, and Water Commissioners the award of Contract No. 12661, Variable Frequency Drive (VFD) for the LNG Plant to Agilix Solutions in the funded amount of \$759,412.00.

The project scope is to allow Agilix Solutions, as a Single Source provider to furnish all required supervision, labor, materials, transportation, equipment, chemicals, and tools to purchase and install a Variable Frequency Drive (VFD) at MLGW's LNG Plant located at 5101 E. Holmes Road, Memphis, TN 38118.

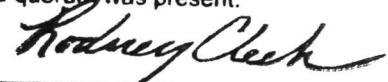
Agilix Solutions will provide services to demolish the existing medium voltage VFD and install the newly purchased medium voltage VFD in the amount of \$585,730.15. Agilix Solutions will also provide and install the necessary cable, cable tray, termination connections, and provide two (2) days of startup support in the amount of \$173,681.85. With the use of a Variable Frequency Drive (VFD), MLGW can efficiently reintegrate gas into the natural gas system and fill trucks, ensuring seamless operations. The total amount of this Single Source award is \$759,412.00. The term of this contract is one (1) year from the date of the Notice to Proceed. MLGW is requesting approval of this Single Source award, which can only be provided by Agilix Solutions. This Single Source 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. 12661, Variable Frequency Drive (VFD) for MLGW's LNG Plant to Agilix Solutions in the funded amount of \$759,412.00, as outlined in the above 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 3rd day of December 2005, at which a quorum was present.



VP, CFO & Secretary - Treasurer

RESOLUTION SUMMARY

1. **Short Title Description** – #5 Vertical Turbine Pump and Motor Assembly
2. **Requested Funding** – \$229,445.00
3. **Award Duration** – One-Time Purchase
4. **Type of Bid** – Sealed Bid
5. **Awarded To** – Wastewater Solutions, LLC
6. **Plain Language Description** – To purchase one #5 vertical turbine pump and motor assembly. The pump and motor assembly ensures reliable water delivery to customers.
7. **Impact** – The assembly will replace aging equipment at the Davis Pumping Station that will be retired from service.



RESOLUTION

WHEREAS, the Board of Light, Gas and Water Commissioners in their meeting of December 3, 2025 approved the purchase of #5 vertical turbine pump and motor assembly and is now recommending to the Council of the City of Memphis that it approves said purchase; and

WHEREAS, the #5 vertical turbine pump and motor assembly is needed to ensure reliable water delivery to customers. The assembly will replace aging equipment at the Davis Pumping Station that will be retired from service; and

WHEREAS, bids were opened on October 8, 2025. Notice to Bidders was advertised. Seven bids were solicited, and six bids were received with the best complying and most responsive bidder being the firm of Wastewater Solutions, 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 #5 vertical turbine pump and motor assembly from Wastewater Solutions, LLC in the amount of \$229,445.00 chargeable to subsequent budget year as approved.

EXCERPT
from
MINUTES OF MEETING
of
BOARD OF LIGHT, GAS AND WATER COMMISSIONERS
CITY OF MEMPHIS
held
December 3, 2025

The Manager of Procurement and Contracts recommends to the Board of Light, Gas and Water Commissioners that it awards a purchase order for a #5 vertical turbine pump and motor assembly to Wastewater Solutions, LLC in the amount of \$229,445.00.

The #5 vertical turbine pump and motor assembly is needed to ensure reliable water delivery to customers. The assembly will replace aging equipment at the Davis Pumping Station that will be retired from service.

Bids were opened on October 8, 2025. Notice to Bidders was advertised. Seven bids were solicited, and six bids were received with the best complying and most responsive bidder being the firm of Wastewater Solutions, LLC. This award complies with all applicable laws and policies.

The 2025 budgeted amount for Pumping Stations – Water Engineering is \$44,262,000.00; the amount spent year-to-date is \$15,901,517.05; leaving a balance available of \$28,360,482.95; of which \$229,445.00 will be spent in subsequent budget year as approved; and

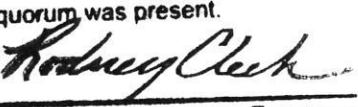
NOW THEREFORE BE IT RESOLVED BY the Board of Light, Gas and Water Commissioners:

THAT, subject to the consent and approval of the Council of the City of Memphis, awards a purchase order to Wastewater Solutions, LLC is approved for furnishing:

1 – Pump, motor, and discharge head assembly for Davis High Service Pump #5;

Totaling \$229,445.00; f.o.b. Memphis, Tennessee, our dock; transportation prepaid; said price being firm; the quantities are for estimation purposes only and do not create a commitment for MLGW to purchase any specific minimum or maximum quantity, with actual purchases to be made according to operational needs, not to exceed the approved total expenditure; delivery in 16-18 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 3rd day of Dec. 2025, at which a quorum was present.



VP, CFO & Secretary - Treasurer

RESOLUTION SUMMARY

- 1. Short Title Description – Contract No. 12610 - Allen Pumping Station Reservoir Baffling and Piping Installation**
- 2. Requested Funding – \$12,750,000.00**
- 3. Award Duration – Two (2) years from the date of the Notice to Proceed**
- 4. Type of Bid – Sealed Bid**
- 5. Awarded To – KAJACS Contractors, Inc.**
- 6. Plain Language Description – This contract is to connect the reservoirs' new baffle walls to improve contact time of chlorine and flow of water through reservoir system.**
- 7. Impact – This contract will ensure MLGW have adequate chlorine contact time on finished water being routed through the reservoir to meet regulations. Currently, the influent line is right next to the effluent line which makes water unable to circulate properly. By connecting the reservoirs, MLGW can better route the flow of water through both reservoirs, and ensure compliance with regulations.**

RESOLUTION

WHEREAS, the Board of Light, Gas and Water Commissioners in their meeting of December 3, 2025 awarded Contract No. 12610, Allen Pumping Station Reservoir Baffling and Piping Installation to KAJACS Contractors, Inc. in the funded amount of \$12,750,000.00, 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 all work including supervision, personal protective training and equipment, confined space requirements, transportation, testing, materials, labor, tools, and equipment for rehabilitation of the Thomas H. Allen Pumping Station (PS) reservoirs which comprises new baffle inserts, slide gates, hatches, check valves and yard piping to connect the north and south reservoirs. The work will also include demolition of existing reservoir overflow and drainpipes; installation of new overflow pipes; new piping between the north and south reservoirs; new tie-in to existing filter effluent piping; new tie-in to existing pump station influent piping; and other improvements; and

WHEREAS, the Notice to Bidders was advertised using MLGW's Online Bid Notification System and the Memphis Daily News on August 7, 2025. MLGW solicited 15 bids; of which 12 Contractors attended the Mandatory Site Visits held on August 18, August 21, and September 2, 2025 and were deemed qualified to bid on the project. Five (5) bids were received on September 24, 2025; however, one (1) Bidder withdrew their bid. The lowest and best bid received was from KAJACS Contractors, Inc. in the amount of \$12,750,000.00. The term of this contract is two (2) years from the date of the Notice to Proceed. 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. 12610, Allen Pumping Station Reservoir Baffling and Piping Installation to KAJACS Contractors, Inc. in the funded amount of \$12,750,000.00 as approved.

EXCERPT
from
MINUTES OF MEETING
of
BOARD OF LIGHT, GAS AND WATER COMMISSIONERS
CITY OF MEMPHIS
held
December 3, 2025

The Manager of Procurement and Contracts recommends to the Board of Light, Gas and Water Commissioners that it awards Contract No. 12610, Allen Pumping Station Reservoir Baffling and Piping Installation to KAJACS Contractors, Inc. in the funded amount of \$12,750,000.00.

The project scope is to furnish all work including supervision, personal protective training and equipment, confined space requirements, transportation, testing, materials, labor, tools, and equipment for rehabilitation of the Thomas H. Allen Pumping Station (PS) reservoirs which comprises new baffle inserts, slide gates, hatches, check valves and yard piping to connect the north and south reservoirs. The work will also include demolition of existing reservoir overflow and drainpipes; installation of new overflow pipes; new piping between the north and south reservoirs; new tie-in to existing filter effluent piping; new tie-in to existing pump station influent piping; and other improvements.

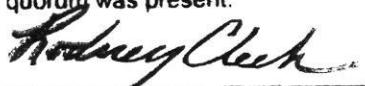
The Notice to Bidders was advertised using MLGW's Online Bid Notification System and the Memphis Daily News on August 7, 2025. MLGW solicited 15 bids; of which 12 Contractors attended the Mandatory Site Visits held on August 18, August 21, and September 2, 2025 and were deemed qualified to bid on the project. Five (5) bids were received on September 24, 2025; however, one (1) Bidder withdrew their bid. The lowest and best bid received was from KAJACS Contractors, Inc. in the amount of \$12,750,000.00. The term of this contract is two (2) years from the date of the Notice to Proceed. 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. 12610, Allen Pumping Station Reservoir Baffling and Piping Installation to KAJACS Contractors, Inc. in the funded amount of \$12,750,000.00, 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 3rd day of Dec. 2025, at which a quorum was present.



VP, CFO & Secretary - Treasurer

RESOLUTION SUMMARY

- 1. Short Title Description – Contract No. 12435 – External Corrosion Direct Assessment (ECDA)**
- 2. Requested Funding – \$228,000.00**
- 3. Award Duration – Ratification and Renewal two (2) of four (4) (January 1, 2026 through December 31, 2026)**
- 4. Type of Bid – Sealed Bid**
- 5. Awarded To – Integrity Solutions Field Services, Inc.**
- 6. Plain Language Description – This change is to renew the contract to conduct External Corrosion Direct Assessment (ECDA) survey gas transmission pipelines.**
- 7. Impact – Integrity Solutions Field Services conducts External Corrosion Direct Assessment (ECDA) surveys for MLGW gas transmission pipelines to ensure compliance and to conform to the latest revision of U.S. D.O.T. PHMSA requirements in 49 CFR Part 192.**

RESOLUTION

WHEREAS, the Board of Light, Gas and Water Commissioners in their meeting of December 3, 2025 approved Ratification and Renewal (*Change No. 2*) to Contract No. 12435, External Corrosion Direct Assessment (ECDA) with Integrity Solutions Field Services, Inc. to ratify and renew the current contract 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, materials, equipment, tools and supplies to conduct an External Corrosion Direct Assessment (ECDA) inspection/survey of 35 miles of MLGW's Natural Gas Pipeline to meet all DOT 49 CFR part 192 Federal Regulations. The contract award was selected based on the lowest and best bid using the Sealed Bid process; and

WHEREAS, this change is to ratify and renew the current contract for the second of four (4) annual renewal terms for the period covering January 1, 2026 through December 31, 2026 in the amount of \$228,000.00 with no increase in rates from the previous term. This ratification and renewal complies with all applicable laws and policies. The new contract value is \$684,000.00; and

NOW THEREFORE BE IT RESOLVED BY THE Council of the City of Memphis, that there be and is hereby approved Ratification and Renewal (*Change No. 2*) to Contract No. 12435, External Corrosion Direct Assessment (ECDA) with Integrity Solutions Field Services, Inc. to ratify and renew the current contract in the funded amount of \$228,000.00 as approved.

EXCERPT
from
MINUTES OF MEETING
of
BOARD OF LIGHT, GAS AND WATER COMMISSIONERS
CITY OF MEMPHIS
held
December 3, 2025

The Manager of Procurement and Contracts recommends to the Board of Light, Gas and Water Commissioners the approval of Ratification and Renewal (*Change No. 2*) to Contract No. 12435, External Corrosion Direct Assessment (ECDA) with Integrity Solutions Field Services, Inc. to ratify and renew the current contract in the funded amount of \$228,000.00.

The project scope is to furnish all supervision, labor, transportation, materials, equipment, tools and supplies to conduct an External Corrosion Direct Assessment (ECDA) inspection/survey of 35 miles of MLGW's Natural Gas Pipeline to meet all DOT 49 CFR part 192 Federal Regulations. The contract award was selected based on the lowest and best bid using the Sealed Bid process.

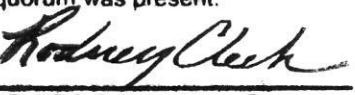
This change is to ratify and renew the current contract for the second of four (4) annual renewal terms for the period covering January 1, 2026 through December 31, 2026 in the amount of \$228,000.00 with no increase in rates from the previous term. This ratification and renewal complies with all applicable laws and policies. The new contract value is \$684,000.00.

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 Ratification and Renewal (*Change No. 2*) to Contract No. 12435, External Corrosion Direct Assessment (ECDA) with Integrity Solutions Field Services, Inc. to ratify and renew the current contract in the funded amount of \$228,000.00 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 3rd day of Dec : 2025, at which a quorum was present.



