

**MINUTES OF THE REGULAR BI-MONTHLY MEETING OF DIRECTORS  
OF THE WATER WORKS BOARD OF THE CITY OF BIRMINGHAM  
September 25, 2019**

The regular bi-monthly meeting of the directors of The Water Works Board of the City of Birmingham was held on Wednesday, September 25, 2019 at 11:32 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, Ronald A. Mims, Tommy Joe Alexander, George Munchus, William Muhammad, Brett King, Brenda Dickerson, and Sherry Lewis.

The meeting was also attended by: Michael Johnson, General Manager; Sonny Jones, and Derrick Murphy, Assistant General Managers; Grace Amison, Executive Assistant to the Board of Directors; Anitra Hendrix, Executive Assistant to the General Manager; George Anderson, Rick Jackson, Paul Lloyd, Jonathan Harris, Joyce Dupree, Steve Franks, Barry Williams, Terrell Jones, and Cherita King, Board Employees; K. Mark Parnell, Parnell Thompson, LLC; Kelvin Howard, Kelvin Howard, LLC; Andy Mitchell and Zac Simon, Agency 54; Brian Ruggs, ARCADIS; Matthew Arrington, Terminus Municipal Advisors; Walter Lewis, Piper Jaffrey; Yvonne Green Davis, Yvonne Green Davis, LLC; Theo Johnson, Volkert, Inc.; Peiffer Brandt, Raftelis Financial Consultants; Matt Adams, Raymond James; Juanita Jones and Michael Jones, Securities Capital Corp.; Rod Kanter, Bradley Arant; Bob Young, Frazer Lanier; Jeff Sandler, CE Associates; Bryce Holcomb, CitiGroup; Angela Hoskins, Studio 2H Design; Ken Simon, Ken Simon Law; Kim Baylor Bivins, Birmingham Construction Industry Authority; M. Jackson, J. P. Morgan; Nelda Thompkins; Priscilla Lowry.

Inasmuch as nine of the directors were present; Chairman Burbage declared a quorum in attendance.

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

Following, the General Manager asked the Board to adopt a resolution commending the Employees of the Month for September 2019, as set forth in agenda item 1. Cherita King, Board Employee, stated these employees were nominated for the great work they did as a team, which included four departments, in changing meters at consecutive systems on a yearlong project. On a motion duly made and seconded, the following resolutions were 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 Mr. George Munchus, that the Board hereby recognizes and commends Luther Austin, Trey Finch, Johnnie Mayfield, Kyle Sigman and Joshua Smith of the Operations and Technical Services Division; Jacky Atwell, Lance Carr, Charles Fultz, Geoffrey Goodwin, Billy Gullede, Brian Hicks, Brent McCoy, Charles McGee, Antwoine Miller, Duriel Mitchell, David Nelms, Jason Phillips, Charles Rogers, Ray Sloan, Donald Templeton and Jeffrey Wade of the Engineering and Maintenance Division; as the Employees of the Month for September 2019, on having achieved outstanding job performance, attendance, and work above expected levels;

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 and a copy presented to the employees named above.

Resolution No. 8157 is hereby adopted by unanimous vote.”

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Following, the General Manager asked the board to the following Directors' actual travel expenses for the 2019 Alabama Water Resources Conference and Symposium held September 4 - 6, 2019, in Orange Beach, AL, 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, pursuant to Resolution No. 7683 adopted by the Board of Directors on January 16, 2019, approval was given to attend the 2019 Alabama Water Resources Conference and Symposium scheduled September 4 - 6, 2019, in Orange Beach, Alabama; and

WHEREAS, in accordance with Act No. 2015-164, approval is requested for the following actual expenses relative to the above-referenced conference.

