

**MINUTES OF THE REGULAR BI-MONTHLY MEETING OF DIRECTORS
OF THE WATER WORKS BOARD OF THE CITY OF BIRMINGHAM
February 23, 2022**

The regular bi-monthly meeting of the directors of The Water Works Board of the City of Birmingham was held on Wednesday, February 23, 2022, at 11:30 a.m., at 3600 First Avenue North, Birmingham, Alabama.

The following Directors were present via a roll call: Christopher B. Rice, William “Butch” Burbage, Jr., Tereshia Q. Huffman, Raymond “Larry” Ward, Carl Dalton NeSmith, Lucien B. Blankenship, Thomas E. Henderson, Ronald A. Mims and George Munchus.

Others present: Michael Johnson, General Manager; Iris Fisher and Derrick Murphy, Assistant General Managers; Cynthia Williams, Board Administrator; Anitra Clark, Corporate Governance Specialist; Colandus Mason, Rick Jackson, Rosalind Jones, Paul Lloyd, Terrell Jones, Jeff Wade and Charles McGee, Board Employees; K. Mark Parnell, Parnell Thompson Law, LLC; Byron Perkins, Perkins Law, LLC; Kelvin Howard, KWH, LLC; Patrick Flannelly, ARCADIS; Jessica Fadlevich, Agency 54; Olivia Martin, AGO; Hal Humphrey, Gresham Smith; Michael Bell, BCIA; and Mike Harris.

Inasmuch as all Board members were present, a quorum was in attendance. Chairman Rice called the meeting to order at 11:30 a.m. AGM Fisher opened the meeting with prayer.

Next, Chairman Rice asked GM Johnson to proceed with approval of the minutes. GM Johnson requested the Board to approve the Regular Board of Directors’ minutes for October 27, 2021, as set forth in agenda item 1. Director Mims made a motion to approve said agenda item and Director Munchus seconded the motion. On a motion duly made and seconded, the following resolution was adopted:

“BE IT RESOLVED BY The Water Works Board of the City of Birmingham (“the Board”), on a motion duly made by Mr. Ronald A. Mims and seconded by Mr. George Munchus, that the Board hereby approves minutes of a Regular Board of Directors’ Meeting held on October 27, 2021. Resolution No. 8998 is hereby adopted by unanimous vote.”

Following, Chairman Rice proceeded to Committee Reports. He indicated that no Committees had met, so there were no reports. Chairman Rice reminded directors of his request for the upcoming Committee Meeting dates to be added to board meeting agendas.

Next, GM Johnson to proceeded to Scheduled Meetings, which were read by GM Johnson as follows:

- An Engineering and Maintenance Committee Meeting - Wednesday, February 23, 2022, at 12:30 p.m., or immediately following the previously scheduled Board of Directors’ Meeting.
- TENTATIVE – A Human Resources Committee Meeting – Thursday, March 3, 2022, Time to Be Determined.

- An Engineering and Maintenance Committee Meeting - Wednesday, March 9, 2022, at 12:30 p.m., or immediately following the previously scheduled Board of Directors' Meeting.

Following, Chairman Rice stated that he needed to go back and approve the agenda. He made a motion to amend the agenda to consolidate agenda items 3-7 and to read said agenda items individually into the records and Director Ward seconded the motion. On a motion duly made and seconded, the following resolution was adopted:

“BE IT RESOLVED By The Water Works Board of the City of Birmingham (“the Board”), on a motion duly made by Mr. Christopher B. Rice and seconded by Mr. Raymond “Larry” Ward, that the Board hereby approves the Regular Board of Directors’ Meeting Agenda, as amended, to vote on agenda items 3 through 7 together and to read each item individually into the records. Resolution No. 8997 is hereby adopted by unanimous vote.”

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Next, Chairman Rice proceeded to reports of officers. He stated that he has received numerous calls from customers regarding various issues. Chairman Rice informed the meeting body that he, General Manager Johnson and AGM Murphy have been in discussion regarding the automatic meter reading project. The planning phase will begin soon, by the end of March 2022 as he will delegate and select a special Steering Committee to work with AGM Murphy. Chairman Rice acknowledged awareness of issues the public has been having; he stated that the public will be engaged throughout each step of process for transparency. Director Munchus commented that the project is a great idea. Next, AGM Fisher presented the Finance and Administration Division Report. She gave an overview of the Operating & Statistical Report – November 2021. Some topics discussed were Operating Net Revenue available for Debt Service-YTD, Large O&M Variances, Jefferson County Fees, Sewer Billing & Collections, Paygo, and HUB Participation. AGM Fisher concluded her presentation and acknowledged Mr. Lloyd to give an update on the BWW Career Fair. Per Mr. Lloyd, the Career Fair will be held Friday, March 4, 2022, from 1:00 p.m. - 4:00 p.m., and Saturday, March 5, 2022, from 9:00 a.m. – 1:00 p.m., at the Harbert Center. He indicated that he is working with Rick Jackson and his Public Relations Team to promote the career fair to the public through print, social media, and radio, etc. Also, Mr. Lloyd stated there is a pre-registration link for planning purposes. The candidate will have an opportunity to meet with the Supervisor or Hiring Manager for the position he or she is interested in. Per Mr. Lloyd the goal is to identify those who are qualified for the position and schedule full interviews. Director Mims inquired as to why BWW’s Cahaba building was not being used. Mr. Lloyd stated that 200 or more candidates are anticipated, and the Harbert Center would have the space and parking to accommodate the career fair. Director Munchus asked about the status of filling job positions and Mr. Lloyd replied that there were 101 positions to be filled. Then, Chairman Rice inquired about the method being communicated to the public. Rick Jackson replied that ads would be printed in the Birmingham Times and Birmingham Newspaper Sunday edition, an appearance on ABC 33/40 was booked, there would be a thirty-two (32) second spot on 94.9 and 107.7 radio, the fair would be communicated via internal free promotions, Facebook, and Twitter. Afterwards, AGM Fisher reiterated that all Managers and Supervisors were asked to post their job positions internally so that employees may have an opportunity to apply and to fill vacancies internally first. Next, AGM Murphy gave an overview of the Engineering & Maintenance Division – 4th Quarter FY 2022 Capital Programs. He highlighted the division’s organizational chart of its leadership team. Other areas he discussed included Current System Assets: retiring old pipelines and

