

**MINUTES OF THE REGULAR BI-MONTHLY MEETING OF DIRECTORS
OF THE WATER WORKS BOARD OF THE CITY OF BIRMINGHAM
December 16, 2020**

The regular bi-monthly meeting of the directors of The Water Works Board of the City of Birmingham was held on Wednesday, December 16, 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., Lucien Blankenship, George Munchus and Brett A. King.

Others were present via teleconference/telephone: Michael Johnson, General Manager; Derrick Murphy, Jeffrey Thompson and Iris Fisher, Assistant General Managers; K. Mark Parnell, Parnell Thompson Law, LLC; Emory Anthony, Esq.; Tiffanie Agee, Esq.; Kelvin Datcher, City of Birmingham; Cynthia Williams, Board Administrator; Vanessa Washington, Executive Assistant; Rick Jackson, Valencia Dulaney, Colandus Mason, Paul Lloyd, Shelia Patterson, Rosalind Jones, Ed Travis, Jonathan Harris; Board Employees.

Inasmuch as a majority 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.

Director Munchus made a motion to approve the agenda as printed. Director Dickerson seconded. However, Director Muhammad made a motion to amend the agenda by removing agenda items 14.1 through 14.5, 15.2 and 15.3, and Director Dickerson seconded. After discussion among the directors, Director Muhammad agreed to wait until said items were covered on the agenda. Directors Muhammad and Dickerson motions to remove said items from the agenda were withdrawn. Director Alexander entered the meeting at 11:45 a.m. Thus, the original motion was before the board for approval. 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 approves the Regular Board of Directors’ Meeting Agenda for December 16, 2020 as printed. Resolution No. 8584 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.”

Following, GM Johnson asked the Board to approve minutes from the Regular Board of Directors’ Meeting held September 9, 2020, as set forth in agenda item 1; necessary to perform essential minimum functions of the governmental body. Director Munchus made a motion to

approve said item. Director Dickerson seconded the motion. A director stated she did not have an opportunity to read said minutes. 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 approves minutes of the following meeting:

- Regular Board of Directors’ Meeting held September 9, 2020

Resolution No. 8585 is hereby adopted by a voice vote as follows: Director Mims, Aye; Director Dickerson, Aye; Director Clark, Abstain; Director Muhammad, Aye; Director Burbage, Aye; Director Alexander, Aye; Director Blankenship, Abstain; Director King, Aye; Director Munchus, Aye.”

* * * * *

Next, GM Johnson asked the Board to hear a presentation on the following awards: (1) BWW receipt of the Distinguished Budget Presentation Award from the Government Finance Officers Association for Fiscal Year 2020, (2) BWW receipt of the Optimization Award from Alabama Department of Environmental Management (ADEM) for year 2019 for microbial removal at its Western, Putnam and Shades Mountain filter plants and (3) BWW receipt of the 2020 AWWA’s Partnership for Safe Water Program, Directors Award for operations at each of its four treatment plants with Putnam receiving the award for the 15th year; necessary to perform essential minimum functions of the governmental body; as set forth in agenda items 2.1 through 2.3 respectively. AGM Fisher presented information on the GFOA Award, and AGM Thompson presented information on ADEM and Safe Water Program Awards. Several directors congratulated staff. One director indicated the necessity of legally awarding employees for going beyond their job duties. Chairman Mims asked the General Manager to send commendations to the participants. There was some discussion on the Employee of the Month as a previous form of monetary award to employees for exceptional work; however, that issue is on hold pending further review by the board. A comment was made that something similar could be implemented.

Following, GM Johnson asked the Board to adopt a resolution authorizing surviving 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 January 1, 2021 for Ms. Joyce S. Hanson, the surviving spouse of Gene R. Hanson; necessary to perform essential minimum functions of the governmental body, as set forth in agenda item 3. Director Mims made a motion to approve said item. Director Dickerson seconded the motion. On a motion duly made and seconded, the following resolution was adopted:

“WHEREAS, Gene R. Hanson, a retiree of The Water Works Board of the City of Birmingham (“The Board”), passed away on December 6, 2020; and

WHEREAS, Gene R. Hanson was receiving, up until the time of his death, monthly retirement benefits from the Board’s Retirement Trust Fund in the amount of \$8,385.63, 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, Joyce S. Hanson will begin receiving her surviving spouse monthly benefit of \$4,192.82, effective January 1, 2021.

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 Dr. Brenda J. Dickerson, that the Trustee be, and is hereby instructed to pay a pension of \$4,192.82 per month to Joyce S. Hanson from the Board’s Retirement Trust Fund, in accordance with the terms of the Trustee Pension Plan, with the payment to be effective January 1, 2021. Resolution No. 8586 is hereby adopted by a unanimous voice vote.”