NOW, THEREFORE, BE IT RESOLVED, on a motion duly made by Mr. George Munchus and seconded by Dr. Brenda Dickerson, that the following board member(s) be reimbursed for his or her actual expenses pertaining to said conference as follows:

- George Munchus for total actual expenses including conference registration, lodging (room and tax only), business meals and business use of personal automobile in the amount of \$1,201.47 (as listed on the attached Itemized Travel and Business Expense Reimbursement).
- Butch Burbage for total actual expenses including conference registration, lodging (room and tax only), business meals and business use of personal automobile in the amount of \$1,258.76 (as listed on the attached Itemized Travel and Business Expense Reimbursement).
- Deborah Clark for total actual expenses including conference registration, lodging (room and tax only), business meals and business use of personal automobile in the amount of \$1,452.62 (as listed on the attached Itemized Travel and Business Expense Reimbursement).
- Tommy Alexander for total actual expenses including conference registration, lodging (room and tax only), business meals and business use of personal automobile in the amount of \$1,455.66 (as listed on the attached Itemized Travel and Business Expense Reimbursement).

- Ronald Mims for total actual expenses including conference, lodging (room and tax only), business meals, business use of personal automobile in the amount of \$1,503.72 (as listed on the attached Itemized Travel and Business Expense Reimbursement).
- William Muhammad for total actual expenses including conference, lodging (room and tax only), business meals, business use of personal automobile and other in the amount of \$1,510.88 (as listed on the attached Itemized Travel and Business Expense Reimbursement).

Resolution No. 8158 is hereby adopted by a roll call vote: Director Alexander, Yes; Director Clark, Yes; Director Dickerson, Yes; Director Burbage, Yes; Director Lewis, Yes; Director Munchus, Yes; and Director Muhammad, Yes; Director King, Yes; Director Mims, Abstained from voting on the item related to him.”

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Following, the General Manager asked the board to approve payments of invoices for professional services, as set forth in agenda items 3.1 through 3.3. The 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 Mr. George Munchus, and seconded by Mr. Ronald A. Mims, that the Board hereby authorizes staff to execute payment to the following:

- |     |   |                      |
|-----|---|----------------------|
| 3.1 | <u>Birmingham Construction Industry Authority</u><br>For professional services rendered during August 2019                      | \$ <u>2,000.00</u>   |
| 3.2 | <u>Cory Watson Attorneys</u><br>For professional services rendered for the period of June 28, 2019<br>through September 6, 2019 | \$ <u>13,900.20</u>  |
| 3.3 | <u>Parnell Thompson, LLC</u><br>For professional services rendered during August 2019   | \$ <u>103,758.10</u> |

Resolution No. 8159 is hereby adopted by unanimous vote.”

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Following, the General Manager asked the board to take bids on annual quantities of FM Static Flow Meters 2" to replenish stock in the Warehouse at an estimated out-of-pocket cost of \$1,400,400.00, as set forth in agenda item 4. On a motion duly made and seconded, the following resolutions were 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 authorizes staff to take bids on annual quantities of FM Static Flow Meters 2" to replenish stock in the Warehouse to be used throughout the distribution system,

as recommended by the Engineering and Maintenance Committee. Resolution No. 8160 is hereby adopted by unanimous vote.”

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Following, the General Manager asked the board to award bids on the following, as set forth in agenda items 5.1 through 5.3. Director Mims questioned what determines pickup and delivery on the Asphalt COLD mix. Assistant General Manager Murphy responded the need for the Asphalt COLD mix determines whether it is picked up or delivered. Director Dickerson questioned whether Electric Repair Service Company, Inc. was locally based, and Assistant General Manager Murphy 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. George Munchus, and seconded by Dr. Brenda Dickerson, that the Board hereby authorizes staff to award bids on the following:

- 5.1 Electrical Repair Service Company, Inc., the lowest responsible and responsive bidder, for a New 500HP Siemen AC Squirrel-Cage Induction Motor, at an estimated out-of-pocket cost to the Board of \$60,506.66, as recommended by the Engineering and Maintenance Committee.
- 5.2 Sirius Computer Solutions, the lowest responsible and responsive bidder, for providing twenty-four (24) specific model Lenovo laptops/docking stations and eight-nine (89) desktops, at an out-of-pocket cost to the Board of \$134,147.31, as recommended by the Engineering and Maintenance Committee.
- 5.3 To two (2) contractors to purchase Asphalt COLD Mix as follows, as recommended by the Engineering and Maintenance Committee:
  - Dunn Construction, the lowest responsible and responsive bidder, for Asphalt COLD Mix (Picked-Up), at an out-of-pocket cost to the Board of \$174,875.00.
  - Advanced Asphalt, the lowest responsible and responsive bidder, for Asphalt COLD Mix (Delivered), at an out-of-pocket cost to the Board of \$185,000.00.

