

**MINUTES OF THE REGULAR BI-MONTHLY MEETING OF DIRECTORS
OF THE WATER WORKS BOARD OF THE CITY OF BIRMINGHAM
June 26, 2023**

A regular bi-monthly meeting of the directors of The Water Works Board of the City of Birmingham was held on Monday, June 26, 2023, at 11:30 a.m., at 3600 First Avenue North, Birmingham, Alabama.

The following Directors were present: William “Butch” Burbage, Jr., Thomas E. Henderson, Tereshia Q. Huffman, Carl Dalton NeSmith, Mashonda S. Taylor, and Raymond “Larry” Ward. Directors George Munchus, Ronald Mims, and Lucien Blankenship were not present.

Others present were: Michael Johnson, General Manager; Iris Fisher and Derrick Murphy, Assistant General Managers; Cynthia Williams, Board Administrator; Anitra Clark, Corporate Governance Specialist; Vanessa Washington, Executive Assistant; Colandus Mason, Rick Jackson, Brad Steffens, Rosalind Jones, Jacqueline Hall, Matthew Shiver, Drusilla Hudson, Jeff Wade, Charles McGee, Anthony Hazel, and David Walker, BWWB Employees; K. Mark Parnell, Parnell Thompson Law, LLC; Byron Perkins, Perkins Law, LLC; Kelvin Howard, Kelvin W. Howard, LLC; Tiffanie Agee, Agee Law, LLC; Kessia Crenshaw, State of Alabama Attorney General’s Office; Lindsay McAdory, CBG Strategies; Patrick Flannelly, ARCADIS; Michael Bell, Birmingham Construction Industry Authority; Chandra Abesingha, CE Associates; Connie Harris, Courtnie Anderson, and Adrian Davis, Sheppard-Harris & Associates, P.C.; Jason Harpe and Andrew Waits, Carr, Riggs & Ingram, LLC; and William R. Muhammad, Citizens to Save Jefferson County.

Chairwoman Huffman declared a quorum in attendance.

Chairwoman Huffman called the meeting to order at 11:30 a.m., and Assistant General Manager Fisher opened the meeting with prayer.

Next, Chairwoman Huffman asked the Board to approve the agenda. 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. Carl Dalton NeSmith and seconded by Mr. Thomas E. Henderson, that the Board of Directors hereby approves the Regular Board of Directors’ meeting agenda for June 26, 2023. Resolution No. 9351 is hereby adopted by Directors Burbage, Henderson, Huffman, NeSmith, Taylor and Ward.”

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Following, the Board proceeded to the first item on the agenda, Request Board to approve the minutes of the Regular Board of Directors’ meeting held May 10, 2023. 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. Carl Dalton NeSmith and seconded by Mr. Thomas E. Henderson, that the Board hereby approves minutes of a Regular Board of Directors’ Meeting held on May 10, 2023. Resolution No. 9352 is hereby adopted by Directors Burbage, Henderson, Huffman, NeSmith, Taylor and Ward.”

