

**MINUTES OF THE REGULAR BI-MONTHLY MEETING OF DIRECTORS
OF THE WATER WORKS BOARD OF THE CITY OF BIRMINGHAM
October 12, 2017**

The regular bi-monthly meeting of the directors of The Water Works Board of the City of Birmingham was held on Thursday, October 12, 2017, at 9:00 a.m., at 3600 First Avenue North, Birmingham, Alabama.

The following Directors were present: Ronald A. Mims, Brenda J. Dickerson, William R. Muhammad, Tommy J. Alexander, Deborah Clark, and William "Butch" Burbage, Jr. Director George Munchus arrived at 9:01 a.m. Directors Sherry W. Lewis and Brett King arrived at 9:04 a.m.

The meeting was also attended by: Mac Underwood, General Manager; Michael Johnson, T. M. "Sonny" Jones, and Darryl Jones, Assistant General Managers; Grace E. Amison, Executive Assistant to the Board of Directors; Vanessa Washington, Executive Assistant to AGM Michael Johnson, Mary H. Thompson, Parnell Thompson, LLC; Kelvin Howard, KWH, LLC.; Dorian Kendrick and Lauren McClernon, Agency 54; Patrick Flannelly, Dustin Harris, and Brian T. Ruggs, ARCADIS US, Inc.; David Merrida, BCIA; Olivia Martin, Attorney General's Office; Richard Sanders, Dan Devane, and Bernard Nance, Zenner USA; Theo Johnson, Volkert; Matthew Arrington, Terminus; Scarlet Sellers, Consolidated Pipe; Chandra Abesingha, CE Associates; Philemon Hill, II (Shower at Love Project); Derrick Murphy, GS&P; John Archibald, The Birmingham News; Ken DeLap, Lake Purdy; Jeff Cochran, Geoff Goodwin, George Anderson, Michael Griffin, Floyd Stephens, Darin Roberson, Barry Williams, Rick Jackson, Steve Franks, and BWB Security, Board Employees; Nelda B. Thompkins, Frances Pope, and Janice Bledsoe-Fisher, Visitors.

Inasmuch as all Board members were present, a quorum was in attendance. GM Underwood called the meeting to order at 9:05 a.m. Following, AGM Michael Johnson opened the meeting with prayer.

Following, GM Underwood proceeded with the agenda, and he asked the Board to adopt resolutions authorizing retirement benefits from the Board's Retirement Trust Fund, as set forth in agenda items 1.1 and 1.2. On a motion duly made and seconded, the following resolutions were adopted:

"WHEREAS, Sammy Jent, an employee of The Water Works Board of the City of Birmingham ("the Board"), is retiring, effective November 1, 2017, at an age of 52, and

WHEREAS, Sammy Jent has 30 years of continuous service with the Board at his retirement date, and in accordance with the terms of the Trusteed Pension Plan, is entitled to receive a monthly Retirement payment from the Board's Retirement Trust Fund in the amount of \$3,888.66; and

NOW, THEREFORE, BE IT RESOLVED By the Board of Directors of The Water Works Board of the City of Birmingham, on a motion duly made by Mr. Ronald A. Mims and seconded

by Dr. George Munchus, that the Trustee be, and is hereby instructed to pay monthly benefit payments of \$3,888.66 to Mr. Jent from the Board's Retirement Trust Fund, in accordance with the terms of the Pension Plan, with the first payment to be made November 1, 2017. Resolution No. 7617 is hereby adopted by unanimous vote."

"WHEREAS, Sammy Jent, an employee of The Water Works Board of the City of Birmingham, is retiring, effective November 1, 2017, after 30 years of service with the Board; and

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

BE IT FURTHER RESOLVED, that in recognition of Sammy Jent'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. Jent. Resolution No. 7618 is hereby adopted by unanimous vote."