Resolution No. 8161 is hereby adopted by unanimous vote.”

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Following, the General Manager asked the board to approve expenditures with HAAS Automation, Inc., a sole source provider, to purchase a VF-6/40 (VMC) Vertical Machining Center, 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 Mr. George Munchus, and seconded by Dr. Brenda Dickerson, that the Board hereby approves expenditures with HAAS Automation, Inc., a sole source provider, to

purchase a VF-6/40 (VMC) Vertical Machining Center, at an estimated out-of-pocket cost to the Board of \$169,210.00, as recommended by the Engineering and Maintenance Committee. Resolution No. 8162 is hereby adopted by unanimous vote.”

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Following, the General Manager asked the board to approve the 2018 Cost of Service Study Summary and Recommendations, dated September 18, 2019, as presented, and to approve the implementation of the changes included in the Cost of Service Study, as set forth in agenda item 7. On a motion duly made and seconded, the following resolution was adopted:

“WHEREAS, on December 22, 2003, The Water Works Board of the City of Birmingham (the “Board”) adopted Resolution No. 4166, which among other things established and approved the Board’s Rate Stabilization and Equalization (“RSE”) Procedures; and

WHEREAS, the RSE requires the Board to perform a Cost of Service (“COS”) study no less than every ten (10) years and,

WHEREAS, the last COS study was completed in 2011; and.

WHEREAS, since the adoption of the RSE, the Board has, from time to time, established and amended its various financial goals and targets (all of which are more fully set forth and described and are of record in the Board’s approved corporate minutes), all of which are considered when implementing the RSE; and

WHEREAS, the Board initiated a COS study in 2018; and;

WHEREAS, the Board’s rate consultant Raftelis Financial Consultants, Inc. (Raftelis) has completed the COS study in accordance with AWWA guidelines and has presented the results of the COS study to the Board; and,

WHEREAS, Raftelis has presented to the Board its 2018 Cost of Service Study Summary and Recommendations, dated September 18, 2019; and,

WHEREAS, the changes to the rates, particularly for residential customers, have been considered with respect to affordability challenges facing the Board much like many other water utilities across the country; and,

WHEREAS, Raftelis is recommending the establishment and adoption of a separate whole sale rate class; and,

WHEREAS, the COS study shows that there are increases needed in the raw water and fire protection rate classes; and.

WHEREAS, some of the entities that pay hydrant fees, have fiscal years that begin July 1 or October 1; and,

WHEREAS, Raftelis is recommending that the changes to the Board’s rates and fees as set forth in the 2018 COS study be phased in over three (3) years, beginning with calendar year 2020; and,

WHEREAS, since the actual rates for 2020 cannot be determined until the Board adopts its 2020 budgets, the 2018 COS study provides estimates as to the amount for each class of rates during the three (3) year phase in process; and,

WHEREAS, the Board desires to adopt the 2018 COS study as presented and to implement said changes as recommended by Raftelis.

NOW, THEREFORE, BE IT RESOLVED, by the Board on a motion made by Mr. Ronald A. Mims and seconded by Mr. George Munchus as follows:

1. The Board hereby adopts and implements the 2018 COS study that is attached hereto as Exhibit “A”.
2. That in accordance with the 2018 COS study, the various rate classes will be adjusted so as to be phased in over a three (3) years as set forth on Exhibit “B”. Since the actual rates for 2020 cannot be determined until the Board adopts its 2020 budgets, the rates set forth in Exhibit “B” are estimates as to the amount for each class of rates during the three (3) year phase in process.
3. That as recommended Raftelis in the 2018 COS study, there is hereby established a new wholesale rate class.