Next, GM Johnson asked the Board to adopt resolutions for monthly retirement benefits from the Board's Retirement Trust Fund, as stated on the respective retirement calculations, effective January 1, 2021, and commending the following employees for their years of service, necessary to perform essential minimum functions of the governmental body: (1) Isaiah Craig, (2) Timothy Fine, (3) Greg Henslee, (4) Oscar Johnson, (5) Richard Lowery and (6) Terrance Williams, as set forth in agenda item 4.1 through 4.6, respectively. Director Munchus made a motion to approve said item. Director Dickerson seconded the motion. On a motion duly made and seconded, the following resolutions were adopted:

“WHEREAS, Isaiah Craig, an employee of The Water Works Board of the City of Birmingham ("the Board"), is retiring, effective January 1, 2021, at an age of 62, and

WHEREAS, Isaiah Craig has 35 years and 3 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 \$4,556.32; 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 Dr. George Munchus and seconded by Dr. Brenda J. Dickerson, that the Trustee be, and is hereby instructed to pay monthly benefit payments of \$4,556.32 to Mr. Craig from the Board’s Retirement Trust Fund, in accordance with the terms of the Pension Plan, with the first payment to be made January 1, 2021. Resolution No. 8587 is hereby adopted by a unanimous voice vote.”

“WHEREAS, Isaiah Craig, an employee of The Water Works Board of the City of Birmingham, is retiring, effective January 1, 2021, after 35 years and 3 months of service with the Board; and

WHEREAS, management has informed the Board of Isaiah Craig’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, Isaiah Craig, 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, Isaiah Craig is hereby commended for his efficiency, reliability, and loyal service to the Board.

BE IT FURTHER RESOLVED, that in recognition of Isaiah Craig’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. Craig. Resolution No. 8588 is hereby adopted by a unanimous voice vote.”

“WHEREAS, Timothy Fine, an employee of The Water Works Board of the City of Birmingham ("the Board"), is retiring, effective January 1, 2021, at an age of 57, and

WHEREAS, Timothy Fine has 28 years and 6 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 \$4,798.38; 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 Dr. George Munchus and seconded by Dr. Brenda J. Dickerson, that the Trustee be, and is hereby instructed to pay monthly benefit payments of \$4,798.38 to Mr. Fine from the Board’s Retirement Trust Fund, in accordance with the terms of the Pension Plan, with the first payment to be made January 1, 2021. Resolution No. 8589 is hereby adopted by a unanimous voice vote.”

“WHEREAS, Timothy Fine, an employee of The Water Works Board of the City of Birmingham, is retiring, effective January 1, 2021, after 28 years and 6 months of service with the Board; and

WHEREAS, management has informed the Board of Timothy Fine’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, Timothy Fine, 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, Timothy Fine is hereby commended for his efficiency, reliability, and loyal service to the Board.

BE IT FURTHER RESOLVED, that in recognition of Timothy Fine’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. Fine. Resolution No. 8590 is hereby adopted by a unanimous voice vote.”

“WHEREAS, Greg Henslee, an employee of The Water Works Board of the City of Birmingham ("the Board"), is retiring, effective January 1, 2021, at an age of 60, and

WHEREAS, Greg Henslee has 36 years and 4 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 \$7,523.18; 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 Dr. George Munchus and seconded by Dr. Brenda J. Dickerson, that the Trustee be, and is hereby instructed to pay monthly benefit payments of \$7,523.18 to Mr. Henslee from the Board’s Retirement Trust Fund, in accordance with the terms of the Pension Plan, with the first payment to be made January 1, 2021. Resolution No. 8591 is hereby adopted by a unanimous voice vote.”

“WHEREAS, Greg Henslee, an employee of The Water Works Board of the City of Birmingham, is retiring, effective January 1, 2021, after 36 years and 4 months of service with the Board; and

WHEREAS, management has informed the Board of Greg Henslee’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, Greg Henslee, 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, Greg Henslee is hereby commended for his efficiency, reliability, and loyal service to the Board.

BE IT FURTHER RESOLVED, that in recognition of Greg Henslee’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. Henslee. Resolution No. 8592 is hereby adopted by a unanimous voice vote.”

“WHEREAS, Oscar Johnson, an employee of The Water Works Board of the City of Birmingham ("the Board"), is retiring, effective January 1, 2021, at an age of 67, and

WHEREAS, Oscar Johnson has 15 years and 9 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 \$1,334.55; 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 Dr. George Munchus and seconded by Dr. Brenda J. Dickerson, that the Trustee be, and is hereby instructed to pay monthly benefit payments of \$1,334.55 to Mr. Johnson from the Board’s Retirement Trust Fund, in accordance with the terms of the Pension Plan, with the first payment to be made January 1, 2021. Resolution No. 8593 is hereby adopted by a unanimous voice vote.”

