

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

A regular meeting of the directors of The Water Works Board of the City of Birmingham was held on Wednesday, March 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, George Munchus, and Lucien Blankenship.

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, Colandus Mason, Paul Lloyd, Barry Williams, Rhonda Lewis, LaDedra Ruffin, Sam Day, Morgan Dill, Meredith Hollins, Marilyn Vertison, and Ed Travis, 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; LLC; Olivia Martin, State of Alabama Attorney General’s Office; Barnett Wright, The Birmingham Times; Brian Hamilton, A. G. Gaston Construction; Sidney May, Sidney H. May, P.E., LLC; Hal Humphrey, Gresham Smith; Jamekia Bies, H2O Foundation; Jay Callaway, and Carl Cummins, Truckworx; and Mason Thomas, JM-Wood.

Chairman Rice declared a quorum in attendance.

Chairman Rice called the meeting to order at 11:32 a.m. and Board Employee Colandus Mason 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. Ronald Mims and seconded by Mr. William Burbage, that the Board hereby approves the agenda for the March 9, 2022 Regular Board of Directors’ Meeting. Resolution No. 9002 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’ Meetings held November 17, 2021, December 8, 2021, and December 15, 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. Dalton NeSmith and seconded by Mr. Thomas Henderson, that the Board hereby approves minutes from its Regular Board of Directors’ Meetings held November 17, 2021, December 8, 2021, and December 15, 2021. Resolution No. 9003 is hereby adopted by unanimous vote.”

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Following, Chairman Rice asked to hear Reports of Committee. As there were no reports, the General Manager stated the upcoming committee meetings.

Following, Chairman Rice asked to hear Reports of Officers. Director Munchus questioned the status of automated meter reading and the status of invoices being paid to subcontractors. Chairman Rice stated automated meter reading would be discussed in an upcoming executive session. The General Manager requested Director Munchus provide him with specific subcontractors who as he mentioned were not getting paid in a timely manner. He indicated he would research the issues. Subsequently, Assistant General Manager Iris Fisher recognized employees from the Human Resources – Training Department for placing seventh at the Top 125 Training Conference held in Orlando, FL. Rhonda Lewis, Board Employee, stated since BWWB has placed in the Top 10 four years in a row, BWWB will be inducted into the hall of fame at next year’s conference. She also expressed her desire for all of the team members to be able to attend the event. Next, Jamekia Bies, H2O Foundation, invited all directors to attend the upcoming grand opening of the new office space for the H2O Foundation on March 15, 2022. Next, the General Manager requested the Operations and Technical Services Division report be presented at the end of the meeting.

Following, the Board moved to the second item on the agenda, Request Board to approve payments of invoices to the following. Director Burbage questioned whether the amount for the Terminus Municipal Advisors invoice was the correct amount going forward and the General Manager responded yes. Director Mims questioned whether staff had reviewed the invoices being presented and the General Manager responded yes. 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 authorizes staff to execute payment to the following:

- 2.1 Terminus Municipal Advisors, LLC for professional services rendered February 2022 in the amount of \$8,500.00.
- 2.2 Agee Law, LLC for professional services rendered February 2022 in the amount of \$10,830.00.
- 2.3 Birmingham Construction Industry Authority for professional services rendered January 2022 in the amount of \$25,000.00.
- 2.4 Perkins Law, LLC for professional services rendered February 2022 in the amount of \$29,820.00.

Resolution No. 9004 is hereby adopted by Directors Rice, Burbage, Huffman, Ward, Henderson, Mims, Munchus, and NeSmith; Director Blankenship abstained from voting.”