"WHEREAS, Maria Webb, an employee of The Water Works Board of the City of Birmingham ("the Board"), is retiring, effective November 1, 2017, at an age of 57; and

WHEREAS, Maria Webb has 33 years of continuous service with the Board at her retirement date, and, in accordance with the terms of the Trusteed Pension Plan, Mrs. Webb is entitled to receive a monthly Retirement payment from the Board's Retirement Trust Fund in the amount of \$4,535.21; and

NOW, THEREFORE, BE IT RESOLVED By the Board of Directors of The Water Works Board of the City of Birmingham, on motion duly made by Mr. Ronald A. Mims and seconded by Dr. George Munchus, that the Trustee be, and is hereby instructed to pay monthly benefit payments of \$4,535.21 to Mrs. Webb, beginning November 1, 2017, from the Board's Retirement Trust Fund, in accordance with the terms of the Pension Plan. Resolution No. 7619 is hereby adopted by unanimous vote."

"WHEREAS, Maria Webb, an employee of The Water Works Board of the City of Birmingham, is retiring, effective November 1, 2017, after 33 years of service with the Board; and

WHEREAS, management has informed the Board of Maria Webb'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, Maria Webb, 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, Maria Webb is hereby commended for her efficiency, reliability, and loyal service to the Board.

BE IT FURTHER RESOLVED, that in recognition of Maria Webb'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 Mrs. Webb. Resolution No. 7620 is hereby adopted by unanimous vote."

Next, GM Underwood asked the Board to approve minutes, as set forth in agenda item 2. GM Underwood indicated that staff has reviewed the referenced minutes and recommends them for approval. After the main motions had been made to approve the minutes, Dr. Dickerson made an amended motion to table the minutes of June 16, 2017. Dr. Dickerson indicated she had questions about said minutes and requested to listen to the recording prior to approval and Dr. Munchus seconded the motion. On a motion duly made and seconded, the following resolution was adopted:

"BE IT RESOLVED BY The Water Works Board of the City of Birmingham ("the Board"), on an amended motion duly made by Dr. Brenda J. Dickerson and seconded by Dr. George Munchus to table minutes of June 16, 2017 for further review. Resolution No.7621 is hereby adopted by unanimous vote."

Next, GM Underwood asked the Board to approve Director King's mileage expense reimbursement for September 2017 in the amount of \$136.96, as set forth in agenda item 3. A roll call vote is required. On a motion duly made and seconded, 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. William "Butch" Burbage, Jr., that the following board member(s) be reimbursed for his mileage expense reimbursements as follows:

- Brett King for mileage expense reimbursement for September 2017 in the amount of \$136.96 (as itemized on the attached Expense Report).

Resolution No. 7622 is hereby adopted on October 12, 2017, by a roll call vote: Chairwoman Lewis, Yes; Director Alexander, Yes; Director Clark, Yes; Director Burbage, Yes; Director Mims, Yes; Dr. Munchus, Yes; Director Muhammad, abstained; Dr. Dickerson, No; and Director King, abstained.”

Following, GM Underwood asked the Board to award bid to B. L. Harbert International (BLHI), the lowest responsible and responsive bidder, as set forth in agenda item 4. Dr. Munchus stated the Shades Mountain Filter Plant (SMFP) Improvements Project is an investment in the capital program. He stated the SMFP Improvements Project has great economic impact for the local community and thanked everyone associated with the project. In addition, Dr. Munchus stated he will be doing his own independent economic impact study on the project at no cost to alert the Board. 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 “Butch” Burbage Jr., and seconded by Dr. George Munchus, that the Board hereby award bid to B.L. Harbert International, as recommended by the Engineering and Maintenance Committee; and to authorize the General Manager and/or the Assistant General Manager to execute a contract with B. L. Harbert International (BLHI) for the Shades Mountain Filter Plant Filter Improvements Project at a total cost of \$49,900,000. This is a negotiated proposal from B. L. Harbert International company as allowed for in the State of Alabama Public Works Law to do filter upgrade improvements at Shades Mountain Filter Plant. The proposal provides for a new Filter Building, 2 new 2,500 KW generators, Recycle Pump Station Upgrades and other improvements necessary to operate the filter plant.

Resolution No. 7623 is hereby adopted on October 12, 2017, by a roll call vote: Chairwoman Lewis, Yes; Director Alexander, Yes; Director Clark, Yes; Director King, Yes; Director Burbage, Yes; Director Mims, Yes; Dr. Munchus, Yes; Director Muhammad, Yes; and Dr. Dickerson, Yes.”