Next, Chairwoman Huffman asked to hear Reports of Officers. Director Ward stated that Michael Bell, BCIA, is on the cover of the Birmingham Business Journal. Following, General Manager Johnson stated that Sheppard-Harris Associates would be presenting the FY2022 Pension Audit Report and the FY2022 Other Post Employment Benefits (OPEB) Audit Report. Also, Carr, Riggs, and Ingram would be presenting the FY2022 Financial Audit Report. Following, Ms. Connie Sheppard-Harris introduced herself as President of Sheppard-Harris Associates and acknowledged her senior staff, Courtnie Anderson and Adrian Davis, during her presentation. Ms. Sheppard-Harris stated that her firm was contracted to perform the audit of the Birmingham Water Works Retirement Plan for December 31, 2022. She stated based on the required communication to the Board, there were no difficulties in performing the audit, no uncorrected misstatements, and no disagreements with management. She indicated management signed a representation letter stating that they provided all the financial information required to perform the audit. Ms. Sheppard-Harris said there was no consultation with other independent accountants nor any audit findings or issues. Next, she referenced the Independent Auditor’s Report. A copy is on file in Diligent. Ms. Sheppard-Harris stated that her firm issued an unmodified opinion on the financial statements ended December 2022 in comparison to December 2021. She stated the report states management’s responsibilities include the preparation of the financial statements and designing/implementing internal controls. She stated the auditor’s responsibilities are to assess whether the financial statements are fairly stated and independent. Ms. Sheppard-Harris discussed the company’s financial statements. She indicated the retirement plan’s financial assets for 2022 totaled \$168,488,988.00 compared to the 2021, which totaled \$197,022,382.00. Ms. Sheppard-Harris said the difference is attributed to the performance of mutual funds. Also, she stated that the financial statements notes indicates that the retirement plan is a single employer defined benefit plan established in 1951, and that the company is exempt from filing income taxes. She stated the company’s biggest concentration of credit risk was the global outbreak of COVID-19 in March 2020, in addition to inflation which negatively impacted economies and global financial markets during 2022. She stated that the funding progress had a funded ratio market value of 72.09% in 2022 and 86.48% in 2021. Afterwards, Ms. Sheppard-Harris gave an overview of the Other Post Employment Benefit (OPEB) Plan. She stated based on required communications to the Board, there were no difficulties in performing the audit, no uncorrected misstatements, no disagreements with management, and management signed a representation letter supporting those facts. Ms. Sheppard-Harris said relative to the OPEB Plan, the independent auditor’s report lists the responsibilities of management and the auditors. A copy is on file in Diligent. She then gave an overview of the financial statements stating the OPEB Plan’s financial assets for 2022 totaled \$31,906,973.00 compared to the 2021, which totaled \$37,077,593.00. She stated the difference is attributed to the performance of mutual funds. Ms. Sheppard-Harris stated the financial statement notes indicate that the OPEB Plan is a single employer defined benefit other post-employment benefit plan established January 1, 2008, and that the company’s biggest concentration of credit risk was the same as the retirement plan’s credit risk. Also, she indicated that the funding progress

measurement showed a funded ratio market value of 83.02% in 2022 and 87.83% in 2021. Afterwards, Ms. Sheppard-Harris concluded her presentation. Director Burbage asked whether the information/presentation had been provided to the retirees. General Manager Johnson responded, no; however, a retirees' meeting is scheduled for Friday, July 21, 2023, which the retirees would be provided the information then. Director Burbage stated that a decline in the retirement plan raised concerns with the retirees a few years ago and some of the retirees thought they would not get paid their full benefits, which was not case. He asked General Manager Johnson to make sure the retirees are informed about the retirement plan's status and that the current decline in its performance is only temporarily. General Manager Johnson responded that Morgan Stanley did a presentation in April, at which time he spoke with both representatives for the retirees. General Manager Johnson stated that the retirees' representatives are aware that the retirement plan rebounded some in the first quarter, but he would reiterate the information in the July 21, 2023, retirees' meeting, as well as, sending out the letters to the retirees that outlines the retirement plan information. Afterwards, Carr, Riggs, & Ingram, LLC, was acknowledged to present December 31, 2022, Financial Audit Report for Birmingham Water Works. Jason Harpe stated he and Andrew Waits are partners at Carr, Riggs, & Ingram, LLC., and were contracted to perform the referenced financial audit. Mr. Harpe began the presentation with an overview of the 2022 audit. He stated that they are issuing an unmodified opinion in relation to the company's December 31, 2022, financial statements. Mr. Harpe conveyed that the Board increased net position (net income) by \$31,960,343.00 and its ending net position was \$206,427,210.00. Also, the Board implemented GASB 87 related to lease accounting. This implementation had an immaterial impact on the Board's financial statements. He stated there were two audit findings related to Other Post Employment Benefits and Earned but Unrecovered Revenues Accrual, which have subsequently been corrected by management. He stated management's responsibilities include preparing the financial statements with fair representation of the financial position, and to evaluate the conditions or events, which there are no substantial concerns. Mr. Harpe stated the auditor's responsibilities are to audit the financial statements and obtain reasonable assurance that the statements are free from material misstatement and to issue a report with their opinions. Following, Mr. Waits gave a summary of the required communications. He presented a recap of the auditors and management's responsibilities, previously discussed by Mr. Harpe. Also, Mr. Waits stated the required communications also consist of the planned scope and timing of the audit, management judgements and accounting estimates, the potential effect of the financial statements of significant risks and exposures (*no risks were noted*), and accounting policies and alternative treatments within generally accepted accounting principles (GAAP) and the auditors' judgment about the quality of accounting principles. Mr. Waits referenced the list of accounting pronouncements issued due to the new accounting policies adopted during the fiscal year. He stated there was no impact on the financial statements and that they were easily implemented. Mr. Waits stated that there were not any significant difficulties encountered in the audit nor disagreements with management. He stated that relative to corrected and uncorrected misstatements, the required communications letter provides details in the section labeled audit adjustments. Mr. Waits indicated that as part of required communications, major issues were discussed with management prior to retention, and there were not any consultations with other accountants. He stated management's representation letter was received June 26, 2023; therefore, management will be receiving the final written report by end of June 26, 2023. After continued discussion of many other required communications to the Board, Mr. Waits concluded the presentation. Following, Director Ward stated that the Board was overwhelmed with complaints regarding the billing situation. He asked Mr. Harpe whether there was anything structurally different about how

