

**MINUTES OF THE REGULAR BI-MONTHLY MEETING OF DIRECTORS
OF THE WATER WORKS BOARD OF THE CITY OF BIRMINGHAM
August 26, 2020**

The regular bi-monthly meeting of the directors of The Water Works Board of the City of Birmingham was held on Wednesday, August 26, 2020, at 11:30 a.m., via electronically [via teleconference/telephone].

The following Directors were present via a roll call: Ronald A. Mims, Brenda J. Dickerson, Deborah Clark, William R. Muhammad, William “Butch” Burbage, Jr., Tommy J. Alexander, Lucien Blankenship, Brett A. King, and George Munchus.

Others were present via telephone: Michael Johnson, General Manager; Derrick Murphy, Jeffrey Thompson and Iris Fisher, Assistant General Managers; K. Mark Parnell, Parnell Thompson Law, LLC; Kelvin Howard, KWH, LLC.; Emory Anthony, Esq.; Grace Amison, Executive Assistant to the Board of Directors; Vanessa Washington, Executive Assistant; Paul Lloyd, Joyce Dupree, Sonja Patterson, Rick Jackson, Colandus Mason, and Marsha Hammonds, BWWB Employees, Mindy Falkner.

Inasmuch as all of the Board members were present, a quorum was in attendance.

Chairman Mims called the meeting to order at 11:30 a.m. Assistant General Manager Iris Fisher opened the meeting with prayer.

Next, Director Blankenship asked the board to remove agenda item 6.2 before approval of the agenda and handle it separately as it relates to Attorney Emory Anthony. Per Director Blankenship, Attorney Anthony currently has a contract with the board; therefore, the Board only needs to approve his pay rate increase. Director Blankenship made a motion to approve the agenda. Director Munchus seconded. In addition, Director Alexander asked to consider agenda item six and agenda item seven after agenda item one, which the board agreed. A roll call vote was taken to approve the agenda with the suggested modifications. The modified agenda was approved unanimously by a roll call vote. 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. Lucien Blankenship and seconded by Dr. George Munchus, that the Board hereby approves the Regular Board of Directors’ Meeting Agenda as modified: Remove item 6.2 because the Board has approved a contract with Attorney Anthony and vote on the increase in fee relative to the other attorneys. In addition, agenda item 6 and agenda item 7 were moved after agenda item 1 on the agenda. Resolution No. 8447 is hereby adopted by a unanimous roll call vote as follows: Director Mims, Yes; Director Dickerson, Yes; Director Clark, Yes; Director Muhammad, Yes; Director Burbage, Yes; Director Alexander, Yes; Director Blankenship, Yes; Director King, Yes; Director Munchus, Yes.”

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Following, GM Johnson asked the Board to adopt a resolution authorizing surviving spouse monthly retirement benefits from the Board's Retirement Trust Fund in accordance with the terms of the pension plan and as stated on the attached memo, effective September 1, 2020 for Ms. Britte Mumford, the surviving spouse of Frank Mumford; necessary to perform essential minimum functions of the governmental body, as set forth in agenda item 1. Director Dickerson made a motion to approve said item. Director Muhammad seconded. The agenda item was approved unanimously by a roll call vote. On a motion duly made and seconded, the following resolution was adopted:

“WHEREAS, Frank Mumford, a retiree of The Water Works Board of the City of Birmingham (“The Board”), passed away on August 18, 2020; and

WHEREAS, Frank Mumford was receiving, up until the time of his death, monthly retirement benefits from the Board’s Retirement Trust Fund in the amount of \$4,307.04, and under the terms of the Board’s Retirement Plan, his spouse is now entitled to receive 50% of that monthly benefit until such time as she either remarries or passes away; and

WHEREAS, the surviving spouse, Britte R. Mumford will begin receiving her surviving spouse monthly benefit of \$2,153.52, effective September 1, 2020.

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 Dr. Brenda J. Dickerson and seconded by Mr. William R. Muhammad, that the Trustee be, and is hereby instructed to pay a pension of \$2,153.52 per month to Britte R. Mumford from the Board’s Retirement Trust Fund, in accordance with the terms of the Trustee Pension Plan, with the payment to be effective September 1, 2020.