VP, CFO & Secretary - Treasurer

RESOLUTION SUMMARY

- 1. Short Title Description – Contract No. 12244 (*formerly Purchase Order No. 7019313*) - Smartsheet**
- 2. Requested Funding – \$45,750.03**
- 3. Award Duration – Increase (January 24, 2024 through January 23, 2027)**
- 4. Type of Bid – Single Source**
- 5. Awarded To – Smartsheet, Incorporated**
- 6. Plain Language Description – Smartsheet is used across MLGW for project management, project planning and task tracking. It provides a dashboard for Executives with provisions for annual software maintenance, license and support services. The previous contract change amount did not account for the original purchase order payment. MLGW is requesting to add the amount above to the contract balance to fulfill the final renewal.**
- 7. Impact – In the absence of this application, MLGW users will continue to depend on manual and disjointed processes and tools for project management, task tracking, automation, fostering collaboration, leveraging data and creating dashboards across the division.**

RESOLUTION

WHEREAS, the Board of Light, Gas and Water Commissioners in their meeting of December 3, 2025 approved Increase (*Change No. 4*) to Contract No. 12244 (*formerly Purchase Order No. 7019313*), Smartsheet with Smartsheet, Incorporated to increase the current contract value in the funded amount of \$45,750.03, and is now recommending to the Council of the City of Memphis that it approves said Increase as approved; and

WHEREAS, the project scope is to renew software products support by Smartsheet which is used across MLGW for project management, project planning, task tracking and provides a dashboard for Executives with provisions for annual software maintenance, license, and support services. The contract award was selected based on the Single Source procurement process; and

WHEREAS, This change is to increase the current contract value in the amount of \$283,830.00; of which, \$238,079.97 will be absorbed from the current contract value. The term will remain through January 23, 2027. The total amount of this increase is \$45,750.03. This single source increase complies with all applicable laws and policies. The new contract value is \$1,248,727.66; and

NOW THEREFORE BE IT RESOLVED by the Council of the City of Memphis, that there be and is hereby approved Increase (*Change No. 4*) to Contract No. 12244 (*formerly Purchase Order No. 7019313*), Smartsheet with Smartsheet, Incorporated to increase the current contract value in the funded amount of \$45,750.03 as approved.

EXCERPT
from
MINUTES OF MEETING
of
BOARD OF LIGHT, GAS AND WATER COMMISSIONERS
CITY OF MEMPHIS
held
December 3, 2025

The Manager of Procurement and Contracts recommends to the Board of Light, Gas and Water Commissioners the approval of Increase (*Change No. 4*) to Contract No. 12244 (*formerly Purchase Order No. 7019313*), Smartsheet with Smartsheet, Incorporated to increase the current contract value in the funded amount of \$45,750.03.

The project scope is to renew software products support by Smartsheet which is used across MLGW for project management, project planning, task tracking and provides a dashboard for Executives with provisions for annual software maintenance, license, and support services. The contract award was selected based on the Single Source procurement process.

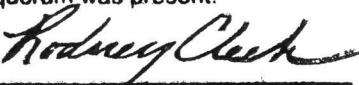
This change is to increase the current contract value in the amount of \$283,830.00; of which, \$238,079.97 will be absorbed from the current contract value. The term will remain through January 23, 2027. The total amount of this increase is \$45,750.03. This single source increase complies with all applicable laws and policies. The new contract value is \$1,248,727.66.

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 Increase (*Change No. 4*) to Contract No. 12244 (*formerly Purchase Order No. 7019313*), Smartsheet with Smartsheet, Incorporated to increase the current contract value in the funded amount of \$45,750.03, as outlined in the foregoing preamble, is approved; and further,

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

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 Dec 2025 at which a quorum was present.



VP. CFO & Secretary - Treasurer

RESOLUTION SUMMARY

- 1. Short Title Description – Contract No. 12547 - Enterprise Synergy Frames and Gen11 Compute Modules for VDI**
- 2. Requested Funding – \$1,104,904.50 (\$1,004,458.64 bid amount plus \$100,445.86 in contingency)**
- 3. Award Duration – Five (5) years from the date of the Notice to Proceed with annual provisions for continuous maintenance.**
- 4. Type of Bid – Sealed Bid**
- 5. Awarded To – Logicalis, Inc.**
- 6. Plain Language Description – MLGW is leveraging Hewlett-Packard Enterprise (HPE) Synergy 12000 Frames with Gen11 Compute Modules to power MLGW's Virtual Desktop Infrastructure (VDI) environment, flexible, and high-performance systems. These systems deliver fast and secure access to virtual desktops, which enables employees to work efficiently from anywhere.**
- 7. Impact – The Virtual Desktop Infrastructure (VDI) environment will continue to operate on legacy HPE ProLiant Gen10 servers, which reached end-of-support on October 2, 2025.**

RESOLUTION

WHEREAS, the Board of Light, Gas and Water Commissioners in their meeting of December 3, 2025 awarded Contract No. 12547, Enterprise Synergy Frames and Gen11 Compute Modules for VDI to Logicalis, Inc. in the funded amount of \$1,104,904.50, 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, install and provide startup services for Hewlett-Packard Enterprise (HPE) Synergy 12000 Frames and Synergy 480 Gen11 Compute Modules for the Virtual Desktop Infrastructure (VDI) for both 1) MLGW's David F. Hansen Administration Building located at 220 South Main Street, Memphis, TN 38103; and 2) Netters Business Center located at 1665 Whitten Road, Memphis, TN 38134. The Vendor must be a Direct Authorized Reseller or Partner of HPE products and services; and

WHEREAS, the Notice to Bidders was advertised using MLGW's Online Bid Notification System and the Memphis Daily News on September 10, 2025. MLGW solicited 11 bidders and received two (2) compliant bids on September 30, 2025. The lowest and best bid received was from Logicalis, Inc. in the amount of \$1,004,458.64. Additionally, MLGW is requesting contingency funds in the amount of \$100,445.86 for any unforeseen technical issues such as setup and installation challenges and configuration changes. The total amount of this award is \$1,104,904.50. The term of this contract is five (5) years from the date of the Notice to Proceed with annual provisions for continuous maintenance. 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. 12547, Enterprise Synergy Frames and Gen11 Compute Modules for VDI to Logicalis, Inc. in the funded amount of \$1,104,904.50 as approved.

EXCERPT
from
MINUTES OF MEETING
of
BOARD OF LIGHT, GAS AND WATER COMMISSIONERS
CITY OF MEMPHIS
held
December 3, 2025

The Manager of Procurement and Contracts recommends to the Board of Light, Gas and Water Commissioners that it awards Contract No. 12547, Enterprise Synergy Frames and Gen11 Compute Modules for VDI to Logicalis, Inc. in the funded amount of \$1,104,904.50.

The project scope is to purchase, install and provide startup services for Hewlett-Packard Enterprise (HPE) Synergy 12000 Frames and Synergy 480 Gen11 Compute Modules for the Virtual Desktop Infrastructure (VDI) for both 1) MLGW's David F. Hansen Administration Building located at 220 South Main Street, Memphis, TN 38103; and 2) Netters Business Center located at 1665 Whitten Road, Memphis, TN 38134. The Vendor must be a Direct Authorized Reseller or Partner of HPE products and services.

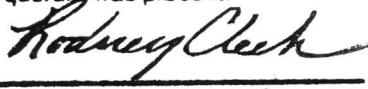
The Notice to Bidders was advertised using MLGW's Online Bid Notification System and the Memphis Daily News on September 10, 2025. MLGW solicited 11 bidders and received two (2) compliant bids on September 30, 2025. The lowest and best bid received was from Logicalis, Inc. in the amount of \$1,004,458.64. Additionally, MLGW is requesting contingency funds in the amount of \$100,445.86 for any unforeseen technical issues such as setup and installation challenges and configuration changes. The total amount of this award is \$1,104,904.50. The term of this contract is five (5) years from the date of the Notice to Proceed with annual provisions for continuous maintenance. 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. 12547, Enterprise Synergy Frames and Gen11 Compute Modules for VDI to Logicalis, Inc. in the funded amount of \$1,104,904.50, 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 3rd day of Dec 2026, at which a quorum was present.



VP, CFO & Secretary - Treasurer

RESOLUTION SUMMARY

1. **Short Title Description** – Palo Alto Firewalls for 5G Project
2. **Requested Funding** – \$340,798.00
3. **Award Duration** – One-Time Purchase
4. **Type of Bid** – Sealed
5. **Awarded To** – Unico Technology, LLC
6. **Plain Language Description** – To procure Palo Alto firewalls for the 5G project. The firewalls will act as protective gateways between the new 5G network and MLGW's main corporate network. They will monitor and filter data traffic to ensure only authorized information is allowed through, helping safeguard both networks from cyber threats.
 - 2 – Part #PAN-PA-3420-AC - Palo Alto 3420 with redundant power supply
 - 2 – Part #PAN-PA-3420-BND-CORESEC – Five-year core security subscription bundle
 - 2 – Part #PAN-SVC-PREM-3420-5YR - Premium support for five years
7. **Impact** – The installation of the firewalls will significantly strengthen MLGW's cybersecurity for the 5G project. They will help prevent unauthorized access, data breaches, and other cyber risks by enforcing strict traffic controls between the 5G and corporate networks.



RESOLUTION

WHEREAS, the Board of Light, Gas and Water Commissioners in their meeting of December 3, 2025 approved the purchase of Palo Alto firewalls for the 5G project and is now recommending to the Council of the City of Memphis that it approves said purchase; and

WHEREAS, the Palo Alto firewalls will be used for the 5G project to prevent unauthorized access, data breaches, and other cyber risks by enforcing strict traffic controls between the 5G network and the main corporate network. The firewalls will monitor and filter data to ensure only authorized information passes through; and

WHEREAS, bids were opened on October 22, 2025. Notice to Bidders was advertised. Seven bids were solicited, and three bids were received with the lowest and best complying bidder being the firm of Unico Technology, 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 Palo Alto firewalls for the 5G project from Unico Technology, LLC in the amount of \$340,798.00 chargeable to subsequent budget year as approved.

EXCERPT
from
MINUTES OF MEETING
of
BOARD OF LIGHT, GAS AND WATER COMMISSIONERS
CITY OF MEMPHIS
held
December 3, 2025

The Manager of Procurement and Contracts recommends to the Board of Light, Gas and Water Commissioners that it awards a purchase order for Palo Alto firewalls for the 5G project to Unico Technology, LLC in the amount of \$340,798.00.

The Palo Alto firewalls will be used for the 5G project to prevent unauthorized access, data breaches, and other cyber risks by enforcing strict traffic controls between the 5G network and the main corporate network. The firewalls will monitor and filter data to ensure only authorized information passes through.

Bids were opened on October 22, 2025. Notice to Bidders was advertised. Seven bids were solicited, and three bids were received with the lowest and best complying bidder being the firm of Unico Technology, LLC. This award complies with all applicable laws and policies.

The 2025 budgeted amount for Electric IS / IT Projects – Manager Information Technology is \$13,403,000.00; the amount spent year-to-date is \$9,430,788.00; leaving a balance available of \$3,972,212.00; of which \$340,798.00 will be spent in subsequent budget year as approved; 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, awards a purchase order to Unico Technology, LLC is approved for furnishing:

2 – Part # PAN-PA-3420-AC - Palo Alto 3420 with redundant power supply;

2 – Part #PAN-PA-3420-BND-CORESEC – Five-year core security subscription bundle (adv. threat, adv. URL filtering, adv. WildFire, DNS security & SD-WAN) for five years;

2 – Part #PAN-SVC-PREM-3420- 5YR - Premium support for five years

Totaling \$340,798.00; f.o.b. Memphis, Tennessee, our dock; transportation prepaid; said price being firm; the quantities are for estimation purposes only and do not create a commitment for MLGW to purchase any specific minimum or maximum quantity, with actual purchases to be made according to operational needs, not to exceed the approved total expenditure; delivery in four 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 3rd day of Dec 2025, at which a quorum was present.



VP, CFO & Secretary - Treasurer

RESOLUTION SUMMARY

1. **Short Title Description** – Crew Cab Trucks with Enclosed Service Bodies
2. **Requested Funding** – \$251,642.00
3. **Award Duration** – One-Time Purchase
4. **Type of Bid** – Sealed Bid
5. **Awarded To** – AutoNation Ford Memphis and Nashville Automotive LLC dba Serra Chevrolet Buick GMC
6. **Plain Language Description** – To purchase three crew cab trucks with enclosed service bodies to be used by Division crews to maintain the gas systems and for various customer service functions. MLGW has 230 one-ton service trucks in the fleet and budgeted to replace 29 in 2025. This is part of that procurement.
 - 2 – TRK-1-Ton Crew Cab 60 CA with enclosed service body
 - 1 – TRK-1-Ton CC, 84 CA enclosed service body
7. **Impact** – The service trucks from line item one will replace existing trucks that will be retired from service. The vehicle detailed in line item two will be a new addition to the motor pool for the requesting area.



RESOLUTION

WHEREAS, the Board of Light, Gas and Water Commissioners in their meeting of December 3, 2025 approved the purchase of crew cab trucks with enclosed service bodies and is now recommending to the Council of the City of Memphis that it approves said purchases; and

WHEREAS, the crew cab trucks with enclosed service bodies will be used by Division crews to maintain the electric, gas and water systems and for various customer service functions. Two crew cabs will replace existing equipment that will be retired from service. One crew cab truck will be added to the existing fleet; and

WHEREAS, bids were opened on October 22, 2025. Notice to Bidders was advertised. Ten bids were solicited, and four bids were received with the best complying and most responsive bidders being the firms of AutoNation Ford Memphis and Nashville Automotive dba Serra Chevrolet Buick GMC. 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 two crew cab trucks with enclosed service bodies from AutoNation Ford Memphis in the amount of \$163,142.00 and one crew cab truck with enclosed service body from Nashville Automotive LLC dba Serra Chevrolet Buick GMC in the amount of \$88,500.00 chargeable to subsequent budget year as approved.

EXCERPT
from
MINUTES OF MEETING
of
BOARD OF LIGHT, GAS AND WATER COMMISSIONERS
CITY OF MEMPHIS
held
December 3, 2025

The Manager of Procurement and Contracts recommends to the Board of Light, Gas and Water Commissioners that it awards purchase orders for crew cab trucks with enclosed service bodies to AutoNation Ford Memphis in the amount of \$163,142.00 and Nashville Automotive LLC dba Serra Chevrolet Buick GMC for \$88,500.00.