Resolution No. 8163 is hereby adopted by unanimous vote.”

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Following, the General Manager asked the board to approve a bond issuance team as recommended by the Finance Committee, and to authorize the team to work with the following, as set forth in agenda items 8.1 and 8.2. Director King requested a separate vote on these items. Chairman Burbage responded yes. Director Lewis questioned whether this bond team is the same team for the last bond deal. Chairman Burbage 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. Ronald A. Mims, and seconded by Mr. Brett A. King, that the Board approves a bond issuance team as recommended by the Finance Committee, and authorizes the team to work with:

- 8.1 Bond Issuance Team
  1. Terminus Municipal Advisors - Financial Advisor
  2. Parnell Thompson, LLC and Kelvin Howard, LLC – Issuers Counsel
  3. Raftelis - Financial Consultant and Rate Analyst
  4. Banks, Finley, White & Company- Revenue Certificate Provider as part of its Bond Issuance Team

Resolution No. 8164 is hereby adopted by unanimous vote.”

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Next, Director Alexander questioned how the percentage breakdowns were determined. The General Manager stated he and Matthew Arrington, Terminus Municipal Advisors, discussed the prior bond deals. Mr. Arrington stated after discussions with board members, it was determined most board members wanted Piper Jaffrey to lead the deal. He stated one parameter that was of concern to him that at least 45 percent of the deal went to the three co-managers. He indicated he and the General Manager tried to make the percentages even; however, the decision is left up to the board. Director Lewis questioned what prevents the minority firms from performing. Mr. Arrington responded he is not sure why they are not performing. He indicated these firms have to put in orders and in the last bond deal neither Frazer Lanier nor Securities Capital put in orders. Director Lewis stated the board wants to have minority participation and if there is something that is keeping them from performing, the board needs to be made aware of it. Chairman Burbage stated capitalization affects performance because a company has to have enough money to cover the bonds. Director Alexander stated he was not consulted on the percentages. Director King suggested the board members deal with the percentages and vote on the legal portion separately. A discussion then ensued. Mr. Arrington stated the percentages can be changed later. Director Alexander stated he is in agreement with the legal team, but he would look to postpone the decision on the percentages until all board members have met. Director Muhammad questioned how this would affect the debt service payments. Mr. Arrington responded he would not be able to answer that question until the bonds have been priced. Director King questioned why the percentages changed for Piper Jaffrey and Raymond James. Mr. Arrington stated this bond deal includes a six-member syndicate compared to the last bond deal which only had five. 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 Dr. Brenda Dickerson, that the Board approves a bond issuance team as recommended by the Finance Committee, and authorizes the team to work with:

- 8.2 The Board proposes to issue its Senior Water Revenue Refunding Bonds, Series 2019 (the “Series 2019 Bonds”) given certain parameters for the terms of the Series 2019 Bonds, including the requirement that the principal and interest to be paid on the Series 2019 Bonds shall be less than the amount paid on the Prior Bonds; that the maximum aggregate principal amount of the Series 2019 Bonds shall not exceed \$400,000,000; that the maximum interest shall not exceed 6.00% on the Series 2019 Bonds; that the minimum aggregate percentage savings on the refunded bonds exceeds 3% and the final maturity date for the Series 2019 Bonds shall not be later than December 1, 2045 (collectively, the “Parameters”)

Recommended Underwriting Syndicate with assigned Liabilities

| <u>Six-member Syndicate</u> | <u>Role</u> | <u>Liability%</u> |
|-----------------------------|-------------|-------------------|
| 1. Piper Jaffray            | Senior      | 50.00%            |
| 2. Raymond James            | Co-Manager  | 15.00%            |
| 3. Citi                     | Co-Manager  | 15.00%            |

|                       |            |              |
|-----------------------|------------|--------------|
| 4. JP Morgan          | Co-Manager | 15.00%       |
| 5. Frazer Lanier      | Co-Manager | 2.50%        |
| 6. Securities Capital | Co-Manager | <u>2.50%</u> |
|                       |            | 100.00%      |

Recommended Legal Team

1. Bond Counsel - Bradley Arant and Yvonne Green-Davis, P.C.
2. Disclosure Counsel - Sirote & Permutt and Ken Simon Law

Resolution No. 8165 is hereby adopted by Directors Burbage, Muhammad, Dickerson, Munchus, and Mims; Directors King, Clark, Lewis and Alexander voted No.”

