

**MINUTES OF THE REGULAR BI-MONTHLY MEETING OF DIRECTORS
OF THE WATER WORKS BOARD OF THE CITY OF BIRMINGHAM
March 13, 2019**

The regular bi-monthly meeting of the directors of The Water Works Board of the City of Birmingham was held on Wednesday, March 13, 2019 at 11:30 a.m., in the principal office of the Board, 3600 First Avenue North, Birmingham, Alabama.

The following Directors were present: William Burbage, Jr., Deborah Clark, Brenda Dickerson, Ronald A. Mims, Sherry Lewis, and Brett King. The following directors were not present; Tommy Joe Alexander, George Munchus, and William Muhammad.

The meeting was also attended by: Michael Johnson, Interim General Manager; Sonny Jones, Assistant Interim General Manager; Grace Amison, Executive Assistant to the Board of Directors; Anitra Hendrix, Executive Assistant to the Interim General Manager; George Anderson, Rick Jackson, Terrell Jones, Ben Sorrell, Steve Franks, John Dansby, Barry Williams, Paul Lloyd, Geoff Goodwin, Jeff Cochran, Rhonda Lewis Meridith Hollins, Sam Day, Derrick Gooden, Joyce Perry, LaDedra Ruffin and Morgan Dill, Board Employees; K. Mark Parnell, Mary Thompson, Parnell Thompson, LLC; Kelvin Howard, Kelvin Howard, LLC; Martha Bozeman and Tommy Pallandino, Agency 54; Patrick Flannelly and Brian Ruggs, ARCADIS; Theo Johnson, and Kirk Mills, Volkert, Inc.; Kimberly Baylor Bivins, Birmingham Construction Industry Authority; Derrick Murphy, Allworld Project Management; Olivia Martin, State of Alabama Attorney General; Chandra Abesingha, C E Associates; E. Andrei Petties, TLG; Officer Randelson; Isaac Ballard; and Nelda Thompkins.

Inasmuch as five (5) of the directors were present; Chairman Burbage declared a quorum in attendance.

Chairman Burbage called the meeting to order at 11:32 a.m. Director Lewis arrived to the meeting at 11:32 a.m. Mr. George Anderson opened the meeting with prayer.

Following, the Interim General Manager asked the board to recognize member of the Training, Organizational Development, Safety & Risk Management team for their outstanding efforts towards the BWWB being ranked #7 in Training Magazine's annual Top 125 ranking of companies with employer sponsored workforce training and development, as set forth in agenda item 1. Paul Lloyd, Human Resources Manager, stated BWWB was ranked #7 with Dollar General being ranked #1. He indicated there were national and international companies that competed. Rhonda Lewis, BWWB Employee, expressed her appreciation to the board and her fellow team members. She indicated BWWB had to submit a 44-page application for consideration by Training Magazine. The Interim General Manager encouraged the board to attend the Training Magazine conference next year. Director Lewis expressed her appreciation to the team for their hard work. 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 Ms. Deborah Clark, that the Board hereby recognizes and commends members of the Training, Organizational Development, Safety & Risk Management team: Rhonda Lewis, Meridith Hollins, Sam Day, Derrick Gooden, Joyce Perry, LaDedra Ruffin and Morgan Dill; for their outstanding efforts towards the BWWB

being ranked #7 in Training Magazine's annual Top 125 ranking of companies with employer sponsored workforce training and development.

BE IT FURTHER RESOLVED, that a copy of this resolution be spread upon the minutes of the Water Works Board of the City of Birmingham. Resolution No. 8038 is hereby adopted by unanimous vote.”

Following, the Interim General Manager asked the board to approve Director King’s mileage expense for February 2019, as set forth in agenda item 2. 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 Mr. Ronald A. Mims and seconded by Dr. Brenda Dickerson, that the following board member(s) be reimbursed for his mileage expense reimbursements as follows:

- Brett King for mileage expense reimbursement for February 2019 in the amount of \$71.92 (as shown on the attached “Itemized Travel and Business Expense Reimbursements”).