The crew cab trucks with enclosed service bodies will be used by Division crews to maintain the electric, gas and water systems and for various customer service functions. Two crew cabs will replace existing equipment that will be retired from service. One crew cab truck will be added to the existing fleet.

Bids were opened on October 22, 2025. Notice to Bidders was advertised. Ten bids were solicited, and four bids were received with the best complying and most responsive bidders being the firms of AutoNation Ford Memphis and Nashville Automotive dba Serra Chevrolet Buick GMC. This award complies with all applicable laws and policies.

The 2025 budgeted amount for Transportation – Vehicle Acquisition and Training is \$5,683,000.00; the amount spent year-to-date is \$4,514,648.12; leaving a balance available of \$1,168,351.88; of which \$251,642.00 will be spent in subsequent budget year as approved; 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, awards a purchase order to AutoNation Ford Memphis is approved for furnishing:

2 – Latest model crew cab and chassis with a 60-inch cab to axle (CA) dimension, dual rear wheel with a panel top service body, all in accordance with the Division

Specification No. TDWESB-25-5021;

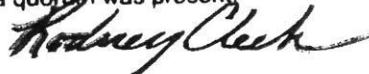
Totaling \$163,142.00; f.o.b. Memphis, Tennessee, our dock; transportation prepaid; said price being firm; the quantities are for estimation purposes only and do not create a commitment for MLGW to purchase any specific minimum or maximum quantity, with actual purchases to be made according to operational needs, not to exceed the approved total expenditure; delivery in seventeen weeks, terms net 30 days.

THAT, subject to the consent and approval of the Council of the City of Memphis, awards a purchase order to Nashville Automotive LLC dba Serra Chevrolet Buick GMC is approved for furnishing:

1 – Latest model crew cab and chassis dual rear wheels and 84-inch cab to axle (CA) dimension with enclosed service body, all in accordance with the Division Specification No. TSBT-25-5027;

Totaling \$88,500.00; f.o.b. Memphis, Tennessee, our dock; transportation prepaid; said price being firm; the quantities are for estimation purposes only and do not create a commitment for MLGW to purchase any specific minimum or maximum quantity, with actual purchases to be made according to operational needs, not to exceed the approved total expenditure; delivery in thirteen 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 21st day of Dec. 2025, at which a quorum was present.



VP. CFO & Secretary - Treasurer

RESOLUTION SUMMARY

- 1. Short Title Description – Contract No. 12563 (*formerly Contract No. C2649*) MLGW Flower Planting, Mulch Maintenance, & Turf Area Management**
- 2. Requested Funding – \$95,517.12**
- 3. Award Duration – Renewal two (2) of four (4) annual renewals (March 1, 2026 through February 28, 2027)**
- 4. Type of Bid – Sealed Bid**
- 5. Awarded To – Enlightenment Inc. dba APS Facility Maintenance**
- 6. Plain Language Description – This contract is for grounds maintenance for MLGW's community offices. These services include spraying, trimming, limb removal, weed eating, fence clearing, mowing, flower planting, etc., to improve the overall aesthetics of the MLGW Community Office grounds areas.**
- 7. Impact – The need exists to provide and maintain the appearance of MLGW facilities.**

RESOLUTION

WHEREAS, the Board of Light, Gas and Water Commissioners in their meeting of December 3, 2025 approved Renewal (*Change No. 2*) to Contract No. 12563 (*formerly Contract No. C2649*), MLGW Flower Planting, Mulch Maintenance, & Turf Area Management with Enlightenment Inc. dba APS Facility Maintenance to renew the current contract in the funded amount of \$95,517.12 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, transportation, materials, chemicals, equipment, fuel, tools, and supplies as required to perform spraying, trimming, limb removal, weed-eating, and grounds maintenance duties at MLGW Community Offices. The contract award was selected based on the lowest and best bid using the Sealed Bid process; and

WHEREAS, this change is to renew the current contract for the second of four (4) annual renewals for the period covering March 1, 2026 through February 28, 2027 in the amount of \$95,517.12 which reflects a negotiated 3% increase in rates from the previous term. This increase ensures that Enlightenment Inc. dba APS Facility Maintenance can continue delivering the highest quality of service, materials, and staffing for the scope of work. This renewal complies with all applicable laws and policies. The new contract value is \$280,987.44; and

NOW THEREFORE BE IT RESOLVED BY THE Council of the City of Memphis, that there be and is hereby approved Renewal (*Change No. 2*) to Contract No. 12563 (*formerly Contract No. C2649*), MLGW Flower Planting, Mulch Maintenance, & Turf Area Management with Enlightenment Inc. dba APS Facility Maintenance to renew the current contract in the funded amount of \$95,517.12 as approved.

EXCERPT
from
MINUTES OF MEETING
of
BOARD OF LIGHT, GAS AND WATER COMMISSIONERS
CITY OF MEMPHIS
held
December 3, 2025

The Manager of Procurement and Contracts recommends to the Board of Light, Gas and Water Commissioners the approval of Renewal (*Change No. 2*) to Contract No. 12563 (*formerly Contract No. C2649*), MLGW Flower Planting, Mulch Maintenance, & Turf Area Management with Enlightenment Inc. dba APS Facility Maintenance to renew the current contract in the funded amount of \$95,517.12.

The project scope is to furnish all supervision labor, transportation, materials, chemicals, equipment, fuel, tools, and supplies as required to perform spraying, trimming, limb removal, weed-eating, and grounds maintenance duties at MLGW Community Offices. The contract award was selected based on the lowest and best bid using the Sealed Bid process.

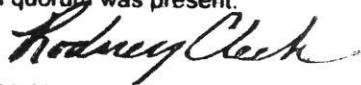
This change is to renew the current contract for the second of four (4) annual renewals for the period covering March 1, 2026 through February 28, 2027 in the amount of \$95,517.12 which reflects a negotiated 3% increase in rates from the previous term. This increase ensures that Enlightenment Inc. dba APS Facility Maintenance can continue delivering the highest quality of service, materials, and staffing for the scope of work. This renewal complies with all applicable laws and policies. The new contract value is \$280,987.44.

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 Renewal (*Change No. 2*) to Contract No. 12563 (*formerly Contract No. C2649*), MLGW Flower Planting, Mulch Maintenance, & Turf Area Management with Enlightenment Inc. dba APS Facility Maintenance to renew the current contract in the funded amount of \$95,517.12 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 3rd day of Dec 2025,
at which a quorum was present.



VP, CFO & Secretary - Treasurer

RESOLUTION SUMMARY

1. Description of the Item

Resolution approving the recommended annual salary of \$178,552.80 to fill the vacant new hire position of Director, Central Support Services.

2. Additional Information

The President & CEO and the Interim Chief People Officer have recommended to the Board of Light, Gas, and Water Commissioners that they approve an annual salary of \$178,552.80 for a new hire position: Director, Central Support Services, subject to the consent and approval of the City Council of the City of Memphis.

RESOLUTION

WHEREAS, MLGW desires to hire a candidate to fill the vacant position of Director, Central Support Services, and

WHEREAS, the Board of Memphis Light, Gas, and Water Commissioners at their meeting on December 3, 2025, approved an annual salary of \$178,552.80 for the Director, Central Support Services position; and

WHEREAS, Memphis City Substitute Ordinance No. 5897 provides that the salary of executive management or other employees over \$120,000.00 be approved by the City Council.

NOW, THEREFORE BE IT RESOLVED by the Council of the City of Memphis, that the annual salary of \$178,552.80 is hereby approved for the vacant Director, Central Support Services position.

EXCERPT
from
MINUTES OF MEETING
of
BOARD OF LIGHT, GAS AND WATER COMMISSIONERS
CITY OF MEMPHIS
held
December 3, 2025

WHEREAS MLGW desires to hire a candidate to fill the vacant position of Director, Central Support Services at an annual salary of \$178,552.80; and

WHEREAS, the President & CEO and the Interim Chief People Officer recommend to the Board of Memphis Light, Gas & Water Commissioners an annual salary in the amount of \$178,552.80 for a candidate for the Director, Central Support Services.

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

THAT, subject to the consent and approval of the City Council of the City of Memphis, the annual salary for the Director, Central Support Services, in the amount of \$178,552.80 is hereby approved.

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 December, 2025, at which a quorum was present.

Rodney Cleck
VP, CFO & Secretary - Treasurer
**SAME DAY MINUTES
APPROVED**

**ORDINANCE TO ESTABLISH MEMPHIS CITY COUNCIL MEETING
DATES FOR 2026**

WHEREAS, Referendum Ordinance 4274, approved by the citizens of Memphis on November 8, 1994, amended the Council's meeting dates to the first and third Tuesdays of each month; and

WHEREAS the Council wishes to approve the 2026 meeting dates.

NOW, THEREFORE, BE IT RESOLVED that the Memphis City Council will conduct its regular meetings on the following Tuesdays of each month at 4:00 pm in the Memphis City Council Chamber:

January 13	January 27
February 3	February 24
March 3	March 24
April 14	April 28
May 12	May 26
June 2	June 16
July 7	July 21
August 4	August 18
September 1	September 15
October 6	October 20
November 10	November 24
December 8	December 22

Sponsor:

Jana Swearengen-Washington, Chairwoman-Elect
Chase Carlisle, Vice Chairman-Elect

**AN ORDINANCE TO AMEND THE CODE OF ORDINANCES OF MEMPHIS,
TENNESSEE REGARDING THE SMALL BUSINESS ENTERPRISE OPPORTUNITY
PROGRAM**

WHEREAS, from time to time it is necessary to amend the Code of Ordinances to meet the current needs of the citizens of Memphis and ensure our policies comply with local, state, and federal requirements.

NOW, THEREFORE, BE IT RESOLVED that the Memphis City Council hereby amends the Code of Ordinances to add Article XI to Chapter 2 relative to the Small Business Enterprise Opportunity Program as follows:

Sec. 6-2-407. — Short Title.

This chapter shall be known as the "City of Memphis Small Business Enterprise Program."

Sec. 6-2-408. — Definitions.

The following words, terms and phrases, when used in this chapter, shall have the meanings ascribed to them in this section, except where the context clearly indicates a different meaning:

Bid means a quotation, proposal, sealed bid or offer to perform or provide labor, materials, supplies or services to the city for a price on an eligible project, or for an eligible project that generates revenue for the City.

Bidder means any individual, sole proprietorship, partnership, joint venture, or corporation that submits a bid to the City.

Certification or recertification means official recognition and approval by the entity designated by the City of Memphis ("Certifying Entity") that a business meets the qualification criteria of a small business enterprise, as set forth in this chapter. Certification or recertification relates to qualifications regarding ownership, control, and not the quality of the service or product.

City means the City of Memphis.

Commercially useful function. To determine whether a business enterprise is performing a commercially useful function, the Certifying Entity shall consider all the facts in the record, viewed as a whole, including without limitation the following:

1. A small business enterprise (“SBE”) performs a commercially useful function when it is responsible for execution of the work of the contract and is carrying out its responsibilities by performing, managing, and supervising the work involved.
2. To perform a commercially useful function, the SBE must be responsible, with respect to material and supplies used on the contract, for negotiating price, determining quality and quantity, ordering the material, and installing (where applicable) and paying for the material itself.
3. To determine whether an SBE is performing a commercially useful function, the Certifying Entity will evaluate the amount of work subcontracted by the SBE, industry practices regarding subcontracting, whether the amount the SBE is to be paid under the contract is commensurate with the work it is performing, the SBE credit claimed for its performance of the work, and other relevant factors.
4. An SBE does not perform a commercially useful function if its role is limited to that of an extra participant in a transaction, contract, or project through which funds are passed to obtain the appearance of SBE participation. In determining whether an SBE is such an extra participant, the Certifying Entity will examine similar transactions, particularly those in which SBEs do not participate.

Contract means and includes any agreement between the City and a person or business enterprise to provide or procure labor, materials, equipment, supplies and services to, for or on behalf of the City. The term "contract" shall include an agreement between the City and a person or business enterprise to perform professional architectural and engineering services, construction related services or fund the performance of such services, non-professional services and/or goods. Except as otherwise specifically defined in this section, the term "contract" does not include:

1. Awards made by the City to a nonprofit entity which the City offers assistance, guidance, or supervision on a project or program and the recipient of the grant award uses the grant moneys to provide services to the community;
2. Sales transactions where the City sells its personal or real property;

3. A loan transaction where the City is acting as a debtor or a creditor;
4. Lease and franchise agreements;
5. Agreements to use City real property; or
6. Gifts of materials, equipment, supplies or services to the City.

Contractor means a prime contractor or vendor on a City contract.

Control or controlled. To determine whether the owner or owners of a potential SBE (as used in this definition, "SBE owner," which shall denote one or more owners) controls the potential SBE, the Certifying Entity shall consider all the facts in the record, viewed as a whole, including without limitation the following:

1. For a SBE owner to be deemed to control, the potential SBE must be independent. An independent business enterprise is a business whose viability does not depend on its relationship with another firm.
 - a. In determining whether a potential SBE is independent, the Certifying Entity will scrutinize affiliate relationships the SBE has with other firms, in such areas as personnel, facilities, equipment, financial and/or bonding support, and other resources.