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Following, the General Manager asked the board to ratify and approve a proposal to invest \$20 million with Citizens Trust Bank; and to authorize the General Manager and/or the Assistant General Manager to execute said proposal, as set forth in agenda item 9. Director King questioned where the money is located. The General Manager stated the money is in the BWWB account at Citizens Trust Bank and the money was transferred there on September 18, 2019 after the Finance Committee Meeting. On a motion duly made and seconded, the following resolution was adopted:

“WHEREAS, the Board of Directors of The Water Works Board of the City of Birmingham, a public corporation organized and existing under the laws of the State of Alabama (the “Corporation”), has designated CITIZENS TRUST BANK, Birmingham, Alabama, as a depository of the Corporation.

NOW, THEREFORE, BE IT RESOLVED, on a motion made by Mr. Ronald A. Mims and seconded by Mr. George Munchus, that CITIZENS TRUST BANK located in Birmingham, Alabama, (the “Bank”) is hereby confirmed as a depository of the Corporation and a twelve (12) month certificate of deposit account with an annual interest yield of 1.70% in an amount not to exceed \$20 million be opened and maintained on behalf of the Corporation with said Bank and that upon maturity said funds so deposited may be withdrawn by check, draft, note or order of the Corporation when signed by any two (2) of the following:

| <u>NAME</u>                   | <u>TITLE</u>              |
|-------------------------------|---------------------------|
| <u>Birmingham Water Works</u> |                           |
| Michael Johnson               | General Manager           |
| T. M. Jones                   | Assistant General Manager |
| Rosalind W. Jones             | Accounting Manager        |

whose signatures shall be duly certified to the Bank on signature cards, and Bank is hereby authorized to pay said checks, drafts, notes, orders or withdrawals, or to receive the same for credit of, or in payment for the payee, or any other legal holder when so signed, without inquiry as to the circumstances of the disposition of their proceeds, whether drawn to the individual order or tendered in payment of individual obligations of the officers or employees above named, or other officers of this corporation or otherwise.



FURTHER RESOLVED, that Michael Johnson, General Manager of the Water Works Board:

is authorized to execute a "Telephone Transfer Authorization" form, which will designate persons authorized to give telephone instructions to Bank to transfer said certificate of deposit funds at the Bank; and,

is authorized to enter into agreements with the Bank banking for collateral security services.

RESOLVED FURTHER, that this resolution shall continue in full force and effect until the Bank shall receive official notice in writing from this Corporation of the revocation thereof by a resolution duly adopted by the Board of Directors of this Corporation, and that the certification of the Secretary-Treasurer of this Corporation as to the signatures of the above named persons shall be binding on this Corporation.

RESOLVED FURTHER, that the form or forms of authorization to open said certificate of deposit and draw money therefrom on behalf of the Corporation required by CITIZENS TRUST BANK is hereby adopted; that any other resolution or corporate action required in order to open such certificate of deposit and draw money therefrom on behalf of the Corporation is hereby adopted; that the appropriate officers of the Corporation are hereby authorized and directed to certify the adoption of any such authorization and resolutions as if the language thereof were set in full in this resolution so long as the substance thereof is consistent with the objective of this resolution, and that copies of all authorizations and resolutions so certified be placed with this resolution and records of the Corporation.

Resolution No. 8166 is hereby adopted unanimous vote."