Following, Director NeSmith made a motion for agenda items three through eleven 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 authorizes staff to do the following, as recommended by the Engineering and Maintenance Committee:

1. To award bid to Veristor, the lowest responsible and responsive bidder, for one year of ZERTO Data Replication and Cloud Disaster Recovery Services to recover data and to continue operations in case of a catastrophic event such as a major disruption, ransomware or an outage at a total out-of-pocket cost to the Board of \$73,691.76; and authorizes the General Manager and/or the Assistant General Manager to execute contracts per Bid Specifications and Conditions.
2. To award bid to Southern Pipe & Supply, the lowest responsible and responsive bidder, for estimated quantities of Crosslinked PEXa Piping (Municipex) to replenish stock in the Warehouse to be used throughout the distribution system, at an estimated out-of-pocket cost to the Board of \$99,750.00; and authorizes the General Manager and/or the Assistant General Manager to execute contracts per Bid Specifications and Conditions.
3. To award bid to Global Construction & Engineering, Inc., the lowest responsible and responsive bidder, for the replacement of approximately 1,800’ of 2” galvanized steel pipe / 2” unlined cast iron pipe and 640’ of 2” cast iron cement lined (CICL) pipe with approximately 590’ of 8” DICL pipe; 1,840’ of 6” DICL pipe; 540’ of 4” DICL pipe and related appurtenances; and 62 water services along Avenue “I” Ensley; Avenue “J” Ensley; 53rd Street Ensley; Avenue “H” and 54th Street located in the Cities of Birmingham and Fairfield, Alabama at a bid amount of \$509,423.08; plus estimated cost of materials and Water Board labor in the amount of \$258,961.04; at an estimated out-of-pocket cost to the Board of \$768,384.12; and authorizes the General Manager and/or the Assistant General Manager to execute contracts per Bid Specifications and Conditions.
4. To award bid to Consolidated Pipe & Supply, the lowest responsible and responsive bidder, for estimated annual quantities of Positive Displacement Meters, at an estimated out-of-pocket cost to the Board of \$827,027.00, and authorizes the General Manager and/or the Assistant General Manager to execute contracts per Bid Specifications and Conditions.
5. To award bid to REV Construction, Inc., the lowest responsible and responsive bidder, for the replacement of approximately 3,150’ of 2” galvanized steel pipe / 2” unlined cast iron pipe with approximately 2,660’ of 6” DICL pipe and related appurtenances; and 67 water services along Cliff Road South; 32nd Street South; 33rd Street South; 34th Street South and Altamont Road South located in the City of Birmingham, Alabama at a bid amount of \$686,702.00; plus estimated cost of materials and Water Board labor in the amount of \$274,755.54; at an estimated out-of-pocket cost to the Board of \$961,457.54; and authorizes the General Manager and/or the Assistant General Manager to execute contracts per Bid Specifications and Conditions.
6. To award bid to REV Construction, Inc., the lowest responsible and responsive bidder, for the replacement of approximately 2,180’ of 2” galvanized steel pipe / 2” unlined cast iron pipe and 1,190’ of 2” cast iron cement lined (CICL) pipe with approximately 3,700’ of 6” DICL pipe and related appurtenances; and 78 water services along Wesley Avenue Southwest; 23rd Street Southwest; Steiner Avenue Southwest and 22nd Street Southwest

located in the City of Birmingham, Alabama at a bid amount of \$671,123.30; plus estimated cost of materials and Water Board labor in the amount of \$322,156.31; at an estimated out-of-pocket cost to the Board of \$993,279.61; and authorizes the General Manager and/or the Assistant General Manager to execute contracts per Bid Specifications and Conditions.