Resolution No. 8448 is hereby adopted by an unanimous roll call vote as follows: Director Mims, Yes; Director Dickerson, Yes; Director Clark, Yes; Director Muhammad, Yes; Director Burbage, Yes; Director Alexander, Yes; Director Blankenship, Yes; Director King, Yes; Director Munchus, Yes.”

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Next, GM Johnson asked the Board to adopt a resolution to hire a panel of attorneys to meet its legal service needs; necessary to perform essential minimum functions of the governmental body, as set forth in agenda items 6.1 through 6.5, respectively. Director Munchus made a motion to approve the agenda items. Director Dickerson seconded. Director Clark stated that the panel was different than the panel presented to them with the Ad Hoc legal team. She expressed concerns regarding the need for more information on the panel for hire. Chairman Mims agreed to send the attorneys resumes to the board as requested. Director Clark made a motion to table said agenda item until the panel of attorneys’ resume had been received. Director Muhammad seconded. The motion to table failed with a 4-1-4 vote. Then, the board voted on the agenda items separately. GM Johnson requested the board to hire Parnell Thompson, LLC., at a monthly budgeted amount not to exceed \$20,000.00 per month, as set forth in agenda item 6.1. The agenda item was approved by a roll call with 8 votes in favor of approval and 1 abstention. On a motion duly made and seconded, the following resolution was adopted:

“WHEREAS, as more fully set forth below, the Water Works Board of the City of Birmingham desires to hire a panel of attorneys to meet its legal service needs.

NOW THEREFORE, on a motion made by Dr. George Munchus and seconded by Dr. Brenda J. Dickerson, it is hereby resolved as follows:

1. The Water Works Board hereby hires the following attorney to represent its legal service needs:
 - a. Parnell Thompson, LLC at a monthly budgeted amount not to exceed \$20,000.00 per month;
 - b. The above referenced law firm or attorney will execute a written agreement with the Water Works Board. Said written agreement will establish: (a) the law firm's or attorney's hourly rate to be \$300.00; (b) that the law firm or attorney will be reimbursed for necessary expenses at cost; (c) a term of a 12-months, with either party having the right to terminate the agreement upon 30 days' notice; and (d) that the law firm or attorney must maintain professional liability insurance. The form of said agreement shall be substantially the same as the Water Works Board has previously used. The General Manager is authorized to execute said agreements on behalf of the Water Works Board.
2. The legal services will be assigned to the law firm or attorney by the Water Works Board's Chairperson or the Chairperson's designee. The General Counsel Emory Anthony will assign all legal work and approve it before it is submitted.
3. To ensure that the Water Works Board's legal needs are fully met, the Chairperson or the Chairperson's designee may authorize a law firm or attorney to exceed the budgeted amount set forth in paragraph 1 above only after the legal work is assigned by Emory Anthony, the General Counsel.

Resolution No. 8449 is hereby adopted by a roll call vote as follows: Director Mims, Yes; Director Dickerson, Yes; Director Clark, Yes; Director Muhammad, Yes; Director Burbage, Yes; Director Alexander, Yes; Director King, Yes; Director Munchus, Yes. Director Blankenship abstained.”

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Following, GM Johnson requested the board to hire Attorney Emory Anthony, at a monthly budgeted amount not to exceed \$20,000.00 per month, as set forth in agenda item 6.2. However, it was determined that Attorney Emory Anthony already has a contract with the board, thus, approval was requested to increase Attorney Anthony’s hourly rate to \$300.00 per hour with a not to exceed amount. Director Blankenship made a motion to approve agenda item 6.2 per discussion. Director Munchus seconded. Agenda item 6.2 was approved unanimously by a roll call vote. On a motion duly made and seconded, the following resolution was adopted:

“WHEREAS, as more fully set forth below, the Water Works Board of the City of Birmingham desires to hire a panel of attorneys to meet its legal service needs.

