

**MINUTES OF THE REGULAR BI-MONTHLY MEETING OF DIRECTORS
OF THE WATER WORKS BOARD OF THE CITY OF BIRMINGHAM
February 9, 2022**

A regular meeting of the directors of The Water Works Board of the City of Birmingham was held on Wednesday, February 9, 2022 at 11:30 a.m.

The following directors were present: Ronald A. Mims, William “Butch” Burbage, Jr., Tom Henderson, Dalton NeSmith, Tereshia Huffman, Chris Rice, Larry Ward, and George Munchus. Director Lucien Blankenship was not present.

Others present were: Michael Johnson, General Manager; Derrick Murphy, Jeff Thompson and Iris Fisher, Assistant General Managers; Cynthia Williams, Board Administrator; Anitra Clark, Corporate Governance Specialist; Rick Jackson, Jeff Wade, Charles McGee, Terrell Jones, and Colandus Mason, BWWB Employees; K. Mark Parnell, Parnell Thompson, LLC; Byron Perkins, Perkins Law, LLC; Kelvin Howard, Esq.; Michael Bell, Birmingham Construction Industry Authority; Martha Bozeman, Agency 54; Tiffanie Agee, Agee Law, LLC; Moses Stone, Stone Law, LLC; Mauricka McKenzie, Nehemiah Engineering, LLC; Olivia Martin, State of Alabama Attorney General’s Office; Patrick Flannelly, ARCADIS, U.S., Inc.; and Barnett Wright, The Birmingham Times; Natalie Knight, Impact Public Affairs; Cynthia Gould, and Fletcher Tubbs, ABC 33/40; John Dansby; and William Muhammad.

Chairman Rice declared a quorum in attendance.

Chairman Rice called the meeting to order at 11:33 a.m. and General Manager Michael Johnson opened with prayer.

Following, Chairman Rice asked the Board to approve the agenda. On a motion duly made and seconded, the following resolution was adopted:

“BE IT RESOLVED By The Water Works Board of the City of Birmingham (“the Board”), on a motion duly made by Mr. Chris Rice and seconded by Mr. Dalton NeSmith, that the Board hereby approves the agenda for the February 9, 2022 Regular Board of Directors’ Meeting. Resolution No. 8990 is hereby adopted by unanimous vote.”

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Following, the Board moved to the first item on the agenda, Request Board to approve minutes from its Regular Board of Directors’ Meeting and Public Hearing held November 10, 2021. 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 Mims and seconded by Ms. Tereshia Huffman, that the Board hereby approves minutes from its Regular Board of Directors’ Meeting and Public Hearing held November 10, 2021. Resolution No. 8991 is hereby adopted by unanimous vote.”

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Following, Chairman Rice asked to hear Reports of Committee. Chairman Rice stated he would like for the upcoming dates for committee meetings to be listed on Board meeting agendas. Next, Director Munchus requested an update on the project regarding advance automatic metering infrastructure. The General Manager stated the project is underway and it is a strong priority for management. He indicated a Request for Qualifications (RFQ) would need to be issued to select a vendor. Director Munchus stated employment status may be a concern from some BWWB employees that could be affected by this project. He encouraged management to try to keep BWWB staff employed. Chairman Rice stated a special committee will be created for this project and a presentation will be made to the directors regarding the project.

Following, Chairman Rice asked to hear Reports of Officers. As there were no reports, the Board moved to the second item on the agenda, Request Board to adopt resolutions authorizing monthly retirement benefits from the Board's Retirement Trust Fund for Ben Matthews, Field Service Technician – Customer Support Services Department, as stated on the respective retirement calculation, effective March 1, 2022, and commending Mr. Matthews for his 20 years and 8 months of service. On a motion duly made and seconded, the following resolutions were adopted:

“WHEREAS, Ben Matthews, an employee of The Water Works Board of the City of Birmingham ("the Board"), is retiring, effective March 1, 2022, at an age of 68, and

WHEREAS, Ben Matthews has 20 years and 8 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 \$2,531.84; 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 Mims and seconded by Mr. George Munchus, that the Trustee be, and is hereby instructed to pay monthly benefit payments of \$2,531.84 to Mr. Matthews from the Board's Retirement Trust Fund, in accordance with the terms of the Pension Plan, with the first payment to be made March 1, 2022.