The Certifying Entity will consider whether present or recent employer/employee relationships between the SBE owner and other firms or persons associated with other firms compromise the independence of the potential SBE.
 - b. The Certifying Entity will examine the potential SBE's relationships with prime contractors to determine whether a pattern of exclusive or primary dealings with a prime contractor compromises the independence of the potential SBE.
 - c. In considering factors related to the independence of a potential SBE, the Certifying Entity will consider the consistency of relationships between the potential SBE and other firms with normal industry practice.
2. A potential SBE must not be subject to any formal or informal restrictions which

limit the customary discretion of the SBE owner. There can be no restrictions through corporate charter provisions, bylaw provisions, contracts or any other formal or informal devices (e.g., cumulative voting rights, voting powers attached to different classes of stock, employment contracts, requirements for concurrence by persons other than the SBE owner, conditions precedent or subsequent, executory agreements, voting trusts, restrictions on or assignments of voting rights) that prevent the SBE owner, without the cooperation or vote of any other individual, from making any business decision of the business enterprise. This subsection does not preclude a spousal co-signature on documents.

3. The SBE owner must possess the power to direct or cause the direction of the management and policies of the business enterprise and to make day-to-day as well as long-term decisions on matters of management, policy and operations.
 - a. An SBE owner must hold the highest officer position in the company (e.g., chief executive officer or president).
 - b. In a corporation, the SBE owner must control the board of directors.
 - c. In a partnership, the SBE owner must serve as a general partner, with control over all partnership decisions.
4. Individuals who are not the SBE owner may be involved in an SBE as owners, managers, employees, stockholders, officers, and/or directors. Such individuals must not, however, possess or exercise the power to control the business enterprise, or be disproportionately responsible for the operation of the business enterprise.
5. The SBE owner may delegate various areas of the management, policymaking, or daily operations of the business enterprise to other participants in the firm. Such delegations of authority must be revocable, and the SBE owner must retain the power to hire and fire any person to whom such authority is delegated. The managerial role of the SBE owner in the business enterprise's overall affairs must be such that the Certifying Entity can reasonably conclude that the SBE owner exercises control over the business enterprise's operations, management, and policy.
6. The SBE owner must have an overall understanding of, and managerial and

technical competence and experience directly related to the type of business in which the business enterprise is engaged and the business enterprise's operations. The SBE owner is not required to have experience or expertise in every critical area of the business enterprise's operations, or to have greater experience or expertise in a given field than managers or key employees. The SBE owner must have the ability to intelligently and critically evaluate information presented by other participants in the business enterprise's activities and to use this information to make independent decisions concerning the business enterprise's daily operations, management, and policymaking. Generally, expertise limited to office management, administration, or bookkeeping functions unrelated to the principal business activities of the business enterprise is insufficient to demonstrate control.

7. If state or local law requires the owner of a particular type of firm to have a particular license or other credential, then the SBE owner of that type of firm must possess the required license or credential to be deemed in control. If state or local law does not require an owner to have such a license or credential, the Certifying Entity will not deny certification solely on the ground that the SBE owner lacks the license or credential. However, the Certifying Entity may consider the absence of the license or credential as one factor in determining whether the SBE owner controls the firm.
8. The Certifying Entity may consider differences in remuneration between the SBE owner and other participants in the business enterprise in determining whether the SBE owner controls the business enterprise. Such consideration shall be in the context of the duties of the persons involved, normal industry practices, the business enterprise's policy and practice concerning reinvestment of income, and any other explanations for the differences proffered by the business enterprise. The Certifying Entity may determine that a business enterprise is controlled by its SBE owner although the SBE owner's remuneration is lower than that of some other participants in the business enterprise. In a case where someone other than the SBE owner formerly controlled the business enterprise, and the SBE owner now controls it, the Certifying Entity may consider a difference between the remuneration of the former and current owner of the business enterprise as a factor in determining who controls

the business enterprise, particularly when the former owner remains involved with the business enterprise and continues to receive greater compensation than the current SBE owner.

9. To be viewed as "controlling" a business enterprise, an SBE owner cannot engage in outside employment or other business interests that conflict with the management of the business enterprise or prevent the SBE owner from devoting sufficient time and attention to the affairs of the business enterprise to control its activities. For example, absentee ownership of a business and part-time work in a full-time firm are not viewed as constituting control. However, an SBE owner could be viewed as "controlling" a part-time business that operates only on evenings and/or weekends, if the SBE owner controls the business enterprise when it is operating.
10. An SBE owner may control a business enterprise even though one or more of the SBE owner's immediate family members participate in the business enterprise as a manager, employee, owner, or in another capacity. Except as otherwise provided in this subsection, the Certifying Entity must make a judgment about the control the SBE owner exercises vis-a-vis other persons involved in the business enterprise as it does in other situations, without regard to whether or not the other persons are immediate family members. If the Certifying Entity cannot determine that the SBE owner—as distinct from the family as a whole—controls the business enterprise, then the SBE owner has failed to carry her/his burden of proof concerning control, even though he/she may participate significantly in the business enterprise's activities.

Day or days refers to calendar days.

Eligible project means:

1. Any City contract with a participation goal attached as identified by the Division of Finance, through its Business Services department ("Business Services") or designee thereof, excluding sole source procurement, emergency procurement, and contracts governed by 49 CFR 23 and 26.
2. For purposes of this chapter, contract or project "value" shall mean either the

expenditure of funds by the City, or the generation of revenue for the City by a contractor as a direct result of a City contract.

Joint venture means an association of two or more persons, partnerships, corporations, or any combination of them, established to carry on a single business activity that is limited in scope and duration. The agreement establishing the joint venture, partnership or other multi-entity relationship shall be in writing. Further, participation in a joint venture shall be based on the sharing of real economic interest in the venture and shall include proportionate control over management, interest in capital acquired by the joint venture and interest in earnings.

Local business means that the vendor or contractor has a valid domestic type county and state business license, issued at least one year prior to the bid or proposal opening date, to do business in said locality that authorizes the business to provide the goods, services, or construction to be purchased, and the physical principal business address located within the city limits, in an area zoned for the conduct of such business, from which the vendor operates or performs the majority of its business on a day-to-day basis, and also from which the vendor conducts 100 percent of the necessary functions to maintain or fulfill the contract with the city. Post office boxes are not verifiable and shall not be used for the purpose of establishing said address.

Memphis MSA means the geographical area consisting of the following counties: Shelby, Fayette, Tipton, Desoto, Marshall, Tate, Tunica, and Crittenden.

Business Services means the Business Services Department of the Finance Division of the City of Memphis. The duties and functions of Business Services shall be defined and amended as needed by the Director of the City division in which the office operates.

Owned or **ownership**. In determining whether a potential SBE is owned and operated by an individual or individuals, the Certifying Entity will consider all of the facts in the record, viewed as a whole, including, without limitation, the following:

1. The Certifying Entity shall deem the owner of a business enterprise to be whoever possesses at least 51 percent of the business enterprise. There may be more than one owner.
 - a. In the case of a corporation, such an individual must possess at least 51

percent of each class of voting stock outstanding and 51 percent of the aggregate of all stock outstanding.

- b. In the case of a partnership, such individual must possess at least 51 percent of each class of partnership interest. Such ownership must be reflected in the business enterprise's partnership agreement.
- c. In the case of a limited liability company, such individual must possess at least 51 percent of each class of member interest.

2. The Certifying Entity must find that the individual's ownership is real, substantial, and continuing, going beyond proforma ownership of the business enterprise as reflected in ownership documents. The individual must enjoy the customary incidents of ownership and share in the risks and profits commensurate with their ownership interests, as demonstrated by the substance, not merely the form, of arrangements.

Purpose and intent. The City shall give a local preference to local businesses within its geographical limits in awarding City contracts and making purchases whenever the application of such a preference is reasonable in light of the dollar value of the proposal received in relation to such expenditures.

SBE Status means whether a firm meets the qualification criteria of a small business enterprise, as set forth in this chapter.

Small Business Enterprise (SBE) means a firm with its headquarters and/or principal office located in the City and is an independent and continuing enterprise for profit, performing a commercially useful function which is owned and controlled by one or more persons and for which the gross revenues or number of employees averaged over the past three years, inclusive of any affiliates as defined by 13 CFR 121.103, does not exceed ten million dollars (\$10,000,000) or three hundred (300) employees.

Small Business Owner means a person who owns the business enterprise for which the owner is seeking SBE certification from the City or approved certifying agencies.

Supplier means a warehouse or manufacturer of materials, supplies or equipment which contracts directly with a bidder to provide such materials, supplies or equipment on an eligible project which involves a trade or service. For purposes of measuring the total contract dollars awarded or paid to suppliers on eligible projects, only amounts paid to

suppliers of goods customarily and ordinarily used based upon standard industry or trade practices shall be counted.

Sec. 6-2-409. — Statement of policy.

It is the purpose of this chapter to promote the economic welfare of the people of the City, to promote business opportunity for all persons doing business with the City, and to promote commerce by assisting SBEs to actively participate in the City's procurement process. SBEs represent 89 percent of the businesses in the United States and 30 percent of the business revenue nationwide, according to the United States Bureau of Census. Also, according to the United States Bureau of Census, in the Memphis metropolitan statistical area, 73 percent of establishments have less than ten employees and 94 percent of establishments have less than 50 employees.

The City, through Business Services, shall develop a policy and manual to detail the process, procedure, and methodology for setting SBE goals and utilization of the designated SBE sheltered market. Business Services shall set annually, at the beginning of each fiscal year, an aspirational SBE goal for certain designated categories of prime contracts. The annual aspirational SBE goal may be broken down by Division as outlined in the Business Services policy and manual. Additionally, Business Services shall set SBE subcontracting goals based on SBE availability for construction, architecture, engineering, surveying, commodities, and services in accordance with the Business Services policy and manual.

Sec. 6-2-410. — Duties of Business Services.

Under this chapter, Business Services shall have the following authority and duties for the implementation of the Small Business Enterprise program under this chapter:

1. Administration and enforcement of this chapter and of the federal disadvantaged business enterprise program as per 49 CFR parts 23 & 26.
2. Establishment of written policy, manual, procedures, informal guidelines, and forms as may be necessary to effectuate this chapter.
3. Monitoring compliance with the requirements of this chapter.

4. Accept valid and current proof of certification of businesses as SBEs from approved certifying entities in accordance with the standards set forth in this chapter.
5. Development of databases to be maintained as a public record of certified SBEs.
6. Investigation of alleged violations of this chapter, and the issuance of written statements following any determination of such investigation, stating the reasons therefor and any penalty to be imposed.
7. Collaborating with the various City divisions to ensure maximum outreach to SBEs.
8. Determination of whether any of the penalties set forth in Section 6-94-17 should be applied to a business.
9. Attendance at pre-bid, pre-proposal, pre-construction and pre-work conferences.
10. Provision to business entities of all forms, applications, documents and papers necessary to comply with this chapter.
11. Provision of information to potential bidders, upon request by the potential bidder, which shall include names and contact information of certified SBEs, to reinforce and support outreach efforts by potential bidders.
12. Notification by certified mail that a bidder who has bid on and who otherwise would have been awarded a contract has the right to appeal a determination of noncompliance with this chapter, with said appeal to be decided by Business Services within seven calendar days of receipt of the notice of noncompliance.
13. Notification by certified mail that an applicant who has been denied certification as an SBE has the right to appeal such determination, said appeal to be determined by Business Services within seven calendar days of receipt of the notice of such determination.
14. Notification to the purchasing agent of any determination of noncompliance with this chapter, and of any appeal from any such determination.
15. Monitoring, for data gathering and informational purposes, utilization of SBEs on eligible projects.
16. Maintenance of documents, forms, records or data regarding this program as provided

in this chapter including:

- a. Documents, forms, records or data regarding the dollar amounts subcontracted to or expended for services performed by subcontractors and suppliers on eligible projects, including the SBE status of each subcontractor and supplier; and
- b. Documents, forms, records or data regarding certified SBEs.

17. Development and implementation of outreach and assistance programs to promote contracting opportunities for all businesses that wish to do business with the City, regardless of SBE status.
18. Establishment of SBE citywide aspirational goals and project specific goals.
19. Identify targeted procurements for SBE-only competition, depended on SBE availability.

20. The duties of Business Services should include supporting the various City divisions in achieving their established Small Business Enterprise goals, as well as providing business development assistance to the local business community. This support should cover, but not be limited to, the following activities:
 - (a) Supply comprehensive resources, including informational materials, toolkits, and training sessions to assist divisions in meeting SBE goals.
 - (b) Offer expert advice and consulting services to help divisions understand and navigate SBE objectives effectively.
 - (c) Collaborate with divisions to develop strategic plans that align with SBE goals, ensuring a clear path to success.
 - (d) Facilitate the identification and establishment of partnerships with potential small businesses, promoting mutual benefits and collaboration.
 - (e) Organize and conduct training sessions and workshops focused on best practices for engaging with small businesses and achieving SBE objectives.
 - (f) Implement monitoring and evaluation processes to assess progress towards SBE goals and provide feedback for continuous improvement.

- (g) Create and promote networking events to encourage interaction among divisions and small business partners, enhancing collaboration and opportunities.
- (h) Maintain open lines of communication with all divisions to ensure they are informed about available resources and opportunities related to SBE initiatives.
- (i) Act as an advocate for small business interests within the organization, ensuring that their needs and contributions are recognized and valued.
- (j) Keep detailed records of activities, partnerships, and progress toward SBE objectives, providing regular reports to leadership on outcomes and areas for development.
- (k) Conduct research to identify trends, challenges, and opportunities in the small business landscape to inform strategies and support for divisions.
- (l) Establish a system for gathering feedback from divisions and small business partners to inform ongoing improvements and tailor support services accordingly.
- (m) Establish mentorship opportunities that connect new business owners with experienced entrepreneurs for guidance and support.
- (n) Provide resources and connections to funding sources, such as grants, loans, and investment opportunities.
- (o) Serve as a central resource for local entrepreneurs by offering access to information and tools that foster business growth.