Resolution No. 8039 is hereby adopted by a roll call vote: Director Clark, Yes; Director Dickerson, Yes; Director Burbage, Yes; Director Mims, Yes; Director Lewis, Yes; and Director King, Yes.”

Following, the Interim General Manager asked the board to approve minutes from Regular Board of Directors’ Meetings, as set forth in agenda item 3. 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. Ronald A. Mims, that the Board hereby approves minutes of Regular Board of Directors' Meeting held January 16, 2019; Regular Board of Directors' Meeting held January 31, 2019; and Regular Board of Directors' Meeting held February 13, 2019. Resolution No. 8040 is hereby adopted by unanimous vote.”

Following, the Interim General Manager asked the board to approve payments of invoices for professional services, as set forth in agenda items 4.1 through 4.3. The Interim General Manager

indicated staff 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. Brenda Dickerson, and seconded by Mr. Ronald A. Mims, that the Board hereby authorizes staff to execute payment to the following:

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|-----|---|--------------------|
| 4.1 | <u>Carl Dalton NeSmith, Jr. LLC</u>
For retainer fee for February 2019 | \$ <u>500.00</u> |
| 4.2 | <u>Terminus Municipal Advisors, LLC</u>
For professional services rendered for February 2019 | \$ <u>6,500.00</u> |
| 4.3 | <u>The Jones Group, LLC</u>
For professional services rendered for February 2019 | \$ <u>7,500.00</u> |

Resolution No. 8041 is hereby adopted by unanimous vote.”

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Following, the Interim General Manager asked the Board to discuss the appointment of a representative to serve on the Alabama Water Resources Commission, pursuant to Alabama Code section 9-10B-12(3), as set forth in agenda item 5. The Interim General Manager stated under the statute, BWWB has a seat on the Alabama Water Resources Commission. He stated five (5) names must be submitted for consideration. He indicated there is currently not a member on the commission. Director Lewis stated she never knew five names had to be submitted for consideration. Mark Parnell, Board Attorney, stated Director Lewis was correct in her statement. He stated in the past there was only one name submitted to the Lieutenant Governor for the appointment; however, the statute was reviewed by the Lieutenant Governor and it states five names must be submitted for consideration. Chairman Burbage stated he would recommend a staff member be included in the names submitted. Director Lewis stated she recommends a director serve on the commission due to the decisions that must be made. Directors Burbage, Clark, Dickerson, King, and Mims stated they were willing to serve on the commission. 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 Ms. Deborah Clark and seconded by Mr. Ronald A. Mims, as follows:

1. Pursuant to Ala. Code § 9-10B-12(3) (1975), The Water Works Board of the City of Birmingham (the “Water Works Board”) submits the following five (5) candidates for one of said candidates to be appointed as a member of the Alabama Water Resources Commission:

William “Butch” Burbage, Jr., CPA
Deborah Clark
Brenda J. Dickerson, Ph.D.
Ronald A. Mims
Brett A. King

2. The Water Works Board’s Interim General Manager is hereby authorized and directed to submit said names to the Lieutenant Governor for consideration and appointment.

Resolution No. 8042 is hereby adopted by unanimous vote.”

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Following, the Interim General Manager asked the Board to approve and to authorize the Interim General Manager to schedule open forums and/or town hall meetings with BWWB employees, as set forth in agenda item 6. Director Mims stated he would like to table this item until the next board meeting on March 27, 2019. On a motion duly made and seconded, the following resolution was adopted:

“WHEREAS, The Water Works Board of the City of Birmingham (the “Water Works Board”) has over 635 employees; and

WHEREAS, said employees are located throughout the Works Board’s service area which stretches over portions of five (5) counties; and

WHEREAS, said employees provide a variety of services to the Water Works Board and to the Water Works Board’s customers; and

WHEREAS, said employees experience a variety of working conditions; and

WHEREAS, in the past, the Water Works Board has conducted townhall meetings or open forums with the board of directors to give the employees an opportunity to express any issues they may wish to discuss concerning their employment with the Water Works Board; and

WHEREAS, the board of directors believe that it would be helpful for the development of policies to hold one or more townhall meetings or open forums for the purpose of allowing employees an opportunity to express issues they may wish to discuss concerning their employment with the Water Works Board.