the number of water mains and service lines in the system. Additional topics included a summary of the FY2021 Capital Program, Division Performance Updates and Opportunities & Challenges. AGM Murphy talked about the top 4 projects for the pipeline replacement program and repairing approximately 5,000 leaks a year. He commented on the positive partnership with Jefferson County and ALDOT. AGM Murphy concluded the presentation with an overview of Security for the BWWB systems. Then, GM Johnson informed directors that AGM Thompson would present his presentation at the next board meeting. Next, GM Johnson presented the General Manager’s Report. He stated that the organization has committed to having a Strategic Plan in place that addresses important areas in the system such as goals, strategies, and their measurements. After GM Johnson’s highlights of the workforce development dashboard, Chairman Rice asked staff to identify priority, resources, what is attainable for 2022 and what is important to staff. He asked that staff come back to the board with the answer within a month. Then, Director Munchus commented that staff needs to hire someone for economic development.

Following, Chairman Rice proceeded to unfinished business, which there was none.

Next, Chairman Rice proceeded to new business. GM Johnson requested the board to approve payment of invoice to Hilliard, Smith and Hunt, LLC., as set forth in agenda item 2. On a motion duly made and seconded, the following resolution was adopted:

“BE IT RESOLVED By The Water Works Board of the City of Birmingham (“the Board”), on a motion duly made by Mr. Ronald A. Mims and seconded by Dr. George Munchus, that the Board hereby authorizes staff to execute payment to Hilliard, Smith & Hunt, LLC., for professional services rendered January 2022 in the amount of \$13,000.00. Resolution No. 8999 is hereby adopted by Directors Rice, Burbage, Ward, NeSmith, Blankenship, Henderson, Mims and Munchus; and Director Huffman abstained from voting.”

Following, GM Johnson requested the board to approve payment of invoices, as set forth in agenda items 3 through 7, respectively. GM Johnson read each item into the record. Director Mims inquired as to some of the legal fees not being monthly invoices and whether they would be coming to an end. Per GM Johnson, Dominick Feld Hyde, PC is the board’s tax attorney, which is why there is not an invoice from them every month. Attorney Parnell added that said invoice from Cory Watson Attorneys should be their last invoice. On a motion duly made and seconded, the following resolution was adopted:

“BE IT RESOLVED By The Water Works Board of the City of Birmingham (“the Board”), on a motion duly made by Mr. Raymond “Larry” Ward and seconded by Mr. Carl Dalton NeSmith, that the Board hereby authorizes staff to execute payments to the following:

- **Dominick Feld Hyde, P.C.**, for professional services related to BWWB Cafeteria Plan performed January 21, 2022 through January 28, 2022 in the amount of \$504.00.
- **Cory Watson Attorneys**, for professional services rendered February 10, 2021 through February 3, 2022 in the amount of \$8,184.28.
- **Terminus Municipal Advisors, LLC.**, for professional services rendered January 2022 in the amount of \$8,500.00.

- **Raftelis Financial Consultants, Inc.**, for professional services related to WIFIA Loan in the amount of \$562.50 and Financial Support, Bill Frequency, Bill Comparison, and Strategic Plan Support-Dashboard for the month of January 2022 in the amount of \$24,700.00; a combined total of \$25,262.50.
- **Parnell Thompson, LLC.**, for professional services rendered January 2022 in the amount of \$35,205.00.

Resolution No. 9000 is hereby adopted by unanimous vote.”

Next, GM Johnson requested the board to approve payment of invoices to ARCADIS, US, Inc., as set forth in agenda item 8. Chairman Rice asked why said invoices were so far behind. AGM Murphy replied that ARCADIS has many projects, which must be reviewed in detail. Next, Chairman Rice inquired on the time frame for bringing the invoices current and whether the Historically Underutilized Businesses (HUBs) were being paid in a timely manner. AGM Murphy confirmed that the HUBs were being paid on time and ARCADIS invoices should be current within a couple of months. Then, Director Munchus asked if there was any prime or subcontractors with unpaid invoices. Per GM Johnson, staff works directly with ARCADIS. On a motion duly made and seconded, the following resolution was adopted:

“BE IT RESOLVED By The Water Works Board of the City of Birmingham (“the Board”), on a motion duly made by Mr. Ronald A. Mims and seconded by Mr. Dalton NeSmith, that the Board hereby authorizes staff to execute payments to ARCADIS, US, Inc., as follows:

- For professional services rendered August 2021 in the amount of \$178,409.41
- For professional services rendered September 2021 in the amount of \$189,745.27

Resolution No. 9001 is hereby adopted by unanimous vote.”

Following, it was acknowledged that there were no speakers.

As there was no further business before the Board, Director William “Butch” Burbage made a motion to adjourn the meeting and Director Huffman seconded the motion. The motion to adjourn was approved. Chairman Rice adjourned the meeting at 12:36 p.m.

_____/s/_____
 Christopher B. Rice
 Chairman

Attest:

_____/s/_____
 Raymond “Larry” Ward
 Secretary-Treasurer