Sec. 6-2-411. — Small business assistance.

Business Services shall act as a resource for information on small business enterprises and entrepreneurs.

Business Services shall also undertake to raise the consciousness of SBEs about City business opportunities and provide information on taking advantage of the program benefits. Further, the City shall provide the following assistance to small business enterprises:

1. Access to training; technical assistance. Business Services shall act as a resource for technical assistance. The office shall collect, organize and disseminate information

regarding available technical assistance providers in the Memphis market area.

2. Capital; financing assistance. Business Services shall act as a resource for financial assistance. The office shall collect, organize and disseminate information regarding available capital or financing sources in the Memphis market area.
3. Bonding assistance. Business Services shall provide SBEs with information regarding bonding including, providing a list of qualified service providers that supply bonding services.
4. Access to markets. Business Services will work to facilitate access to markets for SBEs, working with the office of planning and development (OPD) and other development entities to connect eligible businesses to City, state and federal programs that promote investment and encourage employment, including but not limited to the various hub zone, enterprise zone, and tax allocation districts. Business Services may monitor in conjunction with OPD SBE involvement in procurement opportunities generated by OPD.

Sec. 6-2-412. — City-maintained records and reports.

The effectiveness of the SBE Program will be measured by a review of data indicating prime, subcontractor and supplier awards to SBEs. Program effectiveness measurements will also include efforts by City staff to provide prime contracting opportunities for SBEs. In order to ensure the effective tracking of these efforts, the following shall be done:

1. Each contractor shall continuously maintain, compile, and provide to Business Services, monthly, information relating to its use of SBEs on the City project. This information shall include without limitation the following information for each of the SBE subcontractors and suppliers utilized by the contractor on the City project: a description of the categories of contracts awarded to SBEs; the dollar value of contracts awarded to SBEs; and contact information for the SBEs. Additionally, the contractor shall provide information regarding its progress toward attaining the SBE goal on the city project.
2. Within 30 days after the end of a contract in which there was an SBE goal, each contractor shall provide Business Services with a report that summarizes the

outcome of the project information, including without limitation: the identity of and contract information for each SBE to whom the contractor has awarded a subcontract or supplier agreement; the type of work performed or supplies provided by each subcontractor/supplier; the dollar value of each of the subcontracts/supplier agreements; and the total percentage of the value of the City contract subcontracted to SBE subcontractors and/or suppliers.

3. The purchasing department shall provide Business Services with information regarding every City contract on which the prime contractor is an SBE or on which an SBE is part of a joint venture or mentor protege team serving as the prime contractor. The information shall include the name and contact information of the SBE, the type of contract, and the dollar value of the contract.
4. Business Services shall prepare a consolidated report based on a compilation and analysis of the reports submitted by each contractor and information from the purchasing department regarding the City's use of SBEs as prime contractors. The consolidated report will identify and assess the awards to SBEs of City contracts, prime contractors' use of SBE subcontractors and suppliers, prime contractors' progress in achieving SBE subcontract goals, and other SBE development and contracting efforts. Specifically, Business Services will maintain records and prepare reports showing:
 - (a) Awards to SBE subcontractors and suppliers, including names of contractors and subcontractors, nature of the work/services performed, and the percentage of SBE participation per contract. The City will obtain regular reports from prime contractors on their progress in meeting contractual SBE commitments;
 - (b) Specific efforts by contractors to identify and award contracts to SBEs;
 - (c) Copies of direct mailings by contractors to SBEs;
 - (d) City contracts awarded to SBEs or prime contractors in which an SBE was a joint venture partner or part of a mentor protege team. This information shall include without limitation the name and contact information of the SBEs, the type of contract, and the dollar value of

the contract;

- (e) Pre-bid conference information as it relates to the SBE program;
- (f) Requests for assistance from SBEs interested in bidding/proposing on city contracts and subcontracts;
- (g) Workshops, seminars and training programs conducted for SBEs; and
- (h) Efforts to assist SBEs in acquiring bonding and insurance.

5. Business Services will submit annual SBE participation reports to the Council. These reports shall include a summary of the information described in this section, plus an analysis of the total dollar value of City contracts/subcontracts awarded to SBEs during the preceding year, categorized by prime contracting dollars, subcontracting dollars, and supplier dollars. The percentage of the total dollar value of these contracts that was awarded to SBEs during the preceding year shall also be provided.

Sec. 6-2-413. — Small business enterprise program goals and counting procedures.

- A. The Business Services Manager or appropriate designee in conjunction with the purchasing agent will set an SBE subcontracting goal based on the established goal-setting methodology in the Business Services policy and manual for each specific prime contract with subcontracting and/or supplier possibilities, but shall have the authority to reduce or eliminate such SBE goal on a contract-by-contract basis based upon the type of contract, the type of subcontracting work that will be required, and the availability of SBEs therefor. Every bidder on an eligible project shall be required to submit, with its bid submission, the names, address, certification numbers, if applicable, of certified SBEs or firms that have applied for SBE certification at the time of the bid submission, and any other information required by Business Services as set forth in the project's solicitation documents.
- B. SBE participation is counted as follows:
 1. The City will only give bidders credit toward the SBE goal(s) for those SBEs that

are certified as of the bid or proposal due date.

2. Once a firm is certified as an SBE, the total dollar value of the subcontractor or supplier contract awarded to the SBE by the contractor is counted toward the applicable SBE goal. However, if a firm who is listed on the contract as having its SBE certification pending has its certification denied, or if an SBE fails to be recertified during the term of the contract, or if an SBE is decertified during the term of the contract, the dollar value of the contract awarded to that SBE cannot be counted toward the applicable SBE goal.
3. The City will count toward its SBE goal a portion of the total dollar value of a contract with a joint venture equal to the percentage of the ownership and contractual commitment to the SBE partner in the joint venture.
4. The City will count toward the SBE goal a portion of the total dollar value of a contract with a mentor protege team equal to the percentage of the project self-performed by the SBE member of the team.
5. The City will count toward its SBE goal only expenditures to SBEs that perform a commercially useful function in the work of the contract.
6. The City will count toward its SBE goals the following expenditures to SBE firms that are not suppliers:
 - a. The fees or commissions charged for providing a bona fide service, such as professional, technical, consultant or managerial services and assistance in the procurement of essential personnel, facilities, equipment, materials or supplies required for performance of the contract, provided that the fee or commission is determined by the City to be reasonable and not excessive as compared with fees customarily allowed for similar services.
 - b. The fees charged for delivery of materials and supplies required on a job site (but not the cost of the materials and supplies themselves) when the hauler, trucker, or delivery service is not also the manufacturer of, or a regular dealer in, the materials and supplies, provided that the fee is determined by the City to be reasonable and not excessive as compared with fees customarily allowed for similar services. The fees or

commissions charged for providing any bonds or insurance specifically required for the performance of the contract, provided that the fee or commission is determined by the City to be reasonable and not excessive as compared with fees customarily allowed for similar services.

C. Goal Setting Committee:

Each Goal Setting Committee or series of Goal Setting Committees is to be appointed and chaired by the Business Services Manager or designee. The committee shall include, at a minimum, the Purchasing Agent or designee, the Business Services Manager or designee, the Chief Financial Officer or designee, the Director or designee of the originating department. The committee will determine which goals will be applied to specific contracts based on various criteria.

D. Sheltered market.

1. Business Services, in consultation with the purchasing department will designate certain procurements as sheltered market procurement opportunities, which will only be open for competition by and between SBEs.
 - a. Contracts of \$2,500.00 to \$100,000.00. Under the sheltered market program, every acquisition of goods or services that has an anticipated dollar value between \$2,500.00 and \$100,000.00 is automatically reserved exclusively for small businesses, except for those contracts pertaining to street projects, as described in the CIP budget. The Business Services designee and the purchasing agent may agree to exclude any procurement in this category from the sheltered market at their joint discretion. The sheltered market procurement requirement will only apply when there is a reasonable expectation that offers will be obtained from three or more SBEs that are competitive in terms of market prices, quality, and delivery. If only one acceptable offer is received from a responsible SBE, the sheltered market procurement will be withdrawn and the product or service, if still needed, will be solicited on an unrestricted basis.
 - b. Contracts over \$100,000.00. In addition, the Business Services designee and purchasing agent may agree to designate any contract over \$100,000.00 for

SBEs, except for those contracts pertaining to street projects, pertaining to public works construction, or other projects for which a sheltered market would conflict with state law. The sheltered market designation shall be made only when there is a reasonable expectation that bids will be obtained from at least three responsible SBEs and that the award will be made at a fair market price.

2. Partial sheltered market procurements. A sheltered market procurement of a single acquisition or a class of acquisitions may be total or partial. The Business Services designee and the purchasing agent may designate a portion of an acquisition as sheltered market procurement, except for construction.
3. To obtain sheltered market procurement, an SBE must perform at least a given percentage of the contract. This provision limits the amount of subcontracting an SBE may enter into with other firms when performing these types of contracts. The provisions are as follows:
 - a. Construction. For general and heavy construction contractors, at least 15 percent of the cost of the contract, not including the cost of materials, must be performed by the SBE prime contractor with its own employees. For special trade construction, such as plumbing, electrical, or tile work, this requirement is 25 percent.
 - b. Manufacturing. At least 50 percent of the cost of manufacturing, not including the cost of materials, must be performed by the SBE prime contractor.
 - c. Services. At least 50 percent of the contract cost for personnel must be performed by the SBE prime contractor's own employees.

Sec. 6-2-414. — Certification as a Small Business Enterprise.

- A. A business seeking certification or recognition of certification from the City as an SBE must submit documentation as designated by the City on the prescribed form, affirming under penalty of perjury that the business qualifies as an SBE. In order to qualify as an SBE, the potential SBE owner must meet the following requirements:

1. Demonstrate that the firm's gross revenues or number of employees averaged over the past three years, inclusive of any affiliates as defined by 13 CFR 121.103 do not exceed ten million dollars (\$10,000,000) or three hundred (300) employees;
2. Demonstrate that the SBE owners listed on the certification application own and control the business;
3. Demonstrate that it is or will be performing a commercially useful function;
4. Demonstrate that it is located in the City; and
5. Demonstrate that the principal owner maintains a residence in the Memphis MSA.

B. Business Services or the Certifying Entity may also, if it deems it necessary, perform an on-site review of the potential SBE owner's business prior to approving an application for certification.

C. A firm that is denied certification may not reapply for certification for a period of 12 months from the date of the denial.

D. Firms certified by other government agencies will be required to be certified under this chapter regardless of previous certification.

E. When a firm which has previously been designated an SBE exceeds either the gross revenue or the number of employees provision, it will be deemed to have graduated from the SBE Program with no right of reentry.

1. *Graduation procedures.* Any interested party may request an evaluation of an SBE firm. That evaluation will be performed at the time of the recertification for the SBE. Upon recertification, a firm will be evaluated for graduation from the program. Once Business Services has been notified by the certifying agency that the firm has exceeded the size standards established by the NAICS, the following steps will be followed:
 - a. Notification. Business Services shall issue a letter of notification to the firm detailing its intent to graduate the firm from the program. The letter of notification shall set forth findings, based on the facts and in accordance with law and regulations, for every material issue relating to the basis of the program graduation with specific reasons for each

finding.

- b. Appeal. The firm will be allowed 45 days from the date of the letter to appeal the decision. To appeal the decision, the firm must submit in writing to Business Services, information which would explain why the proposed basis of graduation is not warranted. Upon receipt of the appeal, Business Services will notify the firm in writing of the receipt of the appeal.
- c. Review. If the firm appeals its graduation from the program within the requisite 45 days, the appeal will be reviewed by a committee composed of the director of finance, purchasing agent, and city engineer. Within 15 days of receipt of the appeal, a written decision will be issued to the firm by the committee via Business Services.

2. *Post graduation*. After the effective date of firm's graduation from the program as provided for herein, a firm is no longer eligible to participate in or receive assistance from the SBE program. However, such firm is obligated to complete previously awarded contracts and/or subcontracts, including any priced bids that may be exercised. Upon graduation there will be no right of reentry.

Sec. 6-2-415. — Recertification.

Once certified as an SBE by the City or approved certifying entities, the certification is valid for a period of one year from the date the City or approved certifying entity certified the applicant as an SBE. Prior to the expiration of the one-year period, a business that desires to be recertified by the City or approved certifying entity shall:

1. File an application to renew with the City or approved certification entity as designated by the City; and
2. Meet the requirements specified in this chapter for certification as an SBE.

Sec. 6-2-417. — Decertification of Small Business Enterprise.