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Following, the General Manager asked the board to approve to discuss and to consider taking action by adopting a resolution creating and/or establishing the following two Board positions and their respective grade levels, as set forth in agenda item 10. Chairman Burbage stated the position of Board Administrator was posted at Grade 42 versus at Grade 45. He stated several applications have been received and nothing has been done with the applications. Director Dickerson stated the responsibility of minutes should not be the sole responsibility of these two positions. She stated other staff should be utilized to complete the minutes. She indicated the job descriptions for those two positions included the responsibility of the minutes, instead it should include that responsibility also falls upon the assistants to the Assistant General Managers. Director Clark questioned the General Manager what the purpose of was changing the job descriptions. The General Manager responded there was never the intent that drafting minutes would be the sole responsibility of those two positions. Paul Lloyd, Board Employee, stated language was added, per his communication with Chairman Burbage, that these two positions would be responsible for handling board minutes. Director Dickerson stated her recommendation is the minutes should be a shared process. Chairman Burbage questioned would the other assistants job descriptions need to be changed to include the responsibility for minutes. Mr. Lloyd stated those job descriptions currently include language regarding the minutes. Director Dickerson stated she would like to use POLIHIRE to help with the collection of the applications for these two positions. She stated POLIHIRE would be responsible for handling background checks. Director Munchus made a motion to use POLIHIRE and Director Mims seconded the motion. Chairman Burbage stated the

Human Resources Department has been collecting the applications. Director Dickerson stated the collection of applications would need to be taken out of the hands of Human Resources. Director Lewis stated there is some confusion regarding these two positions with Human Resources. She stated she does not understand why the salary survey was used for one of these positions when the board has not adopted the salary survey. Director Clark stated she feels the salary survey is being used selectively by Human Resources. Mr. Lloyd stated it was his understanding to make sure the position was market priced. He indicated the board would decide whether to use the recommended salary. He stated it was also his understanding to not leave the current position of Executive Assistant to the Board of Directors at its current grade. Director Lewis stated she was not asked to change the grade. Mr. Lloyd stated Chairman Burbage requested he pull market data. Director Lewis stated there was no discussion with the board to change the grade level. Director Dickerson stated she is not clear on how the salary survey was used regarding these two positions when it has not been approved by the board. A discussion then ensued. Director Munchus then stated he would like to amend his motion regarding POLIHIRE. Mark Parnell, Board Attorney, stated the motion could be amended to also include entering into an agreement with POLIHIRE. He stated a contract with POLIHIRE would need to be approved. He stated the resolution could also be brought up under New Business. He indicated under the by-laws the person responsible for keeping the minutes is the Secretary-Treasurer or designee. He indicated a resolution was passed by the board for the Executive Assistant to the Board of Directors to be the designee. He stated that resolution would need to be amended to include the other assistants to be responsible for the minutes. A discussion then ensued. Director Munchus then withdrew his amendment to the motion. Director Muhammad questioned whether the board would be voting to approve the grade levels for the two board positions and Chairman Burbage responded yes. Director King then requested a roll call vote. 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 made by Mr. George Munchus and seconded by Mr. Ronald A. Mims, as follows:

1. to assist the Board of Directors to more effectively and efficiently carry out its duties and responsibilities, the Board hereby creates and establishes the positions of: (1) Board Administrator and (2) Corporate Governance Specialist;
2. to authorize the General Manager to execute Personnel Action Request Forms (PARF) and submit to Human Resources creating and establishing said positions and grade levels, effective September 25, 2019;
3. said positions shall be at the following pay grade levels under the Board’s Salary Administration Plan: (1) Board Administrator – pay grade 45 and (2) Corporate Governance Specialist – pay grade 15; and the Board of Directors will determine and set salaries of the respective named positions in accordance with the Board’s Salary Administration Plan;
4. the Board hereby approves the attached respective job descriptions outlining said positions’ duties and responsibilities;
5. said positions shall work at the direction and the control of the Board of Directors and shall serve at the Board of Directors’ pleasure; and
6. the Board of Directors shall perform an annual evaluation of the persons in said positions in accordance with the Salary Administration Plan.