Next, GM Underwood asked the Board to approve payments of invoices for professional services, as set forth in agenda items 5.1 through 5.4. GM Underwood indicated management had reviewed the invoices and recommended them 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 authorizes staff to execute payments to the following:

- 5.1 Carl Dalton NeSmith Jr., LLC
For professional services rendered for October 2017 \$500.00

5.2	<u>Terminus Municipal Advisors, LLC</u>	
	For professional services rendered for October 2017	<u>\$6,500.00</u>
5.3	<u>Raftelis</u>	
5.3.1	For professional services rendered for July 2017	<u>\$10,369.38</u>
5.3.2	For professional services rendered for August 2017	<u>\$14,273.05</u>
5.4	<u>Parnell Thompson, LLC</u>	
	For professional services rendered for September 2017	<u>\$96,692.50</u>

Resolution No. 7624 is hereby adopted by unanimous vote.”

Next, GM Underwood asked the Board to approve the replacement of the dock and boat slips at Lot 9 at Inland Lake, as set forth in agenda item 6. 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 license holder, Mr. John McKibbin, to replace the dock and boat slips at Lot 9 at Inland Lake as recommended by the Engineering and Maintenance Committee. The new boat slip and dock will be supplied by Flotation Systems, Inc. at a cost to Mr. McKibbin of \$33,567.00. There is no cost to the Board. Resolution No. 7625 is hereby adopted by unanimous vote.”

Next, GM Underwood asked the Board to approve the repair of the boat dock and replacement of the gangway between the dock and property on Lot 44A at Inland Lake, as set forth in agenda item 7. 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 Dr. Brenda J. Dickerson, that the Board hereby approves the license holder, Mr. Sam Haskell, to repair the boat dock and replacement of the gangway between the dock and property on Lot 44A at Inland Lake as recommended by the Engineering and Maintenance Committee. The current license holder is Sam Haskell. His contractor is Keith Clements, and the cost for the project is \$16,200.00. Any old material will be removed from the site. There is no cost to the Board. Resolution No. 7626 is hereby adopted by unanimous vote.”

Following, GM Underwood asked the Board to approve two, 5-year service contracts with Aqua Metrology Systems (AMS) for two individual THM-100 online analyzers located at Shades Mountain Filter Plant (SMFP), as set forth in agenda item 8. 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 “Butch” Burbage,

Jr., that the Board hereby approves and authorizes the General Manager and/or the Assistant General Manager to execute the service contracts with Aqua Metrology Systems (AMS) for two individual THM-100 online analyzers located at Shades Mountain Filter Plant (SMFP) at an annual cost of \$11,668.00 for each 5-year service contract at a total upfront, out-of-pocket cost to the Board of \$116,680.00 for two 5-year service contracts, which includes a 35% savings to the Board as recommended by the Engineering and Maintenance Committee. [NOTE: One THM-100 Analyzer is located permanently at SMFP and one THM-100 Analyzer is located in the mobile pilot plant, which is currently located at SMFP.] Resolution No. 7627 is hereby adopted by unanimous vote.”

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Next, GM Underwood asked the Board to take bids to replace the current server storage hardware with the HP 3PAR StorServ 9000 product., as set forth in agenda item 9. 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 take bids to replace the current server storage hardware with the HP 3PAR StorServ 9000 product. The hardware is used to store and manage all company related data that is not placed on individual desktop or laptop computers. The storage hardware replacement is being done to increase overall storage capacity and to vacate the current storage hardware which will reach end of vendor support in August of 2018. The expected useful life of the new storage hardware is five to seven years based upon data growth projections. The estimated costs for the storage hardware replacement is in the range of \$300,000 - \$350,000. Resolution No. 7628 is hereby adopted by unanimous vote.”