NOW THEREFORE, on a motion made by Mr. Lucien Blankenship and seconded by Dr. George Munchus, it is hereby resolved as follows:

1. The Water Works Board hereby hires the following attorney to represent its legal service needs:
 - a. Attorney Emory Anthony at a monthly budgeted amount not to exceed \$20,000.00 per month;
 - b. The above referenced law firm or attorney will execute a written agreement with the Water Works Board. Said written agreement will establish: (a) the law firm's or attorney's hourly rate to be \$300.00; (b) that the law firm or attorney will be reimbursed for necessary expenses at cost; (c) a term of a 12-months, with either party having the right to terminate the agreement upon 30 days' notice; and (d) that the law firm or attorney must maintain professional liability insurance. The form of said agreement shall be substantially the same as the Water Works Board has previously used. The General Manager is authorized to execute said agreements on behalf of the Water Works Board.
2. The legal services will be assigned to the law firm or attorney by the Water Works Board's Chairperson or the Chairperson's designee. The General Counsel Emory Anthony will assign all legal work and approve it before it is submitted.
3. To ensure that the Water Works Board's legal needs are fully met, the Chairperson or the Chairperson's designee may authorize a law firm or attorney to exceed the budgeted amount set forth in paragraph 1 above only after the legal work is assigned by Emory Anthony, the General Counsel.

Resolution No. 8450 is hereby adopted by an unanimous roll call vote as follows: Director Mims, Yes; Director Dickerson, Yes; Director Clark, Yes; Director Muhammad, Yes; Director Burbage, Yes; Director Alexander, Yes; Director Blankenship, Yes; Director King, Yes; Director Munchus, Yes.”

Next, GM Johnson requested the board to hire Attorney Byron Perkins, at a monthly budgeted amount not to exceed \$12,000.00 per month, as set forth in agenda item 6.3. Director Munchus made a motion to approve agenda item 6.3. Director Dickerson seconded. Agenda item 6.3 was approved by a roll call vote with 7 in favor, 1 against, and 1 abstention. On a motion duly made and seconded, the following resolution was adopted:

“WHEREAS, as more fully set forth below, the Water Works Board of the City of Birmingham desires to hire a panel of attorneys to meet its legal service needs.

NOW THEREFORE, on a motion made by Dr. George Munchus and seconded by Dr. Brenda J. Dickerson, it is hereby resolved as follows:

1. The Water Works Board hereby hires the following attorney to represent its legal service needs:
 - a. Attorney Byron Perkins at a monthly budgeted amount not to exceed \$12,000.00 per month; and
 - b. The above referenced law firm or attorney will execute a written agreement with the Water Works Board. Said written agreement will establish: (a) the law firm's or attorney's hourly rate to be \$300.00; (b) that the law firm or attorney will be reimbursed for necessary expenses at cost; (c) a term of a 12-months, with either party having the right to terminate the agreement upon 30 days' notice; and (d) that the law firm or attorney must maintain professional liability insurance. The form of said agreement shall be substantially the same as the Water Works Board has previously used. The General Manager is authorized to execute said agreements on behalf of the Water Works Board.
2. The legal services will be assigned to the law firm or attorney by the Water Works Board's Chairperson or the Chairperson's designee. The General Counsel Emory Anthony will assign all legal work and approve it before it is submitted.
3. To ensure that the Water Works Board's legal needs are fully met, the Chairperson or the Chairperson's designee may authorize a law firm or attorney to exceed the budgeted amount set forth in paragraph 1 above only after the legal work is assigned by Emory Anthony, the General Counsel.

Resolution No. 8451 is hereby adopted by a roll call vote as follows: Director Mims, Yes; Director Dickerson, Yes; Director Muhammad, Yes; Director Burbage, No; Director Alexander, Yes; Director Blankenship, Yes; Director King, Yes; Director Munchus, Yes. Director Clark abstained.”

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Following, GM Johnson requested the board to hire Attorney Terri Reynolds, at a monthly budgeted amount not to exceed \$10,000.00 per month, as set forth in agenda item 6.4. Director Dickerson made a motion to approve agenda item 6.4. Director Munchus seconded. There was some discussion on agenda 6.4 relating to whether Ms. Reynolds was a lobbyist and her relationship to The Jones Group. Attorney Anthony would consult with Ms. Reynolds on said matters and add a stipulation to her contract stating the contract would be terminated if there is a conflict. Agenda item 6.4 was approved by a roll call vote with 6 in favor and 3 abstentions. On a motion duly made and seconded, the following resolution was adopted:

“WHEREAS, as more fully set forth below, the Water Works Board of the City of Birmingham desires to hire a panel of attorneys to meet its legal service needs.