Resolution No. 8167 is hereby adopted by a roll call vote: Director Alexander, Yes; Director Clark, Yes; Director Dickerson, Yes; Director Burbage, No; Director Lewis, Yes; Director

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Munchus, Yes; and Director Muhammad, Yes; Director King, No; Director Mims, Yes.”

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Following, the General Manager asked the board to discuss New Business, as set forth in agenda item 11. Mr. Parnell stated the board could now vote on engaging POLIHIRE regarding the two board positions. Director Dickerson stated a motion could be made to engage POLIHIRE to receive the applications and resumes as outlined in their memorandum. Director Muhammad stated he feels engaging POLIHIRE would slow the process down. Director Lewis stated she feels it would speed up the process. Director Clark questioned when will the duties for the two positions will be addressed. Director Dickerson stated that would be a separate resolution. Mr. Parnell questioned whether these two board positions are responsible for minutes. Grace Amison, Board Employee, stated the Corporate Governance Specialist would be responsible for minutes and not the Board Administrator position. Mr. Parnell stated the resolution that appointed the designee for the Secretary-Treasurer would need to be amended at a later date. Ms. Amison stated she did not believe the board minutes are included in the job descriptions for the executive assistants, only committee minutes. Mr. Lloyd responded he would examine the job descriptions. Mr. Parnell stated if the job descriptions for the executive assistants needs to be modified, the General Manager could do that. 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. Ronald A. Mims, that the Board hereby enters into agreement with Polihire: 1) to post the Board Administrator – Grade Level 45 and the Corporate Governance Specialist – Grade Level 15 positions on BWWB ([www.BWWB.org](http://www.BWWB.org)) and Polihire websites ([www.polihire.com](http://www.polihire.com)); 2) to receive all applications/resumes to a unique email address; 3) to acknowledge all applicants; 4) to receive inquiries from applicants; and 5) to perform preliminary background checks (media and public records) up to three (3) final applicants, respectively for both positions, at a cost not to exceed \$5,500.00; authorizes the General Manager to execute said agreement. Resolution No. 8168 is hereby adopted by a roll call vote: Director Alexander, Yes; Director Clark, Yes; Director Dickerson, Yes; Director Burbage, Yes; Director Lewis, Yes; Director Munchus, Yes; and Director Muhammad, Yes; Director King, No; Director Mims, Yes.”

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Following, Chairman Burbage asked there was any other New Business to discuss. Assistant General Manager Sonny Jones stated staff is monitoring the drought situation. He stated in general, BWW is in good shape. He stated changes are being made in the system to take a little load off of Shades Mountain Filter Plant. Director Alexander questioned the water level at Lake Purdy. Mr. Jones stated Lake Purdy was at 67.5 percent, it is down 6.5 feet.

Next, Director Muhammad made a motion that no employee accused of a crime and profess their innocence shall be placed on unpaid administrative leave. Director Alexander stated he has a problem with this motion and indicated he is not in favor it. He stated he believes the employee should be placed on unpaid leave until a decision is made regarding their case. He then requested a roll call vote. Director Muhammad stated he feels this resolution will assist those who are innocent until proven guilty. 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 R. Muhammad, and seconded by Mr. George Munchus, that the Board hereby approves no employee accused of a crime and profess their innocence shall be placed on unpaid administrative leave. Resolution No. 8169 is hereby adopted by a roll call vote: Director Alexander, No; Director Clark, No; Director Dickerson, Yes; Director Burbage, No; Director Lewis, Abstain; Director Munchus, Yes; and Director Muhammad, Yes; Director King, No; Director Mims, Yes.”

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Next, the General Manager stated Assistant General Manager Sonny Jones has submitted his retirement. Director Dickerson stated under no circumstance should BWWB be using the salary survey at any time because it has not been approved; therefore, BWWB should not be changing any grade levels.

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 12:48 p.m.

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/s/  
William Burbage, Jr.  
Chairman/President

Attest:

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/s/  
Ronald A. Mims  
Secretary-Treasurer