“WHEREAS, Oscar Johnson, an employee of The Water Works Board of the City of Birmingham, is retiring, effective January 1, 2021, after 15 years and 9 months of service with the Board; and

WHEREAS, management has informed the Board of Oscar Johnson’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, Oscar Johnson, 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, Oscar Johnson is hereby commended for his efficiency, reliability, and loyal service to the Board.

BE IT FURTHER RESOLVED, that in recognition of Oscar Johnson’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. Johnson. Resolution No. 8594 is hereby adopted by a unanimous voice vote.”

“WHEREAS, Richard Lowery, an employee of The Water Works Board of the City of Birmingham ("the Board"), is retiring, effective January 1, 2021, at an age of 63, and

WHEREAS, Richard Lowery has 24 years and 7 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 \$2,884.36; 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 Dr. George Munchus and seconded by Dr. Brenda J. Dickerson, that the Trustee be, and is hereby instructed to pay monthly benefit payments of \$2,884.36 to Mr. Lowery from the Board's Retirement Trust Fund, in accordance with the terms of the Pension Plan, with the first payment to be made January 1, 2021. Resolution No. 8595 is hereby adopted by a unanimous voice vote."

"WHEREAS, Richard Lowery, an employee of The Water Works Board of the City of Birmingham, is retiring, effective January 1, 2021, after 24 years and 7 months of service with the Board; and

WHEREAS, management has informed the Board of Richard Lowery'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, Richard Lowery, 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, Richard Lowery is hereby commended for his efficiency, reliability, and loyal service to the Board.

BE IT FURTHER RESOLVED, that in recognition of Richard Lowery'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. Lowery. Resolution No. 8596 is hereby adopted by a unanimous voice vote."

"WHEREAS, Terrance Williams, an employee of The Water Works Board of the City of Birmingham ("the Board"), is retiring, effective January 1, 2021, at an age of 55, and

WHEREAS, Terrance Williams has 30 years and 5 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 \$6,978.09; 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 Dr. George Munchus and seconded by Dr. Brenda J. Dickerson, that the Trustee be, and is hereby instructed to pay monthly benefit payments of \$6,978.09 to Mr. Williams from the Board’s Retirement Trust Fund, in accordance with the terms of the Pension Plan, with the first payment to be made January 1, 2021. Resolution No. 8597 is hereby adopted by a unanimous voice vote.”

“WHEREAS, Terrance Williams, an employee of The Water Works Board of the City of Birmingham, is retiring, effective January 1, 2021, after 30 years and 5 months of service with the Board; and

WHEREAS, management has informed the Board of Terrance Williams’ 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, Terrance Williams, 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, Terrance Williams is hereby commended for his efficiency, reliability, and loyal service to the Board.

BE IT FURTHER RESOLVED, that in recognition of Terrance Williams’ 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. Williams. Resolution No. 8598 is hereby adopted by a unanimous voice vote

Following, GM Johnson asked the Board to approve reimbursement to the Operating Account for the period ended October 31, 2020 in the amount of \$4,828,176.80; necessary to perform essential minimum functions for the governmental body; as set forth in agenda item 5. Director Munchus made a motion to approve the agenda item. Director Dickerson seconded the motion. A director inquired about the reimbursement of expenditures and requested to receive more detailed information in the future. The General Manger agreed to provide a summary schedule. On a motion duly made and seconded, the following resolution was adopted:

“WHEREAS, ARCADIS US, Incorporated, in a Certificate dated November 23, 2020, certified that during the period ending October 31, 2020 that there were expenditures for the cost of system improvements, which were paid out of the Operating Account and reimbursement of that account is now due in the preliminary amount of \$4,828,176.80 and;

WHEREAS, transfers to the Operating Account can be made from any, or a combination, of the following: the 2019 Special Acquisition Fund, the Construction Fund, the Improvement Fund, and/or the Revenue Account.

NOW, THEREFORE, BE IT RESOLVED By The Water Works Board of the City of Birmingham, on a motion duly made by Dr. George Munchus and seconded by Dr. Brenda J. Dickerson, that the Trustee be, and is hereby instructed to immediately transfer \$4,828,176.80 to the Operating Account from any, or a combination, of the following: The 2019 Special Acquisition Fund, the Construction Fund, the Improvement Fund, and/or the Revenue Account.

Resolution No. 8599 is hereby adopted by a voice vote as follows: Director Mims, Aye; Director Dickerson, Aye; Director Clark, Aye; Director Muhammad, Aye; Director Burbage, Aye; Director Alexander, Aye; Director Blankenship, Abstain; Director King, Aye; Director Munchus, Aye.”