NOW THEREFORE, on a motion made by Dr. Brenda J. Dickerson and seconded by Dr. George Munchus, it is hereby resolved as follows:

1. The Water Works Board hereby hires the following attorney to represent its legal service needs:
 - a. Attorney Terri Reynolds at a monthly budgeted amount not to exceed \$10,000.00 per month; and
 - b. The above referenced law firm or attorney will execute a written agreement with the Water Works Board. Said written agreement will establish: (a) the law firm's or attorney's hourly rate to be \$300.00; (b) that the law firm or attorney will be reimbursed for necessary expenses at cost; (c) a term of a 12-months, with either party having the right to terminate the agreement upon 30 days' notice; and (d) that the law firm or attorney must maintain professional liability insurance. The form of said agreement shall be substantially the same as the Water Works Board has previously used. The General Manager is authorized to execute said agreements on behalf of the Water Works Board.
2. The legal services will be assigned to the law firm or attorney by the Water Works Board's Chairperson or the Chairperson's designee. The General Counsel Emory Anthony will assign all legal work and approve it before it is submitted.
3. To ensure that the Water Works Board's legal needs are fully met, the Chairperson or the Chairperson's designee may authorize a law firm or attorney to exceed the budgeted amount set forth in paragraph 1 above only after the legal work is assigned by Emory Anthony, the General Counsel.

Resolution No. 8452 is hereby adopted by a roll call vote as follows: Director Mims, Yes; Director Dickerson, Yes; Director Muhammad, Yes; Director Alexander, Yes; Director King, Yes; Director Munchus, Yes. Directors Clark, Burbage and Blankenship abstained.”

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Next, GM Johnson requested the board to hire Attorney Gregory Reid and Attorney Scott Gilliard, at a monthly budgeted amount not to exceed \$8,000.00 per month, as set forth in agenda item 6.5. Director Munchus made a motion to approve agenda item 6.5. Director Muhammad seconded. Director King indicated that Attorney Reid was not interested in being part of the panel at the present time due to current obligations. Attorney Kelvin Howard asked the board to consider his law firm for legal services. He referenced the level of past work he has performed for the board and ongoing cases, which are currently being finalized. Chairman Mims stated the request would be taken under consideration. Director Muhammad stated that Attorney Howard working on ongoing cases presented an issue. Per Director Alexander, Attorney Howard has done a great job for BWWB and should be considered. Director Dickerson recommended that the board pay Attorney Howard for the work he has done, vote on the panel before them, and discuss who should be added to the panel at a future date. Attorney Reid was removed per request and the budget

amount was also reduced to \$4,000.00. Thus, the item was approved by a roll call vote with 6 in favor of approval and 2 abstentions. Director Burbage was not present for the vote. On a motion duly made and seconded, the following resolution was adopted:

“WHEREAS, as more fully set forth below, the Water Works Board of the City of Birmingham desires to hire a panel of attorneys to meet its legal service needs.

NOW THEREFORE, on a motion made by Dr. George Munchus and seconded by Mr. William R. Muhammad, it is hereby resolved as follows:

1. The Water Works Board hereby hires the following attorney to represent its legal service needs:
 - a. Attorney Scott Gilliland at a combined monthly budgeted amount not to exceed \$4,000.00 per month.
 - b. The above referenced law firm or attorney will execute a written agreement with the Water Works Board. Said written agreement will establish: (a) the law firm's or attorney's hourly rate to be \$300.00; (b) that the law firm or attorney will be reimbursed for necessary expenses at cost; (c) a term of a 12-months, with either party having the right to terminate the agreement upon 30 days' notice; and (d) that the law firm or attorney must maintain professional liability insurance. The form of said agreement shall be substantially the same as the Water Works Board has previously used. The General Manager is authorized to execute said agreements on behalf of the Water Works Board.
2. The legal services will be assigned to the law firm or attorney by the Water Works Board's Chairperson or the Chairperson's designee. The General Counsel Emory Anthony will assign all legal work and approve it before it is submitted.
3. To ensure that the Water Works Board's legal needs are fully met, the Chairperson or the Chairperson's designee may authorize a law firm or attorney to exceed the budgeted amount set forth in paragraph 1 above only after the legal work is assigned by Emory Anthony, the General Counsel.

Resolution No. 8453 is hereby adopted by a roll call vote as follows: Director Mims, Yes; Director Dickerson, Yes; Director Muhammad, Yes; Director Alexander, Yes; Director King, Yes; Director Munchus, Yes. Directors Clark and Blankenship abstained. Director Burbage was not present for the vote.”