7. To award bid to Global Construction & Engineering, Inc., the lowest responsible and responsive bidder, for the replacement of approximately 6,800' of 2" galvanized steel pipe with approximately 1,960' of 8" DICL pipe; 2,560' of 6" DICL pipe and related appurtenances; and 41 water services along Cumberland Drive; Somerset Drive; Horner Drive; Balcourt Drive and Valley Road located in the City of Birmingham, Alabama at a bid amount of \$662,666.60; plus estimated cost of materials and Water Board labor in the amount of \$331,056.31; at an estimated out-of-pocket cost to the Board of \$993,722.91; and authorizes the General Manager and/or the Assistant General Manager to execute contracts per Bid Specifications and Conditions.
8. To award bid to Tren-Tay, Inc., the lowest responsible and responsive bidder, for the replacement of approximately 2,740' of 2" galvanized steel pipe / 2" unlined cast iron pipe and 940' of 2" cast iron cement lined (CICL) pipe with approximately 450' of 8" DICL pipe; 2,350' of 6" DICL pipe; 830' of 4" DICL pipe and related appurtenances; and 66 water services along 6th Street North; 16th Place North; 41st Court North; 24th Avenue North; 22nd Court West; 7th Street West; 6th Way West and 6th Place West located in the City of Birmingham, Alabama at a bid amount of \$724,761.00; plus estimated cost of materials and Water Board labor in the amount of \$336,380.44; at an estimated out-of-pocket cost to the Board of \$1,061,141.44; and authorizes the General Manager and/or the Assistant General Manager to execute contracts per Bid Specifications and Conditions.
9. To approve a scope of services with A.G. Gaston Engineering, LLC's for the design and inspection of a water main reinforcement project in three (3) individual locations at Highway 79; Bethel Road and Bone Dry Road located in unincorporated Jefferson County, Alabama in northern end of the Putnam Service Area gradient located in unincorporated Jefferson County; at an estimated out-of-pocket cost to the Board of \$492,866.48.

Resolution No. 9005 is hereby adopted by Directors Rice, Burbage, Huffman, Ward, Henderson, Mims, Munchus, and NeSmith; Director Blankenship abstained from voting."

Following, the Board moved to the twelfth item on the agenda, Request Board to approve renewal of a 1-year agreement with Layer3 Communications to provide Palo Alto 2022 3250 Firewall Subscription & Support for the period of January 1, 2022 through December 31, 2022. Director Munchus questioned how long has Layer3 had this contract with the BWWB. Colandus Mason, Board Employee, stated the agreement is for a 1-year renewal. He stated staff had the option to get a contract with a longer term; however, they decided not to. Director Munchus questioned whether Layer3 was a local company and Mr. Mason responded yes. Chairman Rice stated annual contracts should be focused on short term rather than long term. 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 Mr. Dalton NeSmith, that the Board hereby approves renewal of a 1-year agreement with Layer3 Communications to provide Palo Alto 2022 3250

Firewall Subscription & Support for the period of January 1, 2022 through December 31, 2022 for an out-of-pocket cost to the Board of \$58,850.00; and to authorize the General Manager and/or Assistant General Manager to execute said agreement; as recommended by the Engineering and Maintenance Committee. Resolution No. 9006 is hereby adopted by unanimous vote.”

Following, the Board moved to the thirteenth item on the agenda, Request Board to approve amending Section 7.6 (Pay Types) in the Employee Handbook and Section 7060 (Pay Types) in the Human Resources Management Guide to add Scheduled On-Call Pay for hourly employees, as recommend by the Human Resources Committee. 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 Burbage, and seconded by Mr. George Munchus, that the Board hereby approves amending Section 7.6 (Pay Types) in the Employee Handbook and Section 7060 (Pay Types) in the Human Resources Management Guide to add Scheduled On-Call Pay for hourly employees, as recommended by the Human Resources Committee. Resolution No. 9007 is hereby adopted by unanimous vote.”

Following, the Board moved to the fourteenth item on the agenda, Request Board to approve amending Section 7.6 (Pay Types) in the Employee Handbook and Section 7060 (Pay Types) in the Human Resources Management Guide to add an Employee Referral Bonus and to make formatting changes to align the sequence of Pay Types in the Human Management Guide to the Pay Types in the Employee Handbook, as recommended by the Human Resources Committee. Director Ward questioned the purpose of this item. The General Manager stated there has been issues with hiring employees and this incentive will be for employees to aid in finding workers. 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 amending Section 7.6 (Pay Types) in the Employee Handbook and Section 7060 (Pay Types) in the Human Resources Management Guide to add an Employee Referral Bonus and to make formatting changes to align the sequence of Pay Types in the Human Management Guide to the Pay Types in the Employee Handbook, as recommended by the Human Resources Committee. Resolution No. 9008 is hereby adopted by unanimous vote.”