Next, GM Johnson asked the Board to approve payment of invoices for professional services, as set forth in agenda items 6.1 through 6.14, respectively; necessary to perform essential minimum functions of the governmental body. Director Muhammad requested agenda item 6.11 be voted on separately to allow for individual discussion. Director Munchus made a motion to approve all items under agenda item 6 as printed, except for agenda item 6.11. Director Muhammad seconded. On a motion duly made and seconded, all items under agenda item 6 were approved unanimously by a voice 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. William R. Muhammad, that the Board hereby authorizes staff to execute payments to the following:

6.1	<u>Dominick Feld Hyde. P.C.</u>	
6.1.1	Cafeteria Plan performed November 2 - 11, 2020	<u>\$ 529.20</u>
6.1.2	Audit Letter performed June 8 - 26, 2020	<u>\$ 576.00</u>
6.1.3	Pension Plan performed November 12, 2020	<u>\$ 961.20</u>
6.1.4	Pension Plan performed January 7 - 9, 2020	<u>\$ 1,673.00</u>
6.2	<u>Perkins-Law, LLC</u>	
	For professional services rendered October 28, 2020 through December 4, 2020	<u>\$ 3,300.00</u>
6.3	<u>T. Agee</u>	
	For professional services rendered November 2020	<u>\$ 5,820.00</u>
6.4	<u>Emory Anthony, Esq.</u>	
	For professional services rendered October 1, 2020 through November 4, 2020	<u>\$ 6,450.00</u>
6.5	<u>Terminus Municipal Advisors, LLC</u>	
	For professional services rendered November 2020	<u>\$ 6,500.00</u>

6.6	<u>Hilliard, Smith & Hunt, LLC</u> For professional services rendered November 2020	<u>\$ 7,500.00</u>
6.7	<u>The Jones Group</u> For professional services rendered in November 2020	<u>\$ 10,000.00</u>
6.8	<u>Birmingham Business Resource Center (BBRC)</u> For professional services rendered in November 2020	<u>\$ 20,000.00</u>
6.9	<u>Agency 54</u> For professional services rendered during November 2020	<u>\$ 25,000.00</u>
6.10	<u>Birmingham Construction Industry Authority (BCIA)</u> For BWB Contract Compliance Program Services November 2020	<u>\$ 25,000.00</u>
6.12	<u>Raftelis Financial Consultants, Inc.</u>	
	6.12.1 For professional services rendered November 2020	<u>\$ 11,617.50</u>
	6.12.2 For professional services related to BWB Strategic Plan Performed October 1, 2020 through October 30, 2020	<u>\$ 2,535.60</u>
	6.12.3 For professional services related to BWB Strategic Plan Performed November 1, 2020 through November 30, 2020	<u>\$ 28,209.60</u>
6.13	<u>A.G. Gaston Engineering, LLC</u> For professional services rendered October 20 – December 8, 2020	<u>\$ 55,812.50</u>
6.14	<u>ARCADIS, US</u>	
	6.14.1 For professional services performed per September 2020 progress report	<u>\$ 438,272.05</u>
	6.14.2 For professional services performed per October 2020 progress report	<u>\$ 468,041.43</u>

Resolution No. 8600 is hereby adopted by a unanimous voice vote.”

Next, Director Munchus made a motion to approve agenda item 6.11. Director King seconded the motion. Director Muhammad expressed concerns that said legal fees exceeded the cap on legal fees. Per Director Blankenship, items to approve extra expenses should always come before the board prior to submitting a bill for payment, thus the legal fees cap should not be exceeded without authorization. GM Johnson stated that the Board passed a resolution that gives the General Manager in consultation with Attorney Anthony, the authority to approve legal fees that exceed the respective attorney’s cap. Attorney Parnell indicated his objective is to provide

services to the board. He explained the reasons for exceeding the cap on legal services was due to cases on hold, deadlines, and other matters. Attorney Parnell stated everything he worked on was assigned to him and approved. In addition, he has an ethical obligation to respond to deadlines for cases regardless of the arrangement with the board for payment. Per Attorney Parnell, he handled the matters in compliance with the resolution. 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. Brett A. King, that the Board hereby authorizes staff to execute payment to the following:

6.11 Parnell Thompson, LLC
For professional services rendered in November 2020 \$ 28,185.00

Resolution No. 8601 is hereby adopted by a voice vote as follows: Director Mims, Aye; Director Dickerson, Aye; Director Clark, Aye; Director Muhammad, Oppose; Director Burbage, Aye; Director Alexander, Aye; Director Blankenship, Aye; Director King, Aye; Director Munchus, Aye.