A. The City or approved certifying entities may decertify the SBE for any of the following reasons:

1. Changes in the firm's circumstances since the certification of the firm that render the firm unable to meet the eligibility standards;
2. Information or evidence that was not available to the City at the time the firm was certified that, if available, would have resulted in a denial of certification;
3. Information that was concealed or misrepresented by the firm in connection with the certification application or review conducted by the City;
4. A change in the certification standard or requirements of the City since the certification of the firm;
5. Prior to taking formal action, Business Services staff shall provide the business with written notice of the proposed revocation. During the pendency of the proceeding, the SBE firm's certification shall remain valid. Business Services staff shall then prepare a recommendation regarding the proposed revocation for review and approval by the chief operating officer. If approved by the chief operating officer, Business Services shall issue an initial notice of decertification to the SBE owner by certified mail. The SBE may appeal the initial notice of decertification within seven days of the receipt of the initial notice of decertification. If the SBE owner fails to appeal the initial notice of decertification within the period set forth in this section, the decertification shall be final and take effect immediately.
6. If Business Services decertifies an SBE proposed to work, or currently working, on a contract, the decertified SBE's participation on the contract may no longer be counted toward fulfillment of the City's SBE goals. If the contractor no longer meets the City's SBE goals after the decertification of the former SBE, the contractor shall be required, within 30 days after notification by Business Services, to demonstrate good faith efforts to substitute the decertified SBE. Failure to demonstrate good faith efforts to substitute a decertified SBE will result in the bidder being declared

nonresponsive, if done prior to the award of the contract, or the contractor being held in default of the contact, if done after the award of the contract.

Sec. 6-2-418. — Certification reviews.

In addition to reviewing firms for cause, Business Services will conduct random certification reviews of certified SBEs by auditing them to verify that the information submitted by a business is accurate, and that the business remains eligible after certification has been granted. Certification is subject to revocation if it is determined that a business no longer qualifies as an SBE under the terms of this chapter. Certification reviews may be conducted for any business for which Business Services determines a certification review is warranted. Businesses subject to certification reviews must provide Business Services with any information requested to verify the certification eligibility of the business.

Sec. 6-2-419. — Appeals.

- A. *Determination of noncompliance.* A responsible bidder that is determined to be nonresponsive to the requirements of this chapter, and that otherwise would have been awarded a contract, as determined in consultation with the purchasing agent, shall receive a written determination by the Business Services designee, via certified mail, setting forth the reasons for the determination of nonresponsiveness.
- B. *Denial of certification as an SBE.* Upon a denial of certification as an SBE, Business Services shall notify the affected party in writing, via certified mail, setting forth the reasons for the denial of certification.
- C. *Time for filing notice of appeal.* Any business that has been denied certification as an SBE, or against whom a final determination of nonresponsiveness to the requirements of this chapter has been made by Business Services, may appeal the final determination of nonresponsiveness or denial of SBE certification by filing a notice of appeal with Business Services in writing within seven (7) calendar days of receipt of the notice of the final determination of noncompliance or denial of certification.
- D. *Posting of appeal security.* Any bidder that files an appeal to a final determination of

nonresponsiveness by Business Services must, at the time of filing, post security in the amount of one percent of the financial offer of the appellant. If the Business Services hearing officer upholds the determination of the office of contract compliance, he or she shall assess against the appellant reasonable attorneys' fees and other administrative costs incurred by the City in reviewing and responding to the appeal. If the City is represented by its law department, such fees and costs will be calculated at the hourly rate of each attorney participating in the review and response to the appeal set forth in each attorney's most recent City paycheck times the number of hours worked by such participating attorneys on the appeal. If the City is represented by outside counsel, such fees and costs will be calculated at the billing rates of the firm's attorneys, plus all out-of-pocket costs of the firm concerning the appeal. Within 15 days of ruling against the appellant, the Business Services hearing officer, in consultation with the City's law department and outside counsel, if any, will calculate the City's cost in reviewing and responding to the appeal and will apply the appellant's bond or certified check to the costs. Any remaining balance of the bond or certified check will be returned to the appellant.

- E. *Notice of hearing date and hearing.* Within three (3) calendar days of receipt of a notice of appeal from an aggrieved party, excluding official holidays, the Business Services designee shall forward the notice to the Business Services hearing officer.
- F. *Exhaustion of administrative remedies.* A protester shall be required to exhaust its administrative remedies before filing suit in any state or federal court based on a determination of nonresponsiveness or denial of certification by Business Services rendered pursuant to this chapter.
- G. *Duties of office of business services hearing officer.* The duties of the Business Services hearing officer shall be as follows::
 - 1. The Business Services hearing officer shall have exclusive jurisdiction to determine all appeals arising under this chapter.
 - 2. The Business Services hearing officer shall set a hearing date not more than seven (7) calendar days from the date of receipt of the notice of appeal from the Business Services designee, excluding official holidays. The hearing officer shall cause notice of the hearing to be served upon all parties by certified U.S. mail. Such notice shall set forth with particularity the decision being appealed by the aggrieved business and shall include the

hearing date, time and place.

3. At the hearing, all parties shall be provided a fair and impartial hearing and shall be allowed to produce any and all evidence in either party's possession concerning the final determination of nonresponsiveness with the requirements of this chapter, or the denial of certification as an SBE.

H. *Decision.* Within seven (7) calendar days after conclusion of the hearing, excluding official holidays, the Business Services hearing officer shall make a written decision on the appeal, which decision shall affirm, alter or reverse the final determination of nonresponsiveness or the denial of certification by Business Services. The hearing officer shall decide whether the final determination of nonresponsiveness or the denial of certification being appealed was in accordance with the law in existence at the time that the bidder was found to be nonresponsive, at the time that certification was denied, or at the time the penalties were imposed.

I. *Notice of decision.* Within seven calendar days after conclusion of the hearing, excluding official holidays, the Business Services hearing officer shall issue written notice of the decision on the appeal to all parties. The notice of the decision shall be sent to all parties by certified U.S. mail and shall set forth the reasons for the decision.

J. *Appeal.* The decision of the hearing officer shall be binding on all parties, subject to the right of appeal to the chief operating officer or its designee.

Sec. 6-2-420. — Small business enterprise directory.

The City will create an SBE directory that lists SBEs categorized by types of firms to facilitate identifying businesses with capabilities relevant to a particular specification. Each business listing will contain the business name, contact person, address, phone number, legal structure of the business, and details concerning the company's business specialties. North American Industrial Classification System (NAICS) codes will be identified for each company. Business Services will develop and continuously maintain a database as a public record of certified SBE firms.. In compiling this directory, Business Services will identify and certify as many SBEs as possible that perform the types of work or provide the types of supplies needed by the City. The City will maintain and have available an updated SBE directory and source lists for each bid/proposal solicitation to facilitate identifying SBEs working in areas relevant to general

contracting requirements and to particular solicitations.

Sec. 6-2-421. — Procedures to ensure that SBEs have an equitable opportunity to compete for contracts and subcontracts.

A. Procedures to ensure opportunities. The City shall utilize the following measures to ensure maximum practicable opportunities for SBE participation on city contracts:

1. Assist SBE in obtaining insurance and surety bonds where necessary in the performance of contracts, including but not limited to:
 - a. Encouraging prime contractors to assist SBE subcontractors in obtaining bonding;
 - b. Encouraging staged bonding where feasible, when bonding is carried over from one project stage to the next; and
 - c. Relaxing bonding requirements for projects less than \$100,000.00.
2. Encourage the formation of joint ventures between SBEs. Business Services will also assist prime contractors in identifying interested SBEs for subcontracts;
3. Provide information on the City's organization and contractual needs and offer instructions on bid specifications, procurement policy, procedures, and general bidding requirements;
4. Provide specifications and requests for proposals to the SBE community in a timely manner to allow SBEs adequate time to develop responsible and responsive bids. In instances where the cost of obtaining specifications or requests for proposal is prohibitive, copies of the material will be made available at no charge to SBE development agencies;
5. Establish prorated payment and delivery schedules where feasible, to minimize cash flow problems faced by small firms. The City will provide guidance to SBE contractors regarding maintenance of positive flow in order that current obligations can be met;

6. Hold pre-bid conferences to explain SBE requirements as well as forms that must be submitted with a bid;
7. Permit bidders to review and evaluate successful bid documents of similar procurements and use debriefing sessions to explain why certain bids were unsuccessful;
8. Provide projected procurement information and contracting schedules through the office of contract compliance and other outreach efforts;
9. Conduct internal information workshops to inform and acquaint City staff with the goals and objectives of the City's small business enterprise program, and to sensitize them to the challenges faced by SBEs;
10. Maintain records showing specific efforts to identify and award contracts to SBEs and establish a monitoring system to ensure that all contractors, subcontractors, consultants, and vendors comply with contracts specifications related to SBE utilization; and
11. Inform SBEs of bid notices and specifications related to their capability by placing bid notices in major local newspapers and other periodicals. Bid notices will also be sent to local trade associations, technical assistance agencies, economic development groups, and SBEs with capabilities that may be relevant to the bid notice as identified by the City's SBE database. Bid specifications will be made available to SBE contractor associations and technical assistance agencies. Lists of potential firms bidding as primes will also be made available to SBEs.

B. *Direct assistance to SBEs.* In addition to the procedures set forth in subsection A of this section, Business Services shall also undertake special measures to assist SBEs in overcoming barriers to participation on City contracts. This assistance will be offered directly by the City, as well as by City referral to other assistance agencies with established, comprehensive, and continuous SBE development programs. Businesses requiring management and technical assistance will be identified through a questionnaire, through personal experience with these businesses, and through requests for assistance. Business Services will offer the following direct assistance to SBEs:

1. Provide counseling and training sessions for SBEs. City staff will be available to

interested business representatives to explain (in detail) instructions for preparation of bid specifications, the City's procurement policies, procedures and general bid requirements. The Business Services designee will coordinate and follow up on all requests for assistance to ensure that all necessary information was provided.

2. Provide coordination and referral to existing business development organizations.
3. Sponsor intensive workshops and training sessions on identified SBE problem areas (i.e., pricing and estimating, joint venture formation, accounting principles, marketing, etc.).

Sec. 6-2-422. — Methods by which the city will require contractors and subcontractors to comply with applicable SBE requirements.

The City's staff is available to assist contractors and subcontractors in implementing this program. As a standard procedure, such assistance includes:

1. Clearly set forth the City's SBE Program goals in all City solicitations.
2. Attend pre-proposal/bid conferences to explain the City's SBE Program.
3. Identify certified SBEs in the City's database and providing a list of available, certified SBEs upon request.
4. Provide plan holder lists and pre-bid sign-in sheets made available to interested SBEs upon request.
5. Assist bidders with developing their SBE Programs.
6. Monitor SBE participation levels on projects throughout the duration of a contract. Contractors violating contract provisions regarding SBE participation are subject to the sanctions set forth in Section 6-94-17.

Sec. 6-2-423. — Means to ensure that bidders make good faith efforts to meet SBE contract goals.

- A. For all contracts for which SBE contract goals have been established, the bidder shall be required to submit SBE participation information to the City and any other information

required by Business Services as set forth in the project's solicitation documents. The award of the contract will be conditioned upon satisfaction of the requirements established by the City. The bidder shall submit, with its bid submission, the following information:

1. The name, address and certification number, if applicable, of the SBE firms that will participate in the contract;
2. The description of the work each named SBE will perform; and
3. The dollar amount of participation by each named SBE firm.

B. If the SBE participation submitted by the bidder does not meet the SBE contract goals, the bidder must submit with its bid submission evidence demonstrating that good faith efforts were made to meet the goals. The City will review documents submitted at the time of the bid and make its determination of good faith efforts based on those submitted documents. Additional submissions will not be permitted. To determine sufficient good faith efforts to meet the SBE contract goal, a bidder/proposer shall document the steps it has taken to obtain SBE participation, including but not limited to the following:

1. Attendance at a pre-bid meeting, if any, scheduled by the City to inform SBEs of subcontracting opportunities under a given solicitation.
2. Provide copies of advertisements in general circulation media, trade association publications, and other media for at least 15 days before bids or proposals are due.
3. Copies of written notification sent to all City certified SBEs that perform the type of work to be subcontracted, in sufficient time to allow said SBEs to participate effectively, soliciting said SBEs' interest in working on the project and advising the SBEs:
 - a. Of the specific work the bidder intends to subcontract;
 - b. That their interest in the project is being solicited; and
 - c. How to obtain information for the review and inspection of the plans, specifications and requirements of the bid.

4. A written statement that economically feasible portions of work were selected to be performed by SBEs, including, where appropriate, segmenting elements of work or combining elements of work into economically feasible units. The ability of the bidder to perform the work with its own work force will not in itself excuse the bidder from making good faith efforts to meet participation goals.
5. A statement of the good faith efforts to negotiate with SBEs for specific subcontracts, including at a minimum:
 - a. The names, addresses, and telephone numbers of SBEs that were contacted.
 - b. A description of the information provided to SBEs regarding the plans and specifications for portions of the work to be performed.
 - c. A statement of why additional agreements with SBE were not reached.
 - d. Concerning each SBE, the SBE contacted but rejected as unqualified, and the reasons for the bidder's conclusion.
 - e. Efforts made to assist the SBEs contacted that needed assistance in obtaining bonding or insurance required by the competitor or the City.
6. Outreach efforts documentation. A statement describing the bidder's outreach efforts to identify, contact, contract with, or utilize businesses, including certified SBEs, as subcontractors or suppliers on the eligible project. Business Services shall set forth in the solicitation document the documents that a bidder may submit to demonstrate its outreach efforts, and such documentation may include, without limitation, evidence of the following:
 - a. The bidder contacted Business Services to identify available businesses to work on the eligible project, including certified SBEs, regardless of race, gender or ethnicity. Business Services will supply a letter to be included in the bid of the efforts rendered by the bidder as it relates Business Services recommendations.
 - b. The bidder placed notices of opportunities for qualified businesses to perform subcontracting work on the eligible project in newspapers, trade journals, and other relevant publications, including publications specifically

targeted to SBEs, or communicated such notices of opportunities via the Internet or by other available media or means.