Birmingham Water Works is organized financially compared to other entities, being that Carr, Riggs, & Ingram has performed many audits. Mr. Harpe responded that in general, things have become more difficult and complicated in finance. Director Mims arrived to the meeting at 11:53 a.m. In addition, Mr. Harpe stated Birmingham Water Works acts as more of a business entity opposed to a government entity. He suggested making sure the company’s Accounting Department is adequately staffed and not overloaded with things that are not in the regular course of their work to be performed, because often, finance becomes a default for everything else. Director Ward commented that relative to the personnel department, if there is something that needs to be dealt with, it should be discussed. General Manager Johnson commented that one purpose of the organizational assessment is to address such issues.

Following, Chairwoman Huffman asked to hear Speakers. She acknowledged William R. Muhammad, Citizens to Save Jefferson County. Mr. Muhammad stated he was speaking regarding information and an article related to per-and polyfluoroalkyl substances (PFAS).

Next, the Board proceeded to the second item on the agenda, Request Board to adopt resolutions authorizing monthly retirement benefits from the Board's Retirement Trust Fund for Troy Norman, Field Service Technician - Customer Support Services Department, as stated on the respective calculation, effective, July 1, 2023, and commending Mr. Norman for his for 30 years of service. On a motion duly made and seconded, the following resolution was adopted:

“WHEREAS, Troy Norman, an employee of The Water Works Board of the City of Birmingham ("the Board"), is retiring, effective July 1, 2023, at an age of 56, and

WHEREAS, Troy Norman has 30 years of continuous service with the Board at his retirement date, and in accordance with the terms of the Trusteed Pension Plan, is entitled to receive a monthly Retirement payment from the Board’s Retirement Trust Fund in the amount of \$4,171.03; and

NOW, THEREFORE, BE IT RESOLVED By the Board of Directors of The Water Works Board of the City of Birmingham, on motion duly made by Mr. Ronald A. Mims and seconded by Ms. Mashonda S. Taylor, that the Trustee be, and is hereby instructed to pay monthly benefit payments of \$ 4,171.03 to Mr. Norman from the Board’s Retirement Trust Fund, in accordance with the terms of the Pension Plan, with the first payment to be made July 1, 2023. Resolution No. 9353 is hereby adopted by unanimous vote.”

“WHEREAS, Troy Norman, an employee of The Water Works Board of the City of Birmingham, is retiring, effective July 1, 2023, after 30 years of service with the Board; and

WHEREAS, management has informed the Board of Troy Norman’s efficiency, reliability, and loyal service which contributed to the effective operation and growth of The Water Works Board of the City of Birmingham; and

WHEREAS, Troy Norman, leaves behind a record which deserves a sincere word of gratitude for a job well done; and the Board does hereby express its best wishes for many happy years ahead.

NOW, THEREFORE, BE IT RESOLVED, By the Board of Directors of the Water Works Board of the City of Birmingham, Troy Norman is hereby commended for his efficiency, reliability, and loyal service to the Board.

BE IT FURTHER RESOLVED, that in recognition of Troy Norman’s services to the Board, a copy of this resolution be spread upon the minutes of The Water Works Board of the City of Birmingham and an official resolution presented to Mr. Norman. Resolution No. 9354 is hereby adopted by unanimous vote.”