Resolution No. 8992 is hereby adopted by unanimous vote.”

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“WHEREAS, Ben Matthews, an employee of The Water Works Board of the City of Birmingham, is retiring, effective March 1, 2022, after 20 years and 8 months of service with the Board; and

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

BE IT FURTHER RESOLVED, that in recognition of Ben Matthews’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. Matthews.

Resolution No. 8993 is hereby adopted by unanimous vote.”

Following, the Board moved to the third item on the agenda, Request Board to adopt a resolution authorizing surviving spouse retirement benefits from the Board’s Retirement Trust Fund in accordance with the terms of the pension plan, and as stated on the respective retirement calculation, effective February 1, 2022, for Ms. Lillian Shih, the surviving spouse of retiree Tzu-Wen Shih. On a motion duly made and seconded, the following resolution was adopted:

“WHEREAS, Tzu-Wen Shih, a retiree of The Water Works Board of the City of Birmingham (“The Board”), passed away on January 21, 2022; and

WHEREAS, Tzu-Wen Shih was receiving, up until the time of his death, monthly retirement benefits from the Board’s Retirement Trust Fund in the amount of \$426.07, 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, Lillian L. Shih will begin receiving her surviving spouse monthly benefit of \$213.04, effective March 1, 2022.

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 Mims and seconded by Mr. George Munchus, that the Trustee be, and is hereby instructed to pay a pension of \$213.04 per month to Lillian L. Shih from the Board’s Retirement Trust Fund, in accordance with the terms of the Trustee Pension Plan, with the payment to be effective March 1, 2022, and a one-time retroactive payment for the month of February 2022, the month she became eligible to start receiving a retirement benefit.

Resolution No. 8994 is hereby adopted by unanimous vote.”

Following, Director NeSmith made a motion for agenda items four through seven to be taken together and Director Huffman 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 Mr. Dalton NeSmith, and seconded by Ms. Tereshia Huffman, that the Board hereby approves payment of invoices from the following:

- Pat Lynch & Associates for work performed January 2022 in the amount of \$10,000.00.
- Perkins Law, LLC for professional services rendered January 31, 2022 in the amount of \$10,710.00.

- Agee Law, LLC for professional services rendered January 2022 in the amount of \$15,015.00.
- Agency 54 for professional services rendered December 2021 in the amount of \$25,000.00.

Resolution No. 8995 is hereby adopted by unanimous vote on.”

Following, Chairman Rice asked to hear from Speakers before moving to agenda item eight. Mr. William Muhammad spoke regarding good name and character.

Following, the Board moved to the eighth item on the agenda, Request Board to enter Executive Session to discuss legal matters. Board Attorney Mark Parnell certified that the Executive Session would be to discuss legal matters. He stated the Board’s attorneys would provide updates on legal matters. He stated there would be no action taken after Executive Session. 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. Dalton NeSmith, and seconded by Ms. Tereshia Huffman, that the Board hereby enters Executive Session to discuss legal matters. Resolution No. 8996 is hereby adopted by unanimous vote.”

Following, the Board entered Executive Session at 11:51 a.m.

Next, Director Burbage made a motion to come out of Executive Session and Director Huffman seconded the motion. The Board voted unanimously to come out of Executive Session. The Board came out of Executive Session at 12:48 p.m.

Next, Director Burbage then made a motion to adjourn the meeting and Director NeSmith seconded the motion. On a motion duly made and seconded, the motion was approved, and the meeting was adjourned at 12:48 p.m.

/s/
Christopher B. Rice
Chairman/President

Attest:

/s/
Raymond L. Ward
Secretary-Treasurer