- c. The bidder submitted invitations to bid for work on the eligible project to qualified businesses, including certified SBEs.
- d. The bidder included in such notices and invitations a full disclosure of the criteria upon which bids, proposals or quotes would be evaluated, and also included contact information for inquiries, submissions, or requests to review any necessary bid documents.
- e. The bidder promptly responded to inquiries, provided necessary physical access and time for interested businesses to fully review all necessary bid documents, and otherwise provided information, access and time necessary to allow all interested businesses to prepare bids and quotes.
- f. For each business which contacted or was contacted by the bidder regarding subcontracting or other services on the eligible project but was not contracted with or otherwise utilized on the eligible project, the bidder shall provide a written statement setting forth the dates of such contacts, the nature of such contacts, and the reasons why an agreement was not reached regarding work to be performed on the project. The bidder shall maintain all written documents reflecting such contacts, including bids, quotes and proposals.

7. To determine whether a bidder that has failed to meet SBE goals may be awarded the contract, the Business Services Manager, the director of finance and the purchasing agent, prior to the award of the project, will determine whether the efforts the bidder made to obtain SBE participation were good faith efforts. Efforts that are merely pro forma are not good faith efforts to meet the goals. In order to award a contract to a bidder that has failed to meet SBE contract goals, the Business Services Manager, the director of finance and the purchasing agent will determine whether the bidder actively and aggressively made efforts to meet the City's SBE goals. A bidder making a good faith effort would consider a number of factors in negotiating with subcontractors, including SBE subcontractors, and would take a firm's price and capabilities as well as contract goals into consideration. However, the fact that

there may be some additional costs involved in finding and using SBEs is not in itself sufficient reason for a bidder's failure to meet the contract SBE goal, as long as such costs are reasonable. Also, the ability or desire of a prime contractor to perform the work of a contract with its own organization does not relieve the bidder of the responsibility to make good faith efforts. Prime contractors are not, however, required to accept higher quotes from SBEs if the price difference is excessive or unreasonable. In determining whether a bidder has made good faith efforts, the Office of Business Services will take into account the performance of other bidders in meeting the contract. For example, when the apparent successful bidder fails to meet the contract goal, but others meet it, the Office of Business Services may reasonably raise the question of whether, with additional reasonable efforts, the apparent successful bidder could have met the goal. If the apparent successful bidder fails to meet the goal but meets or exceeds the average SBE participation obtained by other bidders, the City may view this, in conjunction with other factors, as evidence of the apparent successful bidder having made good faith efforts. Businesses that fail to meet SBE goals and fail to demonstrate good faith efforts shall be deemed nonresponsive to the City's SBE requirements and shall not be eligible to be awarded the contract.

8. To ensure that all obligations under contracts awarded to SBEs are met, the City shall review the contractor's SBE involvement efforts during the performance of the contract. The contractor shall bring to the attention of the City any situation in which regularly scheduled progress payments are not made to SBE subcontractors.
- C. Bidders shall not terminate, replace, or reduce the work of the SBE that the bidder has counted toward meeting the committed SBE goal unless:
 1. The SBE refuses to enter into a contract consistent with the Letter of Intent.
 2. The SBE's certification expires.
 3. The SBE materially breaches its contract with the bidder.

In addition to post-award terminations, the provisions of this section apply to pre-award deletions of or substitutions for SBE firms put forward by bidders.

Sec. 6-2-424. — Penalties for noncompliance.

A contractor who fails to comply with any portion of this chapter, and whose failure to comply continues for a period of 30 calendar days after the contractor receives written notice of such noncompliance from the director of Business Services, shall be subject to any or all of the following penalties:

1. Withholding of ten percent of all future payments for the eligible project until Business Services determines that the contractor is in compliance with this chapter.
2. Withholding of all future payments under the eligible project until it is determined that the contractor is in compliance with this chapter.
3. Cancellation of the eligible project.
4. Refusal of all future contracts or subcontracts with the City for a minimum of one year and a maximum of five years from the date upon which this penalty is imposed.

Sec. 6-2-425. — Outreach to SBEs.

The City considers information dissemination and communication with SBEs as an integral part of the city's SBE Program. As a part of its outreach program, Business Services will solicit input from representatives of SBEs, trade associations and community organizations. This input will serve several important functions, including:

1. Providing information to identify additional SBE firms;
2. Assisting in refining SBE Program goals and procedures; and
3. Providing an independent assessment of the effectiveness of the City's SBE program.

Sec. 6-2-426. — Procedures to require that participating SBEs are identified by name by competitors for contracts.

- A. The City shall indicate, in solicitations for contracts that provide opportunities for SBE participation, goals for the use of SBE firms. Solicitations shall require all bidders to submit a written assurance of meeting the goals in their bids or proposals. Bids must also include a proposed schedule of SBE participation that lists the names of SBE subcontractors, a description of the work each is to perform, and the dollar value of each proposed SBE subcontract. If the SBE participation does not meet the SBE contract goals, the bidders must submit sufficient information and evidence demonstrating that the bidder made good faith efforts to meet the goals.
- B. Bidders are required to submit this information with their bids and bidders are so informed at the time of solicitation. Agreements between a bidder and an SBE in which the SBE promises not to provide subcontracting quotations to other bidders shall be prohibited.

Sec. 6-2-427. — Local preference for award of city contracts.

Purpose and intent. The City shall give a local preference to local businesses in the city limits in awarding City contracts and making purchases whenever the application of such a preference is reasonable in light of the dollar value of the proposal received in relation to such expenditure.

1. Local preference.

- a. In order to be eligible for the local preference, the vendor must provide a copy of the domestic county and state business license and shall also provide proof that county personal property taxes and all other necessary local business operational taxes inherent to businesses whose principal base of operations is located within the city limits were appropriately paid and/or authorize the governing bodies of each agency to release such information to the city.
- b. In the bidding of, or letting contracts for procurement of supplies, materials, equipment and services, with a total price of \$10,000.00 or more, local preference shall mean that if the lowest responsive bidder is a regional or non-local business, then all bids received from responsive local businesses are decreased by five percent. The original bid is not changed; the five percent decrease is calculated only for the purposes of determining the local preference. The local preference cost differential is not to exceed \$100,000.00.
- c. In the case of a request for proposal, letters of interest, best evaluated bids, qualifications or other solicitations and competitive negotiation and selection in which objective factors are used to evaluate the responses, local businesses are assigned five percent of the total points of the total evaluation points up to a maximum of five points.
- d. In the event of a tie between a local business and one or more non-local business meeting specifications, the ties shall be broken in favor of the local business.

2. Local presence.

- a. In the event there is no local business preference designation, either due to non-participation or non-eligibility after the five percent differential or five-point

assignment, then local presence will be considered for the procurement of goods and services over the amount of \$2,000,000.00.

- b. Local presence will be demonstrated by the total number of individuals a business employs within the county. For procurements, a five percent differential, which is not to exceed \$200,000.00, shall be granted for the business that demonstrates the highest number of total employees located within the county at the time of the bid response. For request for proposals or matters for which factors are evaluated, local presence at the time of the response will be a weighted criterion. In no event shall the local presence designation be allowed for a business with less than 25 local employees at the time of the bid response.

3. *Exceptions.*

- a. The local business preference or presence criteria shall not apply to purchases or contracts which are funded, in whole or in part, by a governmental entity and the laws, regulations, or policies governing such funding prohibit application of the local preference, nor shall the local preference apply to purchases made or contacts let under emergency or noncompetitive situations.
- b. Application of the local preference or local presence criteria to a particular purchase, contract or category of contracts for which the city is the awarding authority may be waived upon written justification and recommendation of the city to compare qualification, character, responsibility and fitness of all persons, firms, or corporations submitting bids or proposals. Further, the preference or presence criteria established herein in no way prohibit the right of the city from giving any other preference permitted by law in addition to the preference authorized herein.

Section 2. — Severability.

BE IT FURTHER ORDAINED, That if any provision of this chapter or any application thereof to any person or circumstance is held invalid, such invalidity shall not affect other provisions or applications of this chapter which can be given effect without the invalid

provisions or applications and are to this end declared to be severable.

Section 3. — Codification.

BE IT FURTHER ORDAINED, That this ordinance amends Chapter 2 of the Official City Code. The City has authorized the Municipal Code Corporation to provide a republication of the City's Ordinances in the Official City Code, as amended from time to time, for the convenience of the public. The Official City Code and the official version of all new, amending, repealing and clarifying ordinances adopted by the City Council are maintained by the City's Comptroller in the Office of Council Records.

Section 4. —Effective Date.

BE IT FURTHER ORDAINED, That this Ordinance shall take effect after having been passed by City Council, signed by the Chair of Council, certified and delivered to the office of the Mayor in writing by the comptroller, and becomes effective as otherwise provided by law and shall remain effective and operative unless and until the City Council alters, amends clarifies or repeals it by a superseding, amending, clarifying or codifying ordinance.

Sponsor(s):

J. Ford Canale

CHAIRMAN

RESOLUTION TO ACCEPT THE RECOMMENDATIONS OF THE PARKS AND ENVIRONMENT AD HOC COMMITTEE

WHEREAS, the Memphis City Council on October 15, 2024, approved by resolution the formation of the Parks and Environment Ad Hoc Committee for the purpose of addressing ways of improvement by reviewing and providing recommendations for implementation of best practices as it relates to management leases and management agreements for the City of Memphis Parks Division; and

WHEREAS, the University of Memphis presented information to the Parks and Environment Ad Hoc Committee indicating that clear contractual agreements and transparency are fundamental best practices for effective public-private partnerships; and

WHEREAS, quarterly financial transparency is vital for assessing potential public liabilities and evaluating the performance of such partnerships in a timely manner; and

WHEREAS, after review of each Memphis city lease and management agreement, several areas have been identified where the management of leases and agreements could be improved; and

NOW, THEREFORE, BE IT RESOLVED that the Parks and Environment Ad Hoc Committee members share and propose the following recommendations to the Memphis City Council for adoption:

1. Require Program Descriptions & Community Benefit Statements

All new lease agreements and renewals shall include detailed descriptions of the programs operated under the lease, along with a community benefit statement outlining how the public is served by the space and programming.

2. Establish Clear Financial Responsibility Thresholds

Define specific dollar thresholds where the managing partner assumes greater financial responsibility for maintenance and operations.

3. Require Quarterly Financial Reporting

Managing partners shall submit quarterly financial reports, within 45 days of the partner's financial quarter close to ensure transparency and accountability for the use of taxpayer-supported facilities.

4. Require Annual Submission of IRS Form 990 or Audited Annual Financial Reports

Managing partners shall provide up-to-date IRS Form 990 annually as part of compliance and transparency requirements.

5. Create a Compliance Manager Role

Establish a designated staff position responsible for oversight of:

- Lease compliance

- Financial documentation
- Verification of community benefit claims
- Coordination with managing partners

6. Standardize Insurance Requirements

All managing partners, contractors, and vendors operating within City facilities shall meet consistent insurance standards.

7. Shorten Lease Terms

Future lease agreements shall be limited to a maximum term of five (5) years to allow for more frequent review, assessment, and adjustments as necessary.

8. Appropriating Body Representation

Members of the City Council shall have voting seats or direct involvement in the approval of annual contracts related to management leases and agreements.

9. Non-Compliance Enforcement Measures

Partner non-compliance, in any form, will result in partner funding being withheld from the City of Memphis operational budget.

Sponsors:

Memphis City Council

Chairman:

J. Ford Canale

T-137



Memphis City Council Summary Sheet

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

A resolution to accept a donation in the amount of 2000.00 from Funcity Memphis LLC as awarded to the City of Memphis Police Department, to support Ridgeway Station.

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

The Division of Police Services

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

There is no change to an existing ordinance or resolution.

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

All districts

This will impact all districts.

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

This resolution does not require a new contract or amendments to the existing contract.

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

This resolution requires an expenditure of funds equal to the amount of the donation, but it does not necessitate a budget amendment.

T-137



RESOLUTION

WHEREAS, A resolution is needed to accept a donation in the amount of \$2000.00 from Funcity Memphis LLC; and

WHEREAS, the donation is to be used to help support the operation of Ridgeway Station; and

WHEREAS, it is necessary to accept the donation; and

NOW, THEREFORE, BE IT RESOLVED by the Council of the City of Memphis that the donation of \$2000.00; be accepted by the City of Memphis for the support of the Memphis Police Department Ridgeway Station.



Memphis City Council Summary Sheet

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

A resolution to appropriate eleven million dollars (\$11,000,000.00) of the Division of Police Services CIP project PD04031, Axon Enterprise Solution.

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

The Division of Police Services

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

There is no change to an existing ordinance or resolution.

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

All districts

This will impact all districts.

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

This resolution does not require a new contract or amendments to the existing contract.

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

This resolution does not require an expenditure of funds.