Following, the Board proceeded to the third item on the agenda, Request Board to adopt resolutions authorizing monthly retirement benefits from the Board's Retirement Trust Fund for Michael D. Rogers, Superintendent of Field Services - Customer Support Services Department, as stated on the respective calculation, effective July 1, 2023. Director Mims questioned whether Mr. Rogers was entitled to full retirement. General Manager Johnson responded yes. On a motion duly made and seconded, the following resolution was adopted:

“WHEREAS, Michael D. Rogers, an employee of The Water Works Board of the City of Birmingham ("the Board"), is retiring, effective July 1, 2023, at an age of 56, and

WHEREAS, Michael D. Rogers has 27 years and 10 months of continuous service with the Board at his retirement date, and in accordance with the terms of the Trusteed Pension Plan, is entitled to receive a monthly Retirement payment from the Board’s Retirement Trust Fund in the amount of \$3,103.74; and

NOW, THEREFORE, BE IT RESOLVED By the Board of Directors of The Water Works Board of the City of Birmingham, on motion duly made by Ms. Mashonda S. Taylor and seconded by Mr. Larry Ward, that the Trustee be, and is hereby instructed to pay monthly benefit payments of \$3,103.74 to Mr. Rogers from the Board’s Retirement Trust Fund, in accordance with the terms of the Pension Plan, with the first payment to be made July 1, 2023. Resolution No. 9355 is hereby adopted by unanimous vote.”

Next, the Board proceeded to the fourth item on the agenda, Request Board to approve payment of invoices. General Manager Johnson stated The Jones Group, agenda item 4.9, had staffing changes, which is the reason for their delayed invoices. 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 Ms. Mashonda S. Taylor and seconded by Mr. Thomas E. Henderson, that the Board hereby authorizes staff to execute payments to the following:

- 4.1 Dominick Feld Hyde for the following:
 - 4.1.1 For professional services related to an Employment Tax Matter rendered March 1, 2023, through March 31, 2023, in the amount of \$200.00.
 - 4.1.2 For professional services related to the Pension Plan rendered March 1, 2023, through March 31, 2023, in the amount of \$1,864.80.
 - 4.1.3 For professional services related to the Other Post Employee Benefit Plans rendered March 1, 2023, through March 31, 2023, in the amount of \$2,326.00.

- 4.2 Pat Lynch & Associates for professional services rendered May 2023 in the amount of \$10,000.00.

- 4.3 O2 Ideas for professional services rendered May 2023 in the amount of \$10,000.00.

- 4.4 Hilliard, Smith & Hunt, LLC for professional services rendered May 2023 in the amount of \$13,000.00.

- 4.5 Birmingham Construction Industry Authority for professional services rendered May 2023 in the amount of \$25,000.00.

- 4.6 Kelvin W. Howard, LLC for professional services rendered May 2023 in the amount of \$22,680.00.

- 4.7 Perkins Law, LLC for professional services rendered May 2023 in the amount of \$25,422.00.

- 4.8 Raftelis Financial Consultants, Inc., for the following:
 - 4.8.1 For professional services rendered May 2023 related to the WIFIA Loan in the amount of \$1,277.50.
 - 4.8.2 For professional services rendered May 2023 related to Consolidated invoices in the amount of \$26,601.25.

- 4.9 The Jones Group, LLC for the following:
 - 4.9.1 For professional services rendered December 2022 in the amount of \$10,000.00.
 - 4.9.2 For professional services rendered January 2023 in the amount of \$10,000.00.
 - 4.9.3 For professional services rendered April 2023 in the amount of \$10,000.00.

- 4.10 Parnell Thompson, LLC for professional services rendered May 2023 in the amount of \$59,460.00.

- 4.11 Arcadis U.S., Inc., for professional services rendered March 2023 in the amount of \$418,201.69.

Resolution No. 9356 is hereby adopted by unanimous vote.”