NOW THEREFORE, on a motion made by Mr. Ronald A. Mims and seconded by Mr. Brett A. King as follows:

1. The Interim General Manager is hereby authorized and instructed to schedule one or more townhall meetings or open forums with the board of directors at location(s) suitable to allow employees the opportunity to discuss issues concerning their employment with the Water Works Board. The number and location of the town hall meetings to be determined by the Interim General Manager but designed to allow the maximum number of employees an opportunity to participate.

2. The townhall meetings or open forums will be for the purpose of allowing employees to discuss issues of a general nature and not issues of an individualized or personal issue for the particular employee.

3. The Interim General Manager is to inform the board of directors of the time and

place of the townhall meetings or open forums.

Resolution No. 8043 is hereby tabled by unanimous vote.”

Following, the Interim General Manager asked the Board to award bids, as set forth in agenda items 7.1 and 7.2. Director Mims questioned whether item 7.1 was tabled by the board. Chairman Burbage responded yes and stated he spoke with Assistant General Manager Sonny Jones who stated there were meter flows tests performed in that area. Chairman Burbage stated the tests indicated the flow was low on the meters which indicates there could be low pressure on the fire hydrants. He stated in his opinion it is almost an emergency situation because an area can't be left potentially unprotected. Assistant General Manager Jones stated the flow on the three hydrants are below 500 gallons per minute and is deemed totally unacceptable and these hydrants have been tagged out of service by the Birmingham Fire Department. He indicated BWWB is in a position of liability and stated something has happened between 2017 and 2018 to cause the flows to bottom out and the pipe needs to be replaced desperately. Director Lewis stated since there are three hydrants out of service, she questioned what is in place to protect the customers that could be affected. Assistant General Manager Jones stated the only thing BWWB can do is replace the pipe. Mr. Jones stated the Birmingham Fire Department can pull water from hydrants that are as far 500-1000 feet away as an option. Director Clark questioned whether there has been an assessment as to what caused this to happen and whether it could occur in other areas. Assistant General Manager Jones stated every spring the Birmingham Fire Department tests their fire hydrants and they notify BWWB of the flows. Director Clark questioned whether BWWB was aware of this issue since the spring 2018 and questioned why was this now being presented to the board with urgency. Assistant General Manager Jones responded yes and stated it takes a year to design a project; however, this project was designed within eight months and that is very timely. 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. Brett A. King and seconded by Mr. Ronald A. Mims, that the Board hereby authorizes staff to award bid to the following:

- 7.1 REV Construction, Inc., the lowest responsible and responsive bidder, for the replacement of approximately 1,750’ of 8” unlined cast iron pipe with approximately 1,750’ of 8” DICL pipe and related appurtenances; and 4 water services along Green Springs Highway between 17th Avenue North & 20th Avenue North located in the City of Birmingham, Alabama, at a bid amount of \$357,997.50; plus estimated cost of materials and Water Board labor in the amount of \$176,652.54; at an estimated out-of-pocket cost to the Board of \$534,650.04, as recommended by the Engineering & Maintenance Committee; and to authorize the Interim General Manager and/or the Assistant General Manager to execute a contract per Bid Specifications and Conditions.

Resolution No. 8044 is hereby adopted by unanimous vote.”