Following, GM Johnson asked the Board to approve the establishment of a Business Sustainability and Capacity Building (BSCB) Program and to authorize the General Manager to execute an agreement with the Birmingham Business Resource Center (BBRC) to assist in effectuating its BSCB Program with the advice and assistance of legal counsel to the BWWB;

necessary to perform essential minimum functions of the governmental body, as set forth in agenda item 7. Director Munchus made a motion to approve. Director Muhammad seconded. A few directors indicated requested information had not been received relating to said agenda item. GM Johnson stated he sent information provided to him by Mr. Bob Dickerson via email. In addition, Director Clark indicated she received information about the company, but no proposal. Director Alexander left the meeting at 12:36 p.m. A discussion ensued on said item. Attorney Parnell stated that the work to be done by BBRC was listed in section 3 of the resolution. Director Clark indicated the item needed to go to a Committee. Directors Munchus and Muhammd stated they were not withdrawing their motion and seconded to send item to Committee. A vote was taken, and the item was approved by a roll call vote with 4 in favor of approval, 2 against and 1 abstention. Directors Alexander and Director King were not present for vote. On a motion duly made and seconded, the following resolution was adopted:

“WHEREAS, The Water Works Board of the City of Birmingham (hereinafter referred to as the “BWWB”), is Alabama’s largest water system serving approximately one quarter of the State’s citizens; and,

WHEREAS, in order to properly maintain its water system, the BWWB maintains both an operation and maintenance budget (hereinafter the “O&M Budget”) and a capital improvement program budget (hereinafter the “CIP Budget”); and,

WHEREAS, the O&M Budget and the CIP Budget combined are over \$200 million; and,

WHEREAS, a majority of the work associated with the O&M Budget and the CIP Budget is required by law to be let by the competitive bidding process; and,

WHEREAS, in order to receive the most competitive prices through the bidding process it is necessary that the BWWB have access to a larger pool of contractors (both prime contractors and sub-contractors) and vendors to meet the needs of the O&M Budget and CIP Budget; and,

WHEREAS, having competitive prices for the work required by the O&M Budget and CIP Budget are a benefit to the public; and,

WHEREAS, the BWWB has provided opportunities for diverse Birmingham area small local businesses for years through, among other things, the BWWB’s Historically Underutilized Business (hereinafter “HUB”) Program; and,

WHEREAS, the BWWB has recently hired the Birmingham Construction Industry Authority (hereinafter “BCIA”) to implement a Contract Compliance program for the BWWB; and,

WHEREAS, due to the lack of capacity and access to capital, opportunities to do business with BWWB are still just out of reach for many diverse Birmingham area small local businesses including HUBs (said businesses collectively hereinafter being referred to as “Businesses”); and,

WHEREAS, these Businesses provide an array of first-rate services and products, but lack access to capital and capacity, and,

WHEREAS, in order to increase the number of contractors (both prime contractors and sub-contractors) and vendors to meet the needs of the O&M Budget and CIP Budget the BWWB desires and proposes to create a Business Sustainability and Capacity Building Program (hereinafter the “BSCB Program”); and,

WHEREAS the BWWB further desires to retain the services of Birmingham Business Resource Center (BBRC) to assist the BWWB in effectuating its BSCB Program.

NOW THEREFORE BE IT RESOVED on a motion made by Dr. George Munchus and seconded by Mr. William R. Muhammad as follows:

1. In order to create a larger pool of contractors (both prime contractors and sub-contractors) and vendors to meet the needs of the O&M Budget and CIP Budget as identified above, the BWWB hereby establishes the BSCB Program as more fully set forth below.
2. The General Manager shall be responsible for more fully developing and implementing the BSCB Program. The BSCB Program will assist Businesses with building their capacities to better afford them the opportunity to bid on and perform the work or to supply the materials needed by the BWWB for its O&M Budget and CIP Budget. The General Manager shall marshal all areas of the BWWB operations to assist with developing and implementing the BSCB Program and identifying and recruiting Businesses that need the assistance of the BSCB Program.
3. In order to assist the Businesses through this BSCB Program, the BWWB hereby contracts with BBRC to provide the following services associated with and to assist the BSCB Program:
 - a. Provide Businesses with counseling, technical assistance, training and support;
 - b. Assist Businesses with access to capital;
 - c. Provide Businesses with business coaching and financial literacy education;
 - d. Help elevate Businesses with business creditworthiness;
 - e. Provide Businesses with Industry experts in the areas of business management, human resources, accounting, marketing and business support;
 - f. Help Businesses with accessing COVID-19 stimulus funding;
 - g. Seek non-traditional financing sources for Businesses;
 - h. Present to lenders on behalf of Businesses if requested;
 - i. Maintain and supply knowledge of current rate information and lending policies to Businesses;
 - j. Provide assistance to Businesses with bonding program to assist Businesses to increase bonding capacity; and,
 - k. Produce monthly reports to the Board of Directors.