Following, GM Johnson asked the Board to adopt a resolution to hire Attorney Moses Stone to provide legal services for the purpose of representing the BWWB in a lawsuit, Case Number CV 2019-900145.00, at an hourly rate of \$300.00 and an amount of compensation not to exceed \$20,000.00, including authorized reimbursable expenses without further authorization of the Board, and to authorize the General Manager to execute the agreement; necessary to perform essential minimum functions of the governmental body, as set forth in agenda item 7. A director inquired about said attorney being selected and requested his resume be sent to directors. Attorney Anthony explained the need to hire Attorney Stone due to a conflict regarding representation from other board attorneys on the referenced case. Director Munchus made a motion to approve said item. Director Dickerson 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 Dr. George Munchus and seconded by Dr. Brenda J. Dickerson, that the Board hereby adopts a resolution to hire Attorney Moses Stone to provide legal services for the purpose of representing the BWWB in a lawsuit, Case Number CV 2019-900145.00, at an hourly rate of \$300.00 and an amount of compensation not to exceed \$20,000.00, including authorized reimbursable expenses without further authorization of the Board, and to authorize the General Manager to execute the agreement; necessary to perform essential minimum functions of the governmental body. Resolution No. 8602 is hereby adopted by a unanimous voice vote.”

Next, GM Johnson asked the Board to approve an engagement letter with Armstrong Law, LLC, in the amount of \$4,460.00 to pay for legal services and required filing fees to apply for an extension of a current employee's H1B Visa; and to authorize the General Manager or the Assistant General Manager to execute the engagement letter; necessary to perform essential minimum

functions of the governmental body, as set forth in agenda item 8. Director Munchus made a motion to approve said item. Director Dickerson seconded. 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 approves an engagement letter with Armstrong Law, LLC, in the amount of \$4,460.00 to pay for legal services and required filing fees to apply for an extension of a current employee's H1B Visa; and to authorize the General Manager or the Assistant General Manager to execute the engagement letter; necessary to perform essential minimum functions of the governmental body. Resolution No. 8603 is hereby adopted by a roll call vote as follows: Director Mims, No; Director Dickerson, Yes; Director Clark, Yes; Director Muhammad, Yes; Director Burbage, Yes; Director Alexander, Yes; Director Blankenship, Abstain; Director Munchus, Yes. Director King, no response.”

Following, GM Johnson asked the Board to approve an amendment to the Smoking Policy (Section 6.11) in the Employee Handbook and (Section 6110) in the HR Management Guide, as recommended by the Human Resources Committee; necessary to perform essential minimum functions of the governmental body, as set forth in agenda item 9. Director Munchus made a motion to approve said item. Director Dickerson seconded. 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 approves an amendment to the Smoking Policy (Section 6.11) in the Employee Handbook and (Section 6110) in the HR Management Guide, as recommended by the Human Resources Committee; necessary to perform essential minimum functions of the governmental body. Resolution No. 8604 is hereby adopted by a unanimous voice vote.”

Next, GM Johnson asked the Board to approve an amendment to the Sick Leave Policy (Section 8.7) in the Employee Handbook and (Section 8070) in the HR Management Guide, as recommended by the Human Resources Committee; necessary to perform essential minimum functions of the governmental body, as set forth in agenda item 10. Director Munchus made a motion to approve said item. Director Muhammad seconded. 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. William R. Muhammad, that the Board hereby approves an amendment to the Sick Leave Policy (Section 8.7) in the Employee Handbook and (Section 8070) in the HR Management Guide, as recommended by the Human Resources Committee; necessary to perform essential minimum functions of the governmental body. Resolution No. 8605 is hereby adopted by a unanimous voice vote.”

Following, GM Johnson asked the Board to approve the following amendments to the COVID-19 Employee Assistance Policy, as recommended by the Human Resources Committee; necessary to perform essential minimum functions of the governmental body: (1) allow Part-Time Employees to be eligible for COVID-19 Employee Assistance Sick Leave Pay on a pro-rated basis effective March 17, 2020 (part time employees would be allowed up to 7.5 days or 60 hours vs full time employees are allowed up to 10 days or 80 hours); and (2) extend the expiration of the Policy to June 30, 2021, as set forth in agenda item 11.1 and 11.2, respectively. GM Johnson provided information on the topic. Director Blankenship made a motion to approve said item. Director Mims seconded. 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 Mr. Ronald A. Mims, that the Board hereby approves the following amendments to the COVID-19 Employee Assistance Policy, as recommended by the Human Resources Committee; necessary to perform essential minimum functions of the governmental body:

- 11.1 allow Part-Time Employees to be eligible for COVID-19 Employee Assistance Sick Leave Pay on a pro-rated basis effective March 17, 2020 (part time employees would be allowed up to 7.5 days or 60 hours vs full time employees are allowed up to 10 days or 80 hours); and
- 11.2 extend the expiration of the Policy to June 30, 2021.

