

**MINUTES OF THE REGULAR BI-MONTHLY MEETING OF DIRECTORS  
OF THE WATER WORKS BOARD OF THE CITY OF BIRMINGHAM  
July 10, 2019**

The regular bi-monthly meeting of the directors of The Water Works Board of the City of Birmingham was held on Wednesday, July 10, 2019, at 11:30 a.m., at 3600 First Avenue North, Birmingham, Alabama.

The following Directors were present: William “Butch” Burbage, Jr., Deborah Clark, Brenda J. Dickerson, Ronald A. Mims, Tommy J. Alexander, George Munchus, and William R. Muhammad. Director Brett A. King was absent.

The meeting was also attended by: Michael Johnson, General Manager; TM “Sonny” Jones and Derrick Murphy, Assistant General Managers; Grace E. Amison, Executive Assistant to the Board of Directors; Vanessa Washington, Executive Assistant; Mark Parnell and Mary Thompson, Parnell Thompson, LLC; Kelvin Howard, KWH, LLC.; Brian Ruggs, ARCADIS; Alex Leslie, Volkert; Melissa, Ausborn, AGO; Kim Bivins and Michel Bell, BCIA; Chandra Abesingha, CE Associates; Andy Mitchell, Agency 54; George Anderson, Rick Jackson, Steve Franks, Jeff Cochran, Barry Williams, Paul Lloyd, Luther Austin, and BWWB Security, Board Employees; Nelda Thompkins, Retiree.

Inasmuch as a majority of the Board members were present, a quorum was in attendance. Chairman Burbage called the meeting to order at 11:33 a.m. and turned the meeting over to GM Michael Johnson. George Anderson, IT Manager, opened the meeting with prayer.

Following, GM Johnson asked the Board to adopt a resolution expressing its condolences in the death of employee Reginald Jackson, (SAP/Business Systems Training Coordinator, Business Systems Transformation Department), who passed away July 8, 2019. Mr. Jackson was employed for 6 years and 9 months at the Water Works Board, as set forth in agenda item 1. On a motion duly made and seconded, the following resolution was adopted:

“WHEREAS, Reginald Jackson passed away on Monday, July 8, 2019, wherein The Water Works Board of the City of Birmingham (hereinafter known as the “Board”) mourns the death of Reginald Jackson; and

WHEREAS, Reginald Jackson had been a dedicated and valued employee of the Board since October 22, 2012; and

WHEREAS, This Board wishes to pause from its Board of Directors’ Meeting on Wednesday, July 10, 2019, to convey its respect and deepest sympathy to the family, friends and co-workers of Reginald Jackson; and

NOW, THEREFORE, BE IT RESOLVED, that The Water Works Board of the City of Birmingham does hereby perpetuate the memory of Reginald Jackson, who was an SAP/Business Systems Training Coordinator in the Business Systems Transformation Department of the

Executive Department, and hereby expresses its condolences to his family, friends, and co-workers.

BE IT FURTHER RESOLVED, on a motion duly made by Mr. Ronald A. Mims and seconded by Dr. George Munchus, that a copy of this Resolution be spread upon the minutes of The Water Works Board of the City of Birmingham, and that a copy be presented to the Jackson family. Resolution No. 8113 is hereby adopted by unanimous vote.”

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Next, GM Johnson asked the Board to adopt a resolution recognizing and commending Ronald “Stan” Brock, SMFP Chief Operator & BWWB Prime Movers Top Ops Team, for winning the AWWA AL/MS Operator of the Year Award, as set forth in agenda item 2. On a motion duly made and seconded, the following resolution was adopted:

“BE IT RESOLVED By The Water Works Board of the City of Birmingham (“the Board”), on a motion duly made by Dr. George Munchus and seconded by Mr. Ronald A. Mims, that the Board hereby recognizes and commends Ronald “Stan” Brock, Chief Operator of the Shades Mountain Filter Plant, for receiving the “Operator of the Year Award” as presented by the American Water Works Association Alabama/Mississippi Section, on having demonstrated outstanding professionalism, making a positive impact on improving treatment and water quality operations, being dedicated to producing the highest quality product, and seeing opportunities to continue improvement of operation methods. In addition, Mr. Brock has competed as a team member for the BWWB’s Prime Movers Top Operators Team (“the Top Ops”) and was a member of the championship team on June 12, at the 2019 AWWA Annual Conference and Exhibition held in Denver, Colorado, where the victory represented a first-place finish for the second year in a row at the National Top Ops Championship.

RESOLVED FURTHER, that the Board and the General Manager are hereby authorized to sign a formal resolution, the wording of which will carry out the intent herein, and a copy of which will be presented to the employee named above. Resolution No. 8114 is hereby adopted by unanimous vote.”

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Next, GM Johnson asked the Board to approve Director King’s mileage expense reimbursement for June 2019 in the amount of \$35.96, as set forth in agenda item 3. [NOTE: A roll call vote is required.] On a motion duly made and seconded, a “roll call” vote of the directors was taken, and the following resolution was adopted:

“WHEREAS, the Board of Directors has adopted a Travel Expense Reimbursement Policy, as amended; and

WHEREAS, in accordance with Act No. 2015-164, approval is requested for the following mileage expense reimbursement.

NOW, THEREFORE, BE IT RESOLVED, on a motion made by Dr. George Munchus and seconded by Mr. Ronald A. Mims, that the following board member(s) be reimbursed for his and/or her mileage expense reimbursements as follows:

- Brett A. King for mileage expense reimbursement for attending to business of the Board for June 2019 in the amount of \$35.96 (as listed on the attached Travel and Business Expense Reimbursement).

Resolution No. 8115 is hereby adopted by a roll call vote: Director Burbage, Yes; Director Clark, Yes; Director Dickerson, Yes; Director Mims, Yes; Director Alexander, Yes; Director Munchus, Yes; and Director Muhammad, Yes.”

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Next, GM Johnson asked the Board to approve payments of invoices for professional services, as set forth in agenda items 4.1 through 4.6, respectively. Regarding agenda item 4.2, Director Muhammad asked Attorney Mark Parnell to clarify the invoices for Cory Watson Attorneys in the amount of \$3,289.48. Attorney Parnell responded that Cory Watson Attorneys are representing the board in the Startley lawsuit in state and federal court proceedings. Relative to agenda item 4.5, Dr. Dickerson inquired whether BWWB pays Agency 54 to attend board meetings, which GM Johnson’s answer was yes. Chairman Burbage explained that Agency 54 is paid a flat fee. On agenda item 4.6, Dr. Dickerson asked for an explanation on why BCIA was not submitting said invoices, according to the letter in Diligent. GM Johnson stated some of the invoices were for FY2018. He asked BCIA to provide information explaining the reason BWWB had not received said invoices. The email submitted by BCIA provides the details and circumstances for the delay. At 11:46 a.m., Director Lewis arrived at the meeting. 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 authorizes staff to execute payments to the following:

4.1	<u>NeSmith, Lowe &amp; NeSmith, LLC</u> For retainer fee for June 2019	<u>\$ 500.00</u>
4.2	<u>Cory Watson Attorneys</u> For professional services rendered for April 26, 2019 through June 4, 2019	<u>\$3,289.48</u>
4.3	<u>Terminus Municipal Advisors, LLC</u> For professional services rendered for June 2019	<u>\$6,500.00</u>
4.4	<u>The Jones Group</u> For professional services rendered for June 2019	<u>\$7,500.00</u>

4.5 Agency 54

For professional services rendered for June 2019 \$22,500.00

4.6 BCIA

For professional services rendered for  
March 2018 through June 2019 \$32,000.00

Resolution No. 8116 is hereby adopted by unanimous vote."