Following, the Board proceeded to the fifth item on the agenda, Request Board to exercise its bid option to extend a one-year contract with the following. Director Ward asked whether bids could be sent directly to producers such as Vulcan Materials so the Birmingham Water Works could receive better prices by eliminating the middleman. General Manager Johnson responded yes. 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. Carl Dalton NeSmith and seconded by Ms. Mashonda S. Taylor, that the Board hereby exercises its bid option to extend a one-year contracts with the following:

- 5.1 Midsouth Paving, Inc., the lowest responsible and responsive bidder, for Asphalt-HOT Mix, per bid awarded June 22, 2022, at an estimated out-of-pocket cost to the Board of \$1,767,460.00; and authorizes the General Manager and/or Assistant General Manager to execute the contract, as recommended by the Engineering and Maintenance Committee.
- 5.2 Wade Sand & Gravel Company, Inc., the lowest responsible and responsive bidder, for Crushed Limestone, per bid awarded May 25, 2022, at an estimated out-of-pocket cost to the Board of \$827,620.00; and authorizes the General Manager and/or Assistant General Manager to execute the contract, as recommended by the Engineering and Maintenance Committee.

Resolution No. 9357 is hereby adopted by unanimous vote.”

Next, the Board proceeded to the sixth item on the agenda, Request Board to approve expenditures with the following. General Manager Johnson asked Assistant General Manager Murphy to comment on the Historically Underutilized Business (HUB)’s participation for agenda items 6.2 and 6.3. Assistant General Manager Murphy stated that there was 100% HUB’s participation listed for the Engineering and Maintenance Committee Meeting and the Board’s agenda lists said agenda items HUB’s participation as 0%. He stated it is because Morrow Water Technologies, a sole source provider, has a Women Business Enterprise (WBE) sister company. Assistant General Manager Murphy conveyed that the challenge for Morrow Water Technologies is there are no internal controls in place to comfortably evaluate/document the percentage of its HUB’s participation. However, he stated Michael Bell, Birmingham Construction Industry Authority is working with the owner of Morrow Water Technologies on the process. Board Attorney Parnell left the meeting at 12:08 p.m. 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. Carl Dalton NeSmith and seconded by Ms. Mashonda Taylor, that the Board hereby approves expenditures with the following:

- 6.1 A/C Service and Repair, Inc., a sole source provider, to rebuild and install Sipsey #2 Cone Valve, at a total out-of-pocket cost to the Board of \$65,400.00; and authorizes the General Manager and/or the Assistant General Manager to execute the agreement, as recommended by the Engineering and Maintenance Committee.
- 6.2 Morrow Water Technologies, Inc., a sole source provider, for Layne/Vertiline, to rebuild and install Cahaba Pump Station #20 (5 stage vertical turbine pump), at a total out-of-pocket cost to the Board of \$211,380.00; and authorizes the General Manager and/or the Assistant General Manager to execute the agreement, as recommended by the Engineering and Maintenance Committee.
- 6.3 Morrow Water Technologies, Inc., a sole source provider, for ITT ProCast, to rebuild and install Cahaba Pump Station #15 Spilt Case Pump, inclusive of bronze impellers and shafts with Nickel-Chrome-Boron packing sleeves, at a total out-of-pocket cost to the Board of \$230,510.00; and authorizes the General Manager and/or the Assistant General Manager to execute the agreement, as recommended by the Engineering and Maintenance Committee.

Resolution No. 9358 is hereby adopted by unanimous vote.”

Following, the Board proceeded to the seventh item on the agenda, Request Board to approve two (2) scope of services agreements with A.G. Gaston Engineering, LLC’s (AGGE’s) for the design and inspection of two (2) water main replacement projects: 1) Grasselli Avenue SW; Doby Avenue SW; Howard Avenue SW; George Avenue SW; Todd Avenue SW; Felix Avenue SW; and Fossil Street SW located in the Wenonah Community in the City of Birmingham, at an estimated out-of-pocket cost to the Board of \$341,965.84; and 2) 42nd Street North; 42nd Place North; 44th Street North; 40th Avenue North; 43rd Avenue North; 44th Avenue North; and 45th Court North located in the Inglenook Community in the City of Birmingham, Alabama, at an estimated out-of-pocket cost to the Board of \$666,231.34; and to authorize the General Manager and/or the Assistant General Manager to execute the agreements, as recommended by the Engineering and Maintenance Committee. 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. Larry Ward and seconded by Mr. Thomas E. Henderson, that the Board hereby approves two (2) scope of services agreements with A.G. Gaston Engineering, LLC’s (AGGE’s) for the design and inspection of two (2) water main replacement projects: 1) Grasselli Avenue SW; Doby Avenue SW; Howard Avenue SW; George Avenue SW; Todd Avenue SW; Felix Avenue SW; and Fossil Street SW located in the Wenonah Community in the City of Birmingham, at an estimated out-of-pocket cost to the Board of \$341,965.84; and 2) 42nd Street North; 42nd Place North; 44th Street North; 40th Avenue North; 43rd Avenue North; 44th