Resolution No. 8606 is hereby adopted by a unanimous voice vote.”

Next, GM Johnson asked the Board to ratify emergency work awarded to Rast Construction and Ridgeline Pipeline Services, to repair a 42-inch transmission water main damaged by another entity performing road work on Oxmoor Boulevard between Oxmoor Road and Scott Street in Homewood, at an out-of-pocket cost of \$103,476.00, as recommended by the Engineering and Maintenance Committee; necessary to perform essential minimum functions of the governmental body, as set forth in agenda item 12. A director inquired whether the insurance claim process had been started since the issue was caused by another entity. AGM Murphy answered yes. Director Munchus made a motion to approve said item. Director Dickerson seconded. 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 ratify emergency work awarded to Rast Construction and Ridgeline Pipeline Services, to repair a 42-inch transmission water main damaged by another entity performing road work on Oxmoor Boulevard between Oxmoor Road and Scott Street in Homewood, at an out-of-pocket cost of \$103,476.00, as recommended by the Engineering and Maintenance Committee;

necessary to perform essential minimum functions of the governmental body. Resolution No. 8607 is hereby adopted by a unanimous voice vote.”

Following, GM Johnson asked the Board to award bids for agenda items 13.1 through 13.5, respectively; necessary to perform essential minimum functions of the governmental body. Director Munchus stated for the record that the Engineering and Maintenance Committee did not recommend agenda items 13.1 through 13.4. to the board. He stated only agenda item 13.5 was moved to the board for a vote with a favorable recommendation from the Engineering and Maintenance Committee. Per Director Munchus, agenda item 13.1 through 13.4 was moved forward with no Committee recommendation. Director Dickerson requested that agenda item 13.4 be voted on separately. Director Munchus made a motion to approve all items under agenda 13, except for agenda item 13.4. Director Dickerson seconded. 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 purchase orders and/or contracts for procurement of materials, services and supplies needed for the operation, construction, and maintenance of the water system to the following:

- 13.1 Ferguson WW, **the lowest responsible and responsive bidder**, for estimated quantities of Crosslinked PEXa Piping (Municipex), at an estimated out-of-pocket cost to the Board of \$92,655.00; and **to authorize** the General Manager and/or the Assistant General Manager to execute the agreement. HUB participation 0%
Number of bids: 3 Minority vendor: No New vendor: No

- 13.2 Layer3 Communications, **the lowest responsive and responsible bidder**, for Palo Alto Firewalls-Perimeter 3250, at an out-of-pocket cost to the Board of \$101,380.00, as recommended by the Engineering and Maintenance Committee, and **to authorize** the General Manager and/or the Assistant General Manager to execute the agreement. HUB participation 0%
Number of bids: 3 Minority vendor: No New vendor: No

- 13.3 Consolidated Pipe, **the lowest responsive and responsible bidder**, for estimated annual quantities of Meter Adapters, at an estimated out-of-pocket cost to the Board of \$104,143.86, as recommended by the Engineering and Maintenance Committee, and **to authorize** the General Manager and/or the Assistant General Manager to execute the agreement.
HUB participation 0%
Number of bids: 5 Minority vendor: No New Vendor: No

- 13.5 Black Diamond Paving, LLC, **the lowest responsible and responsive bidder**, for estimated annual quantities of Standard Patch Paving/Longitudinal Transverse/Milling and Resurfacing, at an estimated out-of-pocket cost to the Board of: Item 1 - \$818,235.00; Item 2 - \$11,250.00; Item 3 - \$770,800.00, as recommended

by the Engineering and Maintenance Committee, and **to authorize** the General Manager and/or the Assistant General Manager to execute the agreement.
HUB participation 100% - HUB sub-contractor participation 10%
Number of bids: 3 Minority vendor: Yes New vendor: No

Resolution No. 8608 is hereby adopted by a unanimous voice vote.”

Afterwards, Director Munchus made a motion to approve agenda item 13.4. Director Dickerson seconded. Director Muhammad inquired whether the bid was negotiated as said bidder was the only bidder to respond, which GM Johnson answered no. AGM Murphy explained that a Long Lewis dealer from another location was interested in bidding. However, Long Lewis Ford has a non-compete clause between their dealers and, therefore the other Long Lewis dealer pulled their bid to prevent competing against each other for the bid relative to their clause. 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 purchase orders and/or contracts for procurement of materials, services and supplies needed for the operation, construction, and maintenance of the water system to the following:

- 13.4 Long Lewis Ford of the Shoals, **the only bidder to respond**, for thirty-one (31) Light-Medium Vehicles and Truck Bodies, at an out-of-pocket cost to the Board of \$1,115,008.50, as recommended by the Engineering and Maintenance Committee, and **to authorize** the General Manager and/or the Assistant General Manager to execute the agreement.
HUB participation 0%
Number of bids: 1 Minority vendor: No New vendor: No

Resolution No. 8609 is hereby adopted by a voice vote as follows: Director Mims, Yes; Director Dickerson, No; Director Clark, Yes; Director Muhammad, No; Director Burbage, Yes; Director Alexander, Yes; Director Blankenship, Abstain; Director King, Yes; Director Munchus, No.”