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Next, GM Johnson asked the Board to approve a contract with Schneider Electric, a sole source provider, for the Schneider Electric Customer First Premium Level Support and Services Agreement covering a three-year period at a total of \$518,726.00, as set forth in agenda item 5. Director Dickerson asked about savings, which GM Johnson stated the savings are approximately \$9 million dollars. SCADA Manager Luther Austin explained the savings are gained from the list price of having the agreement. Director Clark expressed her concerns on being behind on routine things; therefore, staff needs to be on time and on target. On a motion duly made and seconded, the following resolution was adopted:

“BE IT RESOLVED By The Water Works Board of the City of Birmingham (“the Board”), on a motion duly made by Mr. Ronald A. Mims and seconded by Dr. Brenda J. Dickerson, that the Board hereby approves and authorizes the General Manager and/or the Assistant General Manager to enter into a contract with Schneider Electric, a sole source provider, for the Schneider Electric Customer First Premium Level Support and Services Agreement covering a three-year period at a cost of \$168,375.00 for the first year, \$172,864.00 for the second year and \$177,487.00 for the third year. The total cost of the three-year Support and Services Agreement is \$518,726.00; and the Board authorizes the General Manager and/or the Assistant General Manager to execute said contract. [NOTE: This expenditure is exempt from bidding under the Alabama Competitive Bid Law because it is a sole source provider.] Resolution No. 8117 is hereby adopted by unanimous vote.”

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Subsequently, agenda item 6 addressed new business. Dr. Munchus asked about the status of the succession plan. GM Johnson indicated it is a working draft plan. He stated a Human Resources Committee Meeting will be scheduled in August to review the succession plan. Also, GM Johnson provide a handout, to the directors only, regarding a POLIHIRE report on interviews/applicants’ status for the Assistant General Managers positions to be filled. He indicated POLIHIRE will present to the board, at the first board meeting in August, information regarding their search and findings for the positions. Dr. Munchus expressed his concerns on a Professional Engineer (PE) license requirement for the Assistant General Manager of Operations job position. He does not think it is necessary for a management/leadership position, because the requirement can have a disparity impact. Next under new business, Director Mims asked for a status update on the replacement of Grace Amison, Executive Assistant to the Board of Directors, position. Chairman Burbage stated he would be meeting with Human Resources Manager Paul Lloyd after said board meeting. Mr. Lloyd will provide him with the information today; therefore, he will schedule a date for the discussion once the other two Committee members have received a

copy. GM Johnson discussed the need to review times for potential budget workshops and budget meeting dates. Director Muhammad expressed his disagreement with the budget workshops being addressed at the Finance/Committee Meetings. Per Director Muhammad, it prevents participation for members not on the Committee. Chairman Burbage stated votes are involved at the regular board meetings, and he noted Director Muhammad's concerns on budget meetings.

Following, Director Muhammad indicated he wanted to enter Executive Session. Per, Attorney Mark Parnell, Director Muhammad contacted him to verify whether his topic was proper for an Executive Session. Attorney Parnell stated the topic would be related to general reputation and character. A motion was made and seconded. At 12:03 p.m., the Board and Board's Attorneys entered Executive Session. Attorney Parnell stated it should last approximately five minutes, and he does not expect any action to be taken. 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 an Executive Session relative to general reputation and character. Resolution No. 8118 is hereby adopted by unanimous vote.”

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Subsequently, 12:07 p.m., Chairman Burbage asked for a motion to end Executive Session. The motion was made and seconded; thus, the Board reopened the meeting.

As there was no further business to be brought before the Board, a motion to adjourn the meeting was duly made and seconded, and the meeting adjourned at 12:07 p.m.

\_\_\_\_\_/s/\_\_\_\_\_  
William “Butch” Burbage, Jr., C.P.A.  
Chairman/President

Attest:

\_\_\_\_\_/s/\_\_\_\_\_  
Ronald A. Mims  
Secretary-Treasurer