Next, Director King clarified management made the determination with the advice of legal counsel that the board should make the determination that Startley General Contractors, Inc. is non-responsible. 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. Brett A. King and seconded by Dr. Brenda Dickerson, that the Board hereby authorizes staff to award bid to the following:

- 7.2 Global Construction & Engineering, Inc., the lowest responsible and responsive bidder, for the replacement of approximately 4,670’ of 2” galvanized steel pipe / 2” unlined cast iron pipe and 360’ of 2” cast iron cement lined (CICL) pipe with approximately 2,680’ of 6” DICL pipe; 2,930’ of 8” DICL pipe and related appurtenances; and 105 water services at a bid amount of \$1,029,955.00; plus estimated cost of materials and Water Board labor in the amount of \$601,711.47; for an estimated out-of-pocket cost to the Board of \$1,631,666.4; and to authorize the Interim General Manager and/or the Assistant General Manager to execute a contract per Bid Specifications and Conditions. [NOTE: The apparent low bidder, Startley General Contractors, Inc. was deemed non-responsible and rejected due to concerns with their integrity involving public contracts relating to allegations in the ongoing lawsuit styled Startley General Contractors, Inc. et. al. v. The Water Works Board of the City of Birmingham, et. al.]

Resolution No. 8045 is hereby adopted by unanimous vote.”

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Following, the Interim General Manager asked the Board to discuss New Business, as set forth in agenda item 8. Director Dickerson questioned whether Shades Mountain Filter Plant was still running manually and what is the estimated cost of repairs. The Interim General Manager stated the plant is at full operation and stated the cost of repairs is estimated at \$490,000.00.

Next, Director Dickerson stated at the last board meeting she made a motion to dissolve the Treasury Department and questioned the status of that. The Interim General Manager stated letters have been drafted to communicate the change, with the change going into effect in a few days. Chairman Burbage questioned the Interim General Manager whether he could provide a synopsis of the changes. The Interim General Manager stated the Treasury Department is being combined with the Accounting Department as it was previously before the department was created. He stated the position of Cash Investment and Debt Manager is going to report directly to the Assistant General Manager of Finance and Administration. Director Lewis questioned whether this position is the former title for Treasurer. The Interim General Manager responded that is the new title for that position. Director Clark stated in essence you are not dissolving the position but changing the name. The Interim General Manager stated he would like to speak with the board to clarify some things before it is communicated to employees. A discussion then ensued, and the board decided to go into Executive Session.

Subsequently, Board Attorney Mark Parnell stated under the open meeting’s act the purpose of the meeting had to be certified to discuss general reputation and character and stated such certification. 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. Ronald A. Mims, that the Board hereby approves an Executive Session to discuss general reputation and character. Resolution No. 8046 is hereby adopted by unanimous vote.”

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At 12:03 p.m. the Board and the Board’s Attorneys entered into an Executive Session.

At 12:36 p.m. a motion was duly made and seconded to adjourn the Executive Session and the meeting reopened.

Following, Director King stated the upcoming Engineering & Maintenance Committee next week has several items on the agenda. He stated he would like to make a motion to lighten the agenda. He stated this item came up in the Engineering & Maintenance Committee; however, it stalled on a 2-2 vote. He then made a motion to approve an agreement for BWWB to grant access of the pontoon boat at Inland Lake to the volunteer fire departments for fighting emergency fires and to authorize the Interim General Manager to execute said agreement. Director Mims seconded the motion. Director Lewis stated this item was supposed to come before the Engineering & Maintenance Committee. Director King said the item did come before the Committee. Director Lewis stated it did not and stated Director King does not communicate with the members of the Engineering & Maintenance Committee. She stated the issue she has with this item is the unauthorized use of the pontoon boat and she would like the liability issue to be reviewed. She then questioned if the boat is used what would be the liability for BWWB. Director King stated the agreement is for emergency use only and if unauthorized use occurs, the board would deal with it. A discussion then ensued. Chairman Burbage then called for a roll call vote on the motion. Directors King, Mims and Burbage voted yes; Directors Dickerson, Clark, and Lewis voted no; therefore, the motion failed.

As there was no further business before the Board, Chairman Burbage entertained a motion to adjourn the meeting. A motion was duly made and seconded, and the meeting adjourned at 12:44 p.m.

/s/
William Burbage, Jr.
Chairman/President

Attest:

/s/
Ronald A. Mims
Secretary-Treasurer