4. For providing the above described services, BBRC shall receive a monthly retainer of \$20,000.00.
5. The agreement between the BWWB and BBRC shall be in a form as approved by the General Manager with the advice and assistance of legal counsel to the BWWB. Said agreement shall provide that BBRC to provide the BWWB with the above referenced services, at the above referenced retainer and for a term of a 12-months, with either party having the right to terminate the agreement upon 30 days' notice. The General Manager shall be authorized to execute said agreement.

Resolution No. 8454 is hereby adopted by a roll call vote as follows: Director Dickerson, Yes; Director Clark, No; Director Muhammad, Yes; Director Burbage, No; Director Blankenship, Yes; Director Munchus; Yes. Director Mims abstained. Directors Alexander and King were not present for the vote.”

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Next, GM Johnson asked the Board to approve personnel actions related to the Board Administrator and Corporate Governance Specialist positions grade levels; necessary to perform essential minimum functions of the governmental body, as set forth in agenda items 2.1 through 2.3, respectively. The board agreed to vote on the agenda items separately. Thus, GM Johnson requested the board to approve a starting salary for the Board Administrator position at a grade level 45 in the amount of \$86,164.00, as set forth, in agenda item 2.1. Directors asked various questions on said agenda item. Director Muhammad made a substitute motion that the Board Administrator be responsible for the minutes. Director Dickerson seconded. Per Attorney Parnell, a resolution is already on the books; however, under the by-laws, the Secretary is responsible for the minutes and can delegate. In addition, the resolution was amended last year. Grace Amison, Executive Assistant to the Board of Directors stated that the specific titles were included in the amended resolution, except for the Board Administrator. Ms. Amison stated the resolution was amended December 18, 2019 to add the Corporate Governance Specialist but excluded the Board Administrator. Attorney Parnell clarified that Director Muhammad's motion would also add the Board Administrator's position to the resolution. Director Muhammad confirmed with a yes. Director Clark requested Attorney Parnell to send the directors the resolution BWWB already has relating to this matter. Director Muhammad asked that his substitute motion be voted on. He restated the substitute motion as follows: The starting salary for the Board Administrator, Grade 45 is \$86,164.00, and with the added job duties of being responsible for the minutes. Director Munchus seconded. The item was approved by a roll call vote with 8 in favor of approval. Director Alexander was not present for vote. 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. William R. Muhammad and seconded by Dr. George Munchus, that the Board hereby approves the following personnel action; necessary to perform essential minimum functions of the governmental body:

- (1) The Starting Salary for the Board Administrator, Grade Level 45 is \$86,164.00

(2) The Board Administrator added job duties include being responsible for the minutes

Resolution No. 8455 is hereby adopted by a roll call vote as follows: Director Mims, Yes; Director Dickerson, Yes; Director Clark, Yes; Director Muhammad, Yes; Director Burbage, Yes; Director Blankenship, Yes; Director King; and Director Munchus; Yes. Director Alexander was not present for the vote.”

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Following, GM Johnson asked the Board to approve a change in the grade level for the Corporate Governance Specialist from a grade level 15 to a grade level 19, as set forth in agenda item 2.2. Director Munchus made a motion to approve. Director Muhammad seconded. A discussion ensued on the purpose of changing the grade level for said position. Chairman Mims stated that the purpose was to align the jobs with each other, because the two positions would be doing the same work. The Board Administrator would have full responsibility for the work; although, the Corporate Governance Specialist is basically the same position, but in training. Director Clark asked the General Manager to speak on the matter. GM Johnson stated that it’s a great idea to have the position for succession planning, and he agrees that the job grade should change from a grade 15 to grade 19. There was some concern expressed regarding changing the job position to a grade 19. Director Dickerson inquired as to whether the job description had been changed to reflect a grade 19, and if so, what job duties were added to the job description. GM Johnson stated the changes had not been made to reflect a grade 19 job description, at the present time. Per Director Dickerson, there should be certain language and job duties listed when moving from a job grade 15 to a job grade 19. She indicated concerns of having a grade 15 job description at grade 19 pay level. Director Blankenship asked Attorney Anthony to work on the job description and pay grade to ensure everything matches. Director Blankenship made a substitute motion to have the appropriate job description prepared for a grade level 19 by Attorney Anthony, and then, said item comes back before the board for consideration. Director Clark seconded. The substitute motion was approved by a roll call vote with 4 in favor of approval and 3 against. Director Alexander and Director King were not present for vote. 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. Lucien Blankenship and seconded by Ms. Deborah Clark, that the Board hereby authorizes the following personnel action; necessary to perform essential minimum functions of the governmental body:

- (1) Attorney Emory Anthony to prepare the appropriate job description to change the grade for the Corporate Governance Specialist from Grade Level 15 to Grade Level 19

Resolution No. 8456 is hereby adopted by a roll call vote as follows: Director Mims, No; Director Dickerson, Yes; Director Clark, Yes; Director Muhammad, No; Director Burbage, Yes; Director Blankenship, Yes; Director Munchus; No. Directors Alexander and King were not present for the vote.”

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Next, agenda item 2.3 requested the Board to approve a starting salary for the Corporate Governance Specialist position at a grade level 19 in the amount of \$80,369.00. Agenda item 2.3 was no longer a voteable item, relative to the failure of the original motion for agenda item 2.2. The item was tabled.

Following, GM Johnson asked the Board to approve payment of invoices for professional services necessary to perform essential minimum functions of the governmental body, as set forth in agenda items 3.1 through 3.4, respectively. The board agreed to vote on the items separately. The items were separately approved with a roll call vote. GM Johnson asked the Board to approve payment of invoices for professional services from NeSmith, Lowe & NeSmith, LLC., as set forth in agenda item 3.1. Director Munchus made the motion to approve. Director Blankenship seconded. Agenda item 3.1 was approved by a roll call vote with 7 in favor of approval. Director Alexander and Director King were not present for the vote. 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 Dr. George Munchus and seconded by Mr. Lucien Blankenship, that the Board hereby authorizes staff to execute payment to the following:

3.1 <u>NeSmith, Lowe & NeSmith, LLC</u>	
For retainer fee for May 2020	<u>\$ 500.00</u>
For retainer fee for June 2020	<u>\$ 500.00</u>
For retainer fee for July 2020	<u>\$ 500.00</u>

Resolution No. 8457 is hereby adopted by a roll call vote as follows: Director Mims, Yes; Director Dickerson, Yes; Director Clark, Yes; Director Muhammad, Yes; Director Burbage, Yes; Director Blankenship, Yes; Director Munchus; Yes. Directors Alexander and King were not present for the vote.”

Next, GM Johnson asked the Board to approve payment of an invoice for professional services from The Jones Group, as set forth in agenda item 3.2. Director Munchus made a motion to approve. Director Dickerson seconded. Agenda item 3.2 was approved by a roll call vote with 5 in favor of approval and 1 abstention. Directors Muhammad, Alexander and King were not present for the vote. 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 Dr. George Munchus and seconded by Dr. Brenda J. Dickerson, that the Board hereby authorizes staff to execute payment to the following:

3.2 <u>The Jones Group</u>	
For professional services rendered in July 2020	<u>\$ 10,000.00</u>

Resolution No. 8458 is hereby adopted by a roll call vote as follows: Director Mims, Yes; Director Dickerson, Yes; Director Burbage, Yes; Director Blankenship, Yes; Director Munchus;

Yes. Director Clark abstained. Directors Muhammad, Alexander and King were not present for the vote.”

Following, GM Johnson asked the Board to approve payment of an invoice for professional services from Raftelis Financial Consultants, Inc., as set forth in agenda item 3.3. Director Munchus made a motion to approve. Director Dickerson seconded. Agenda item 3.3 was approved by a roll call vote with 5 in favor of approval and 1 abstention. Directors Muhammad, Alexander and King were not present for the vote. 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 Dr. George Munchus and seconded by Dr. Brenda J. Dickerson, that the Board hereby authorizes staff to execute payment to the following:

3.3 Raftelis Financial Consultants, Inc.
For professional services rendered in July 2020 \$ 19,092.50

Resolution No. 8459 is hereby adopted on August 26, 2020 by a roll call vote as follows: Director Mims, Yes; Director Dickerson, Yes; Director Clark, Yes; Director Burbage, Yes; Director Munchus; Yes. Director Blankenship abstained. Directors Muhammad, Alexander and King were not present for the vote.”