Following, the Board moved to the fifteenth item on the agenda, Request Board to approve amending Section 7.6 (Pay Types) in the Employee Handbook and Section 7060 (Pay Types) in the Human Resources Management Guide to add a Sign-On Bonus for designated positions as approved by the General Manager based on one or more of the following criteria: challenge of finding qualified candidates, being a critical function, and/or multiple openings for the same position, as recommended by the Human Resources Committee. The General Manager stated staff wanted to amend the amount that was discussed in the March 3, 2022 Human Resources Committee with hourly employees receiving a \$1,000.00 sign-on bonus and salary employees receiving a \$2,000.00 sign-on bonus. He indicated all designated positions would instead

receive \$1,500.00. Chairman Rice stated this amendment is good because it will avoid a disparaging difference with the sign-on bonuses. Director Munchus questioned whether both classes would be treated the same and the General Manager responded yes. 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 Mr. Larry Ward that the Board hereby approves amending Section 7.6 (Pay Types) in the Employee Handbook and Section 7060 (Pay Types) in the Human Resources Management Guide to add a Sign-On Bonus for designated positions as approved by the General Manager based on one or more of the following criteria: challenge of finding qualified candidates, being a critical function, and/or multiple openings for the same position, as recommended by the Human Resources Committee. Resolution No. 9009 is hereby adopted by unanimous vote.”

Following, the Board moved to the sixteenth item on the agenda, Request Board to approve amending Section 8.3 (Holidays) in the Employee Handbook and Section 8030 (Holidays) in the Human Resources Management Guide to add three (3) Personal Holidays to the list of approved holidays, as recommended by the Human Resources Committee. Director NeSmith stated he would like to make an amendment to the motion to include Juneteenth and two (2) personal holidays. Director Mims stated he would vote no on the amendment because it was not the recommendation of the Human Resources Committee. 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 Mr. George Munchus, that the Board hereby approves amending Section 8.3 (Holidays) in the Employee Handbook and Section 8030 (Holidays) in the Human Resources Management Guide to add Juneteenth, and two (2) Personal Holidays to the list of approved holidays. Resolution No. 9010 is hereby adopted by Directors Rice, NeSmith, Huffman, Burbage, Ward, Munchus, Henderson, Blankenship; and Director Mims voted no.”

Following, Chairman Rice asked to hear from Speakers before hearing the Operations and Technical Services Division report. Mr. Jonathon Calloway, Truckworx, spoke regarding triaxle dump trucks and leak detection units.

Following, Assistant General Manager Jeff Thompson made a presentation regarding the Operations and Technical Services Division. Assistant General Manager Thompson stated finished water was down 2.2 percent for the 4th quarter. He indicated 11.5 billion gallons of water was pumped in the system. He stated due to increased rainfall Inland Lake and Lake Purdy were both full. He gave an overview of power and chemical costs indicating chemical costs were under budget; the annual audit, EnviroLab testing; and industrial and commercial accounts. Director Mims questioned whether there is any information regarding fuel costs affecting the budget. Assistant General Manager Iris Fisher stated that information has not yet been received. Ed Travis, Board Employee, stated the gas price increase really does not affect BWWB’s bid price because the bid is based on the markup of the gas. He stated BWWB receives an Oil Price Information Service (OPIS) price list daily, to know how much gas will cost before it is ordered.

Next, Chairman Rice 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 12:26 p.m.

/s/
Christopher B. Rice
Chairman/President

Attest:

/s/
Raymond L. Ward
Secretary-Treasurer