Avenue North; and 45th Court North located in the Inglenook Community in the City of Birmingham, Alabama, at an estimated out-of-pocket cost to the Board of \$666,231.34; and authorizes the General Manager and/or the Assistant General Manager to execute the agreements, as recommended by the Engineering and Maintenance Committee. Resolution No. 9359 is hereby adopted by unanimous vote.”

Next, General Manager Johnson stated he made an error in his answer to Director Mims relating to agenda item 3, regarding whether retiree Michael D. Rogers was entitled to full retirement benefits. General Manager Johnson stated he did not realize the age of the retiree. He stated that there is a penalty for Mr. Rogers based on his age. Director Mims indicated he would like to change his vote to no on the item. Director NeSmith stated that the original motion and second would need to be withdrawn. As requested by Chairwoman Huffman, Cynthia Williams, Board Administrator confirmed that Director Taylor made the original motion and Director Ward seconded the motion. The directors withdrew their original motions, respectively. General Manager Johnson read agenda item 3 into the records again for a re-vote, Request Board to adopt resolutions authorizing monthly retirement benefits from the Board's Retirement Trust Fund for Michael D. Rogers, Superintendent of Field Services - Customer Support Services Department, as stated on the respective calculation, effective July 1, 2023. On a motion duly made and seconded, the following resolution was adopted:

“WHEREAS, Michael D. Rogers, an employee of The Water Works Board of the City of Birmingham ("the Board"), is retiring, effective July 1, 2023, at an age of 56, and

WHEREAS, Michael D. Rogers has 27 years and 10 months of continuous service with the Board at his retirement date, and in accordance with the terms of the Trusteed Pension Plan, is entitled to receive a monthly Retirement payment from the Board’s Retirement Trust Fund in the amount of \$3,103.74; and

NOW, THEREFORE, BE IT RESOLVED By the Board of Directors of The Water Works Board of the City of Birmingham, on motion duly made by Mr. Carl Dalton NeSmith and seconded by Mr. Larry Ward, that the Trustee be, and is hereby instructed to pay monthly benefit payments of \$3,103.74 to Mr. Rogers from the Board’s Retirement Trust Fund, in accordance with the terms of the Pension Plan, with the first payment to be made July 1, 2023. Resolution No. 9360 is hereby adopted by a roll call vote as follows: Director Burbage, Yes; Director Henderson, Yes; Director Huffman, Yes; Director NeSmith, Yes; Director Taylor, Yes; Director Ward, Yes; and Director Mims, No.”

Subsequently, Director Ward commended staff for the good audits Birmingham Water Works received, and General Manager Johnson concurred. Board Attorney Parnell returned to the meeting at 12:14 p.m. Director Ward requested copies of the audit reports be provided to municipalities. General Manager Johnson responded that hard copies would be provided. Director Mims asked whether the audit reports were public information. General Manager Johnson responded yes; however, Carr, Riggs, & Ingram would have to agree with the manner of the audit

reports' distribution. Board Attorney Parnell inquired about agenda item 3 re-vote, which took place after he left the meeting. Chairwoman Huffman clarified that Directors Taylor and Ward withdrew their motion and second, respectively, and that agenda item 3 was re-read into the records. Board Attorney Parnell confirmed the voting process was handled correctly.

As there was no further business before the Board, Director Ward made a motion to adjourn the meeting and Director NeSmith seconded the motion. On a motion duly made and seconded, the meeting adjourned at 12:16 p.m.

_____/s/_____
Tereshia Q. Huffman
Chairwoman

Attest:

_____/s/_____
Raymond "Larry" Ward
Secretary-Treasurer