

**MINUTES OF THE REGULAR BI-MONTHLY MEETING OF DIRECTORS
OF THE WATER WORKS BOARD OF THE CITY OF BIRMINGHAM
December 2, 2020**

A regular meeting of the directors of The Water Works Board of the City of Birmingham was held on Wednesday, December 2, 2020 at 11:30 a.m.

The following directors were present: Ronald A. Mims, Tommy J. Alexander, Brenda J. Dickerson, Deborah Clark, William “Butch” Burbage, Jr., Lucien Blankenship, William Muhammad, Brett A. King, and George Munchus.

Others present were: Michael Johnson, General Manager; Derrick Murphy, Jeffrey Thompson and Iris Fisher, Assistant General Managers; Cynthia Williams, Board Administrator; Anitra Hendrix, Executive Assistant to the General Manager; Rick Jackson, Terrell Jones and Chad White, BWWB Employees; K. Mark Parnell, Parnell Thompson Law, LLC; Emory Anthony, Esq.; Tiffanie Agee, Esq.; Judge Chris Green, Blount County; Sheriff Mark Moon, Blount County.

Chairman Mims declared a quorum in attendance.

Chairman Mims called the meeting to order at 11:31 a.m. and Assistant General Manager Iris Fisher opened with prayer.

Following, Chairman Mims asked the Board to approve the agenda. Director Dickerson made a motion to approve the agenda and Director Muhammad 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. Brenda Dickerson and seconded by Mr. William R. Muhammad, that the Board hereby approves the agenda for December 2, 2020 Regular Board of Directors’ Meeting with the recommended changes. Resolution No. 8582 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 the minutes from the July 8, 2020 Regular Board of Directors’ Meeting; necessary to perform essential minimum functions of the governmental body. Director Dickerson made a motion to approve the item and Director Alexander seconded the motion. Director Burbage left the meeting at 11:36 a.m. 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. Brenda Dickerson and seconded by Mr. Tommy Joe Alexander, that the Board hereby approves minutes of Regular Board of Directors’ Meeting held July 8, 2020. Resolution No. 8583 is hereby adopted by Directors Alexander, Muhammad, King, Dickerson, and Mims; Director Blankenship voted no; and Director Clark abstained from voting.

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Following, the Board moved to the second item on the agenda, Request Board to approve payment of invoice, necessary to perform essential minimum functions of the governmental body. Director Dickerson made a motion to approve the item and Director Alexander seconded the motion. Director Blankenship questioned the need for staff to consult outside counsel on certain issues versus addressing in house. Director Burbage returned to the meeting at 11:38 a.m. Director Blankenship stated an official custodian of records is needed to maintain records on campus. A discussion then ensued. 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. Brenda Dickerson, and seconded by Mr. Tommy Joe Alexander, that the Board hereby authorizes staff to execute payment to the following:

- 2.1 Dominick Feld Hyde, P.C.
Cafeteria Plan performed October 12, 2020 through October 29, 2020 \$ 730.80

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

Following, the Board moved to the third item on the agenda, Request Board to hear an update from Blount County regarding their diversity plan; necessary to perform essential minimum functions of the governmental body. Judge Chris Green from Blount County expressed his appreciation to the Board for extending its 60-day deadline. He discussed communications sent to the Board and efforts it has made to increase its diversity including contacting several colleges and universities. Judge Green stated the current makeup of the Blount County Sheriff’s Office includes four African Americans, one Hispanic and fourteen Women. Several comments were offered by directors expressing their appreciation to Blount County for their work towards improving its diversity relations.

Following, the Board moved to the fourth item on the agenda, New Business; necessary to perform essential minimum functions of the governmental body. Director Blankenship made a motion to establish a repository for legal opinions for staff and Director King seconded the motion. Discussions ensued regarding security of these documents; past opinions being included; and accessibility to these documents. Director Blankenship stated he would amend his motion to be to establish a repository of legal and other consultants’ opinions for staff to review, subject to guidance from BWWB’s legal team. Director Munchus arrived at the meeting at 12:06 p.m. A discussion ensued to update Director Munchus on the current motion. The Chairman stated an Ad Hoc Committee may need to be established to address this 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. Lucien Blankenship and seconded by Mr. Brett King, that the Board hereby approves to establish a repository of legal and consultants’ opinions for BWWB staff, subject to guidance from the Board’s attorneys. Resolution No. ____ is hereby adopted by Directors Alexander, Muhammad, King, Dickerson, Blankenship, Clark, and Mims; Director Burbage voted no.”

Next, The Chairman made a motion to research information regarding the Help to Others (H2O) Foundation. A discussion ensued regarding administering the foundation in house, grants for the foundation; communications and public outreach, and the use of funds by the foundation. The General Manager stated the foundation has discussed several items and he gave an overview of the actions it has taken. There was no second to the motion; therefore, there was no action taken.

Next, Director Munchus questioned the status of putting up a plaque in the boardroom since it was named the Ronald A. Mims Boardroom. The General Manager stated he would review. Director Munchus then made a motion to rename the boardroom the Ronald A. Mims Boardroom at the Water Works Board of the City of Birmingham and Director Muhammad seconded the motion. A discussion ensued regarding research for a previously passed resolution on this matter. A board attorney stated a resolution was passed in 2016 regarding this matter. Director Blankenship offered an amended motion to Director Munchus’ motion to include upon verification of previous action taken. Directors Munchus and Muhammad agreed to the amended 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. George Munchus and seconded by Mr. William R. Muhammad, that the Board hereby approves renaming the boardroom the Ronald A. Mims Boardroom at the Water Works Board of the City of Birmingham, upon verification of previous action taken. Resolution No. ____ is hereby adopted by unanimous vote.”

Next, Director Muhammad stated he would like for the board to discuss the Jefferson County sewer contract at its next meeting. He stated at that meeting he will make a recommendation to vote to cancel the contract. A discussion ensued regarding revenue received from Jefferson County. The Board requested information be presented regarding costs associated with the contract with Jefferson County. The General Manager stated this information would be sent to the directors and this item would be added to the next board meeting agenda.

Next, Director Burbage questioned the status of the reimbursement of legal fees for directors and staff that were involved in previous litigation. A board attorney stated communication was sent to the directors in October 2020 regarding this matter. He indicated this item may need to be discussed in Executive Session and action may need to be taken. A director requested an Executive Session be added to the next board meeting agenda. A director indicated they were opposed to approving this item. The Chairman stated this item would be added to the next board meeting agenda.

Next, Director Alexander then made a motion to adjourn the meeting and Director Dickerson seconded the motion. On a motion duly made and seconded, the motion was approved by unanimous vote and the meeting was adjourned at 1:01 p.m.

/s/

Ronald A. Mims
Chairman/President

Attest:

/s/

William R. Muhammad
Secretary-Treasurer