Next, GM Johnson asked the Board to award the 2021 annual chemical bids listed as agenda items 14.1 through 14.5, respectively; necessary to perform essential minimum functions of the governmental body. Director Blankenship made a motion to approve agenda item 14 as printed on the agenda with the additional amendment that all future chemical bids are brought before the board two months in advance, which would be the month of October. Director Clark seconded. A discussion ensued regarding said issue. 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. Deborah Clark, that the

Board hereby authorizes staff to execute purchase orders and/or contracts for 2021 annual chemical bids and that all future chemical bids are brought before the board two months in advance on the following:

- 14.1 Harcros Chemicals, **the lowest responsible and responsive bidder**, for Liquid Chlorine, at an estimated out-of-pocket cost to the Board of \$171,132.50.
HUB participation 0%
Number of bids: 3 Minority vendor: No New vendor: No
- 14.2 Univar USA, Inc., **the lowest responsible and responsive bidder**, for Hydrofluosilicic Acid, at an estimated out-of-pocket cost to the Board of \$268,963.60.
HUB participation 0%
Number of bids: 2 Minority vendor: No New vendor: No
- 14.3 Mississippi Lime, **the lowest responsible and responsive bidder**, for Bulk Hydrated Lime, at an estimated out-of-pocket cost to the Board of \$381,150.00.
HUB participation 0%
Number of bids: 3 Minority vendor: No New vendor: No
- 14.4 Allied Universal Corporations, **the lowest responsible and responsive bidder**, for Liquid Sodium Hypochlorite, at an estimated out-of-pocket cost to the Board of \$539,400.00.
HUB participation 0%
Number of bids: 4 Minority vendor: No New vendor: No
- 14.5 GEO Specialty Chemicals, **the lowest responsible and responsive bidder**, for dry pounds of Liquid Aluminum Sulfate, at an estimated out-of-pocket cost to the Board of \$865,840.00.
HUB participation 0%
Number of bids: 3 Minority vendor: No New vendor: No

Resolution No. 8610 is hereby adopted by a unanimous voice vote.”

Following, GM Johnson asked the Board to exercise its bid option and to authorize the General Manager and/or the Assistant General Manager to execute a 12-month bid extension for agenda items 15.1 through 15.3, respectively; necessary to perform essential minimum functions of the governmental body. Agenda item 15.1, G&C Supply, Co., Inc., the lowest responsible and responsive bidder, for estimated annual quantities of Full Circle Repair Clamps, at an estimated out-of-pocket cost to the Board of \$78,340.48. Agenda Item 15.2, Kemira Water Solutions, the lowest responsible and responsive bidder, for Liquid Ferric Sulfate, at an estimated out-of-pocket cost to the Board of \$2,772,000.00. Agenda item 15.3, Polytec, Inc., the lowest responsible and responsive bidder, for Liquid Calcium Hydroxide, at an estimated out-of-pocket cost to the Board of \$495,000.00. A director requested a separate vote for agenda items 15.1 through 15.3. Director Munchus moved agenda item 15.1 for discussion. Director Dickerson seconded. There was discussion on manufacturer diversity and HUB participation. After discussing, Director

Blankenship withdrew his motion to vote on items individually. He made a motion to vote on said items together. Director Dickerson seconded. 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. Brenda J. Dickerson, that the Board hereby exercises its bid option to extend a 12-month contracts and to authorize the General Manager and/or Assistant General Manager to execute contracts as follows:

- 15.1 G&C Supply, Co., Inc., **the lowest responsible and responsive bidder**, for estimated annual quantities of Full Circle Repair Clamps, at an estimated out-of-pocket cost to the Board of \$78,340.48. HUB participation 0%
Number of bids: 4 Minority vendor: No New vendor: No

- 15.2 Kemira Water Solutions, **the lowest responsible and responsive bidder**, for Liquid Ferric Sulfate, at an estimated out-of-pocket cost to the Board of \$2,772,000.00.
HUB participation 0%
Number of bids: 2 Minority vendor: No New vendor: No

- 15.3 Polytec, Inc., **the lowest responsible and responsive bidder**, for Liquid Calcium Hydroxide, at an estimated out-of-pocket cost to the Board of \$495,000.00.
HUB participation 0%
Number of bids: 2 Minority vendor: No New vendor: No

Resolution No. 8611 is hereby adopted by a unanimous voice vote.”