Next, GM Johnson asked the Board to approve payment of an invoice for professional services from Parnell Thompson, LLC., as set forth in agenda item 3.4. Director Munchus made a motion to approve. Director Dickerson seconded. Agenda item 3.4 was approved by a roll call vote with 4 in favor of approval and 2 abstentions. Directors Muhammad, Alexander and King were not present for the vote. 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 Dr. George Munchus and seconded by Dr. Brenda J. Dickerson, that the Board hereby authorizes staff to execute payment to the following:

3.4 Parnell Thompson, LLC
For professional services rendered in July 2020 \$ 30,543.75

Resolution No. 8460 is hereby adopted by a roll call vote as follows: Director Mims, Yes; Director Dickerson, Yes; Director Burbage, Yes; Director Munchus; Yes. Directors Clark and Blankenship abstained. Directors Muhammad, Alexander and King were not present for the vote.”

Next, GM Johnson asked the Board to hear a presentation and to approve the FY2021 health insurance plan design, premium rates and COBRA rates; and to authorize the General Manager or Assistant General Manager to effectuate the necessary documents. Former IWWB Employees & Under 65 IWWB Retirees BCBS health insurance plan design and premium rates will not change; necessary to perform essential minimum functions of the governmental body, as set forth in agenda item 4. Director Dickerson left the meeting at 1:25 p.m. There would be no change to the plan or rates. Director Munchus made a motion to approve the agenda item. Chairman Mims seconded. The item was approved by a roll call vote with 5 in favor of approval. Directors Dickerson, Muhammad, Alexander and King were not present for vote. 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 Dr. George Munchus and seconded by Mr. Ronald A. Mims, that the Board hereby approves the FY2021 health insurance plan design, premium rates and COBRA rates; necessary to perform essential minimum functions of the governmental body. Resolution No. 8461 is hereby adopted by a roll call vote as follows: Director Mims, Yes; Director Clark, Yes; Director Burbage, Yes; Director Munchus; Yes; Blankenship, Yes. Directors Dickerson, Muhammad, Alexander and King were not present for the vote.”

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Following, GM Johnson asked the Board to amend the BWWB COVID-19 Employee Assistance Policy (Policy) to allow the additional sick leave provided under the Policy to be taken first before, an employee has to take their own sick, vacation, or comp leave and employees shall receive up to 10 additional COVID sick days for each COVID-19 exposure in cases where they are requested to not report to work. These changes are retroactive back to March 17, 2020; necessary to perform essential minimum functions of the governmental body, as set forth in agenda item 5. GM Johnson explained the reasons for said request and answered questions from directors. Director Clark asked GM Johnson to provide the cost associated with this item relating to employees’ paid time off. Director Munchus made a motion to approve the agenda item. Director Dickerson seconded. The item was approved by a roll call vote with 7 in favor of approval. Directors Alexander and King were not present for vote. 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 Dr. George Munchus and seconded by Dr. Brenda J. Dickerson, that the Board hereby amends the BWWB COVID-19 Employee Assistance Policy (Policy) to allow the additional sick leave provided under the Policy to be taken first before an employee has to take their own sick, vacation, or comp leave and making this change effective back to March 17, 2020; necessary to perform essential minimum functions of the governmental body. Resolution No. 8462 is hereby adopted by a roll call vote as follows: Director Mims, Yes; Director Dickerson, Yes; Director Clark, Yes; Director Muhammad, Yes; Director Burbage, Yes; Director Munchus; Yes; Blankenship, Yes. Directors Alexander and King were not present for the vote.”

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Next, under new business, agenda item 8, Director Munchus asked the General Manager whether Earl Hillard's invoice had been received, which he answered no.

As there was no further business before the Board, a motion was made and seconded to adjourn the meeting. Chairman Mims adjourned the meeting at 1:32 p.m. by a unanimous roll call vote.

_____/s/_____
Ronald A. Mims
Chairman/President

Attest:

_____/s/_____
William R. Muhammad
Secretary-Treasurer