P077



A Resolution to appropriate eleven million dollars (\$11,000,000.00) in FY2026 CIP funding for the Axon Enterprise Solution, project number PD04031

WHEREAS, A resolution is needed to appropriate funds for the Memphis Police Division CIP Project PD04031 Axon Enterprise Solution, totaling Eleven Million Dollars (\$11,000,000.00); and

WHEREAS, the Memphis City Council included the allocation of eleven million dollars (11,000,000.00) for Axon Enterprise for the purpose of Body-worn Cameras, In-Car Video Systems, Tasers, Connect2 Memphis Site with City Infrastructure, and City Cameras integration, under Award 11426, project number PD04031, as approved in the FY2026 Capital Improvement Plan (CIP) Budget

WHEREAS, it is necessary to appropriate \$11,000,000.00 for the continuation of the Axon Body-worn Cameras, In-Car Video Systems, Tasers, Connect2 Memphis Site with City Infrastructure, and City Cameras integration

NOW, THEREFORE, BE IT RESOLVED, by the council of the city of Memphis, that the sum of eleven million dollars (\$11,000,000.00), funded by General obligation Bonds and chargeable to the FY2026 Capital Improvement Plan (CIP) Budget, is hereby appropriated as follows:

Project Title: Axon Enterprise Solution

Award: 11426

Project number: PD04031

GO Bonds: \$11,000,000.00

Information Technology: \$11,000,000.00



Memphis City Council Summary Sheet

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

A resolution to amend the Fiscal Year 2026 CIP Budget by allocating and appropriating Five Million One Hundred Thousand Dollars (\$5,100,000) and Five Million Nine Hundred Thousand Dollars (\$5,900,000) in funds for the purchase of various vehicles and equipment through incurrence of indebtedness via the execution of a master equipment leases.

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

City of Memphis' Solid Waste Management

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

None

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

ALL

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

This project requires an amendment to the FY26 CIP Budget.

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

Yes, this project requires an amendment to the FY26 CIP Budget.



P075

A resolution to amend the Fiscal Year 2026 CIP Budget by allocating and appropriating Five Million One Hundred Thousand Dollars (\$5,100,000) and Five Million Nine Hundred Thousand Dollars (\$5,900,000) in funds for the purchase of various vehicles and equipment through incurrence of indebtedness via the execution of a master equipment leases.

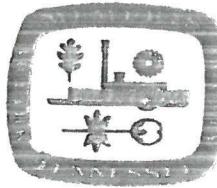
WHEREAS, it is necessary and in the public interest that the City of Memphis Solid Waste Division incur indebtedness through the execution of a master equipment lease for the purpose of financing Solid Waste projects as hereinafter more fully described;

WHEREAS, the Solid Waste Division is committed to the improvement of quality of life for all citizens of the City of Memphis; and

WHEREAS it is necessary for the financing to procure various vehicles for the Solid Waste Division, including but not limited to, high compaction rear loaders, dump body trucks, lightning loaders, and outside rail roll-offs to pay costs incident thereto and costs in connection with the incurrence of the indebtedness, in the amount of Five Million One Hundred Thousand Dollars (\$5,100,00) and Five Million Nine Hundred Thousand Dollars (\$5,900,00) through the execution of master equipment leases.

NOW, THEREFORE, BE IT RESOLVED by the Council of the City of Memphis that the Fiscal Year 2026 CIP Budget be and is hereby amended by allocating and appropriating Five Million One Hundred Thousand Dollars (\$5,100,000) and Five Million Nine Hundred Thousand Dollars (\$5,900,000) in funds for the purchase of various vehicles and equipment for the Solid Waste Division.

Project Title	2024 & 2025 Vehicle & Equipment Purchase
Project Number	WM_TBD
Total Amount	\$5,100,000 & \$5,900,000 totaling \$11,000,000



RESOLUTION AUTHORIZING THE EXECUTION, DELIVERY AND PERFORMANCE OF A FINANCING LEASE IN AN AMOUNT NOT EXCEEDING \$5,100,000, RELATING TO THE ACQUISITION OF VARIOUS SOLID WASTE VEHICLES AND EQUIPMENT AND TO APPROVE CERTAIN OTHER MATTERS RELATING THERETO

WHEREAS, the City's Solid Waste Division has need of High Compaction Rear Loaders, Dump Body Trucks, Lightning Loaders, Outside Rail Roll-Offs and other fleet and service vehicles and maintenance equipment (collectively, the "Solid Waste Equipment"); and

WHEREAS, the City has selected JPMorgan Chase Bank, N.A. to serve as financing agent for the City's proposed acquisition of the Solid Waste Equipment; and

WHEREAS, on November 7, 2013, the City entered a Master Equipment Lease with JPMorgan Chase Bank, N.A. (the "Master Equipment Lease") relating to the acquisition of parking meters; and

WHEREAS, the proposed lease of the Solid Waste Equipment (the "Lease Documents") will be added as a schedule to the Master Equipment Lease; and

WHEREAS, the Master Equipment Lease is subject to termination for non-appropriation, without cause, in any year; and

WHEREAS, in accordance with the requirements of T.C.A. §§ 9-24-104 et seq., the Master Equipment Lease and the Lease Documents have been reviewed and approved by the designee of the Tennessee Comptroller of the Treasury, and such approval is attached to this resolution as Exhibit B; and

WHEREAS, Council approval is required prior to the Mayor's execution of the Lease Documents.

NOW, THEREFORE, BE IT RESOLVED by the Council of the City of Memphis as follows:

Section 1. Authorization of Lease Documents. The Mayor or his designee, along with other authorized officers are hereby empowered and directed to execute, acknowledge and deliver the Lease Documents in substantially the forms as presented in Exhibit A, with such changes, insertions or omissions as may be deemed reasonably necessary by the persons executing the same, upon advice of counsel, to accomplish the purposes of the transaction contemplated therein and in this resolution and shall not be inconsistent with or contrary to such purposes.

Execution of the Lease Documents shall constitute conclusive evidence that such documents—and any revisions thereto—have been approved by the individuals executing them.

Solid Waste
Grants
Comp. Off.
Bus. Acc.
Budget
Finance
H 78

Section 2. Information Reporting. The Chief Financial Officer of the City (the "CFO") or his designee is hereby authorized to sign and file or cause to be filed a completed I.R.S. Form 8038-G, "Information Return for Tax-Exempt Governmental Obligations," as required by Section 149(e) of the Internal Revenue Code of 1986, as amended (the "Code").

Section 3. Non-Arbitrage Certificate. The CFO is hereby authorized to execute a non-arbitrage certificate to comply with Section 148 of the Code, and the applicable income tax regulations thereunder.

Section 4. Budget Amendment. The CFO is hereby authorized to amend the budget of the Solid Waste Division to account for any changes made in compliance with the Lease Documents.

Section 5. No Personal Liability. No stipulation, obligation or agreement herein contained or contained in the Lease Documents shall be deemed to be a stipulation, obligation or agreement of any officer, agent or employee of the City in their individual capacity, and such persons shall be deemed to act solely in their official capacities.

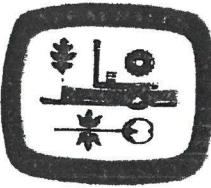
Section 6. General Authority. From and after the execution and delivery of the documents hereinabove authorized and consented to, the Mayor of the City, his designee, and the proper officers, agents and employees of the City are hereby authorized, empowered and directed to do all such acts and things and to execute all such documents as may be necessary to carry out and comply with the provisions of said documents as executed and are further authorized to take any and all further actions and execute and deliver any and all other documents and certificates as may be necessary or desirable in connection with the execution and delivery of the Lease Documents and to document compliance with the Code.

Section 7. Actions Ratified, Approved and Confirmed. All acts and doings of the officers of the City which are in conformity with the purposes and intents of this Resolution and the execution, delivery and performance of the Lease Documents shall be, and the same hereby are, in all respects ratified, approved and confirmed.

Section 8. Severability of Invalid Provisions. If any one or more of the agreements or provisions herein contained shall be held contrary to any express provision of law or contrary to the policy of express law, though not expressly prohibited, or against public policy, or shall for any reason whatsoever be held invalid, then such covenants, agreements or provisions shall be null and void and shall be deemed separable from the remaining agreements and provisions and shall in no way affect the validity of any of the other agreements and provisions hereof.

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

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RESOLUTION AUTHORIZING THE EXECUTION, DELIVERY AND PERFORMANCE OF A CAPITAL LEASE IN AN AMOUNT NOT EXCEEDING \$5,900,000, RELATING TO THE ACQUISITION OF VARIOUS SOLID WASTE VEHICLES AND EQUIPMENT AND TO APPROVE CERTAIN OTHER MATTERS RELATING THERETO FOR THE LEASE

WHEREAS, the City's Solid Waste Division has need of High Compaction Rear Loaders, Dump Body Trucks, Lighting Loaders and other fleet and service vehicles and maintenance equipment (collectively, the "Solid Waste Equipment"); and

WHEREAS, the City of Memphis (the "City") may solicit and receive bids from qualified municipal lease providers to serve as financing agent for the City's proposed acquisition of the Solid Waste Equipment; and

WHEREAS, the municipal lease provider that offered the best bid and provides the lowest cost to the City will be selected as the financing agent by the City; and

WHEREAS, the City may be required to enter into a Master Equipment Lease with the selected lease provider (the "Master Equipment Lease"); and

WHEREAS, the proposed lease of the Solid Waste Equipment may be added as a schedule to the Master Equipment Lease (the "Lease Documents"); and

WHEREAS, the Master Equipment Lease is subject to termination for non-appropriation, without cause, in any year; and

WHEREAS, Council approval is required prior to the Mayor's execution of the Lease Documents.

NOW, THEREFORE, BE IT RESOLVED by the Council of the City of Memphis as follows:

Section 1. **Authorization of Lease Documents.** The form, terms and provisions of the Lease Documents previously presented to and approved by this Council are hereby approved for this proposed lease, and all of the terms and provisions thereof, including the payment of semi-annual rentals, are hereby incorporated herein by this reference as if the Lease Documents were set out in this Resolution in its entirety. The Mayor of the City or his designee and other authorized officers are hereby authorized, empowered and directed to execute, acknowledge and deliver the Lease Documents. The Lease Documents shall be in substantially the forms as previously approved by Council, with such changes, insertions or omissions as may be deemed reasonably necessary by the persons executing the same, upon advice of counsel, to accomplish the purposes of the transaction contemplated therein and in this Resolution and as shall not be inconsistent with or contrary to such purposes. The execution of the Lease Documents shall constitute conclusive evidence that the Lease Documents and any and all changes thereto have been approved by the persons executing the Lease Documents.

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T089

Section 2. Information Reporting. Any officer of the City is hereby authorized to sign and file or cause to be filed a completed I.R.S. Form 8038-G, "Information Return for Tax-Exempt Governmental Obligations," as required by Section 149(e) of the Internal Revenue Code of 1986, as amended (the "Code").

Section 3. Non-Arbitrage Certificate. Any officer of the City is hereby authorized to execute a non-arbitrage certificate in order to comply with Section 148 of the Code, and the applicable income tax regulations thereunder.

Section 4. No Personal Liability. No stipulation, obligation or agreement herein contained or contained in the Lease Documents shall be deemed to be a stipulation, obligation or agreement of any commissioner, officer, agent or employee of the City in his individual capacity.

Section 5. General Authority. From and after the execution and delivery of the documents hereinabove authorized and consented to, the Mayor of the City, his designee, and the proper officers, agents and employees of the City are hereby authorized, empowered and directed to do all such acts and things and to execute all such documents as may be necessary to carry out and comply with the provisions of said documents as executed and are further authorized to take any and all further actions and execute and deliver any and all other documents and certificates as may be necessary or desirable in connection with the execution and delivery of the Lease Documents and to document compliance with the Code.

Section 6. Actions Ratified, Approved and Confirmed. All acts and doings of the officers of the City which are in conformity with the purposes and intents of this Resolution and the execution, delivery and performance of the Lease Documents shall be, and the same hereby are, in all respects ratified, approved and confirmed.

Section 7. Severability of Invalid Provisions. If any one or more of the agreements or provisions herein contained shall be held contrary to any express provision of law or contrary to the policy of express law, though not expressly prohibited, or against public policy, or shall for any reason whatsoever be held invalid, then such covenants, agreements or provisions shall be null and void and shall be deemed separable from the remaining agreements and provisions and shall in no way affect the validity of any of the other agreements and provisions hereof.

Section 8. Repealing Clause. All resolutions or parts thereof of the City in conflict with the provisions herein contained are, to the extent of such conflict, hereby superseded and repealed.

I hereby certify that the foregoing is a true copy
and document was adopted, approved by the
Council of the City of Memphis in regular
session on

Date NOV 26 2024

Valerie C. Snipes
Deputy Comptroller-Council Records

Resolution to Amend the Fiscal Year 2026 General Fund Operating Budget

WHEREAS, on June 10, 2025, the Memphis City Council approved Budget Ordinance 5944, which established and appropriated the Fiscal Year 2026 General Fund Operating Budget; and

WHEREAS it is necessary to amend the Fiscal Year 2026 (FY26) Operating Budget for the General Fund by \$1,777,131.00; and

WHEREAS \$1,777,131.00 will fund the expense required to give certain Fire Services association employees (IAFF) a 2% salary increase; and

WHEREAS it is necessary to amend the FY26 Operating Budget in the divisions below as follows:

Fire Service \$1,777,131

Cost for 2% Increase for IAFF Employees (\$1,777,131)

WHEREAS, the funding for the increases in the FY26 Budget is being provided by the following sources:

Contribution to Fund Balance – 0111-000000-049999 – \$1,647,062.68

Police Services – 0111-140101-052528 - \$120,000

Community Enhancement – 0111-260103-051101 - \$10,068.32

NOW, THEREFORE BE IT RESOLVED, by the Council of the City of Memphis that the Fiscal Year 2026 General Fund Operating Budget be amended in accordance with Tennessee Constitution Article 2 § 24, TCA § 9-1-116, Municipal Budget Law of 1982 in the amount of \$1,777,131 for FY26.