Next, GM Johnson asked the Board to consider and to approve a \$1,000,000.00 infrastructure investment in the City of Birmingham and the Housing Authority of The Birmingham District's CHOICE Neighborhood application to the United States Department of Housing and Urban Development regarding the Smithfield neighborhood located in the City of Birmingham; necessary to perform essential minimum functions of the governmental body, as set forth in agenda item 16. GM Johnson stated BWWB was contacted in Oct-Nov in relation to participating in the grant. Per GM Johnson, BWWB committed to support said grant with infrastructure work BWWB already planned in the area as part of BWWB's Main Replacement Program. In addition, he stated staff has previously identified projects in excess of the \$1,000,000.00. GM Johnson stated direct cash would not be given. Afterwards, Kelvin Datcher, City of Birmingham, presented information to the board and answered questions. There was much discussion on said topic. Director Blankenship made a motion to amend agenda item 16 to request the board to approve an infrastructure investment commitment to the Birmingham District's CHOICE Neighborhood Program in an amount not to exceed \$1,800,000.00 without authorization of the board. Director Munchus seconded. 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 an infrastructure investment commitment in an amount not to exceed \$1,800,000.00 without authorization of the board. Resolution No. 8612 is hereby adopted by a unanimous roll call vote.”

Following, Director Blankenship made a motion to hear agenda item 18 before agenda item 17. Director Clark seconded. Thus, GM Johnson asked the Board to hear a report on Jefferson County's billings, collections and fees for the period January 2019 through November 2020; necessary to perform essential minimum functions of the governmental body, as set forth in agenda item 18. AGM Fisher presented information on said topic. Then, Director Muhammad made a motion to cancel the sewer collection contract if negotiations have not begun within 60 days. Director Dickerson seconded. Attorney Parnell advised the board that if contract is cancelled, it will remain in effect for 365 days even if they issue a 60-day notice. The motion failed with a 4-4-1 roll call vote. Following, Director Blankenship made a motion for staff to provide a status report within 30 days on the Jefferson County Sewer contract negotiations. Director Dickerson seconded. 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. Brenda J. Dickerson, that the Board hereby authorizes staff to provide a status report within 30 days on the Jefferson County Sewer contract negotiations. Resolution No. 8613 is hereby adopted by a roll call vote on December 16, 2020 as follows: Director Mims, Yes; Director Dickerson, Yes; Director Clark, Yes; Director Muhammad, Yes; Director Burbage, No; Director Alexander, No; Director Blankenship, Yes; Director King, Yes; Director Munchus, Yes.”

Next, GM Johnson asked the Board to approve the reimbursement of legal fees incurred by directors and former employees for the purpose of defending and having legal representation, while acting in the proper interest of The Water Works Board of the City of Birmingham, as allowed under Article VI, paragraph 6.05, of The Water Works Board of the City of Birmingham’s Certificate of Amendment and Restatement of Certificate of Incorporation; necessary to perform essential minimum functions of the governmental body, as set forth in agenda item 17. The directors asked questions and expressed concerns on said item. There was much discussion on the topic. Attorney Parnell also provided his opinion on the issue and explained the board’s process if they chose to vote in favor. Director Burbage made a motion to approve. Director Munchus seconded. The agenda item failed with 2 votes in favor, 5 against and 2 abstentions by a roll call vote.

Subsequently, agenda item 19 addressed new business. Director Muhammad made a motion that no water treatment plant would be allowed to operate with only one plant operator. There was discussion among the group on the urgency of filling the positions, safety, and cost. Director Dickerson seconded. GM Johnson asked to make a recommendation. He indicated that an operator water apprentice program was already in place and stated that staff could fund the

positions next year through vacant positions. GM Johnson also agreed to look for federal funding on said issue. Ultimately, it was agreed that four (4) Operator Trainee positions would be added to Water Treatment Department Department’s FY2021 budget. Director Dickerson left the meeting at 3:00 p.m. Following, Director King made a motion to lift the deadline pending with the Blount County Sheriff’s deputies in Inland in January 2021. Per Director King, the Blount County leadership has worked to reject racism and demonstrate that they are committed to the values expressed by BWWB. Director Munchus seconded. 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. Brett A. King and seconded by Dr. George Munchus, that the Board hereby approves to lift the deadline pending with the Blount County Sheriff Deputies in Inland in January 2021. Resolution No. 8614 is hereby adopted by a unanimous voice vote.”

As there was no further business before the Board, Director Blankenship made a motion to adjourn the meeting. Director Burbage seconded the motion. The motion was approved unanimously by a roll vote. Chairman Mims adjourned the meeting at 3:12 p.m.

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

Attest:

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