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Following, GM Underwood asked the Board to approve a resolution supporting “Imagine A Day Without Water” and Birmingham Water Works efforts to support the campaign, as set forth in agenda item 10. A motion was made by Dr. George Munchus and seconded by Mr. Ronald A. Mims. After some discussion on educating the public on rate increases. Chairwoman Lewis called for the vote. On a motion duly made and seconded, the following resolution was adopted:

“Recognizing the “Imagine a Day Without Water “initiative to be held October 12, 2017, which is an organized effort to highlight the critical importance of reliable access to clean water in our lives and the investment in infrastructure that is necessary to protect this valuable resource.

WHEREAS, the infrastructure that brings water to and from homes and businesses is essential to the quality of life and economic vitality of the City of Birmingham; and

WHEREAS, Birmingham residents on average utilize 450 gallons of water, per day; and

WHEREAS, Birmingham Water Works services more than 600,000 customers in the Birmingham area and surrounding cities, and maintains more than 3,000 miles of underground water infrastructure, and

WHEREAS, the crisis in Flint, Michigan shows the severe impacts of what can happen to the health and well-being of a community without access to clean drinking water; and

WHEREAS, changes in weather patterns are causing epic drought and widespread flooding in regions throughout the United States putting pressure on water systems that are ill-equipped and ill-prepared to manage such extreme events; and

WHEREAS, utilities nationwide are grappling with aging infrastructure and lack reliable revenue and funding to maintain systems let alone upgrade their systems; and

WHEREAS, one-fifth of the U.S. economy would grind to a halt without a reliable and clean source of water; and

WHEREAS, managing water responsibly is critical to our nation’s environmental health and to a high quality of life through economic commerce, power generation, and recreation; and

WHEREAS, investing in our drinking water and wastewater systems will secure a bright and prosperous future for generations to come; and

WHEREAS, innovation in water conservation and water reuse will drive job growth, economic development, and establish a 21st century paradigm of water management in the United States; and

WHEREAS, green storm water infrastructure will not only ease the burden on our sewers but will provide a maximum return in benefits to the public, the economy and the environment; and

WHEREAS, for every one job created in the water sector, another 3.68 jobs are added in the national economy. And for every \$1 spent on infrastructure improvements, the US generates \$6 in returns; and

WHEREAS, different regions face different water challenges, so the solutions to strengthen our drinking water and wastewater systems must be locally driven, but reinvestment in our water must be a national priority; now; therefore, be it

RESOLVED, that the Birmingham Water Works Board recognizes that water is essential to the quality of life and economic competitiveness and acknowledges the importance of educating the public about the value of water through the “Imagine a Day Without Water” campaign.

FURTHER RESOLVED, that the Birmingham Water Works Board is dedicated to investing in water and wastewater infrastructure and calls on our federal partners to bring much-needed funding and innovation to protect and restore our critical water infrastructure. Resolution No. 7629 is hereby adopted by unanimous vote.”

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After adoption of the above-referenced resolution, a video on “Imagine a Day Without Water” was shown. Subsequently, under new business, GM Underwood provided a handout (a copy of which is on file with the Board meeting book) on BWWB Customers shut-off to address Dr. Munchus concerns on delinquent accounts. GM Underwood stated that delinquent accounts have been reduced significantly. Next under new business, Director Muhammad expressed his concerns on briefs being filed by the General Counsel in the Supreme Court regarding the lawsuit for the expansion of Board members without bringing the issue before the entire Board. According to Director Muhammad, Attorney Mark Parnell as BWWB Counsel has a conflict of interest on the case. Per Attorney Mark Parnell, he represents the Board (corporate entity), not individual members of the Board. He also explained that once Director Muhammad and three (3) other Board members intervened individually in the case against the interest of the Board (corporate entity), they became adverse to the Board which meant they could no longer be involved in any decisions going forward on the case. Director King left the meeting at 9:51 a.m. and returned at 9:52 a.m. After much discussion, Chairwoman Lewis noted Director Muhammad’s concerns. In addition, Dr. Munchus also stated he shared Director Muhammad’s concerns that present Counsel’s participation in the lawsuit was a conflict of interest.

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 9:54 a.m.

_____/s/_____
Sherry W. Lewis
Chairwoman/President

Attest:

_____/s/_____
Brett A. King, Esq.
Secretary-Treasurer