

**MINUTES OF THE REGULAR BI-MONTHLY MEETING OF DIRECTORS
OF THE WATER WORKS BOARD OF THE CITY OF BIRMINGHAM
May 24, 2023**

A regular meeting of the directors of The Water Works Board of the City of Birmingham was held on Wednesday, May 24, 2023, at 11:30 a.m.

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

Others present were: Michael Johnson, General Manager; Iris Fisher, and Derrick Murphy, Assistant General Managers; Cynthia Williams, Board Administrator; Anitra Clark, Corporate Governance Specialist; Michelle Cox, Executive Assistant to the General Manager; Rick Jackson, Jeff Wade, Charles McGee, Rosalind Jones, Colandus Mason, Jeremy Ervin, David Walker, Marsha Walker, Drusilla Hudson, Paul Lloyd, and Barry Williams, BWWB Employees; K. Mark Parnell, Parnell Thompson, LLC; Byron Perkins, Perkins Law, LLC; Kelvin Howard, Kelvin W. Howard, LLC; Tiffanie Agee, Agee Law, LLC; Michael Bell, Birmingham Construction Industry Authority; Kessia Crenshaw, State of Alabama Attorney General’s Office; Jeff Drew, Alexander Insurance Agency; Theo Johnson, Jacobs; Mr. Tucker, WBRC; Dean Ford, Luminary; Toby Cortz, CBS42; Iva Williams, Our 360 News; Heather Gann and Roy Johnson, AL.com; Magdela Louissant, WVTM; Phillip Moultrie, Valent Group; Lindsey McAdory, Brian Gunn, and Hailey Yeager, CBG Strategies; Ray Arnold, Amersco; Kirk Mills, Kimley-Horn; Chaundra Abesingha, CE Associates; and Bill Todd, O2 Ideas.

Chairwoman Huffman declared a quorum in attendance.

Chairwoman Huffman called the meeting to order at 11:30 a.m. and Assistant General Manager Iris Fisher opened with prayer.

Following, Chairwoman Huffman asked the Board to approve the agenda. The General Manager requested the Board add an item to the agenda regarding a surviving spouse. On a motion duly made and seconded, 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. George Munchus, that the Board hereby approves the agenda for the May 24, 2023 Regular Board of Directors’ Meeting and a request to the Board to add an item to the agenda regarding a surviving spouse. Resolution No. 9331 is hereby adopted by unanimous vote.”

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Following, Chairwoman Huffman asked to hear Reports of Committee. As there were no reports, the General Manager stated the upcoming Human Resources Committee meeting would be held directly following the Board meeting, a Regular Board of Directors’ Meeting will be held Wednesday, June 7, 2023, an Engineering and Maintenance Committee Meeting will be held Wednesday, June 7, 2023, immediately after the Board Meeting, and a Regular Board of Directors’ Meeting will be held Monday, June 26, 2023. Chairwoman Huffman stated a Communications Committee Meeting, and a Board retreat needs to be scheduled as well.

Following, Chairwoman Huffman asked to hear Reports of Officers. Director Blankenship offered an apology to the General Manager, Assistant General Manager Iris Fisher, and the entire accounting team regarding statements that he made at a previous Board meeting. He indicated he trusts the work they do. Next,

Colandrus Mason, Information Technology Manager, gave a presentation on the Voice Over Internet Protocol Phone Services (VoIP). Mr. Mason gave an overview of BWWB's current phone system and mentioned the IT Department had performed several upgrades. Mr. Mason recommended upgrading to the cloud-based phone system. He stated the features the VoIP offers include scheduled call back and support around the clock, year-round. He stated six vendors responded to the bid. Mr. Mason gave an overview of each vendor and what they offer. He recommended RingCentral as the vendor of choice. He stated RingCentral offers 28 data centers, custom SAP integration, and technical support for the phone system. Mr. Mason also stated that there would be a 16 to 20-week implementation and it would be broken down by departments. Director NeSmith questioned if the IT Department had been to any of the RingCentral facilities. Mr. Mason responded the IT Department had not been to any of the facilities; however, he did meet with each of the six vendors to discuss each of their phone systems. Mr. Mason also stated the IT Department will be making a trip to one of the RingCentral facilities once the proposal is approved. Director Blankenship left the meeting at 11:49 a.m. Assistant General Manager Fisher questioned if references were received for RingCentral. Mr. Mason responded he did receive references from three vendors, and each of the 3 vendors were satisfied with RingCentral. Director NeSmith questioned Mr. Mason if a cost comparison was done regarding what BWWB pays for the current phone system versus the cost associated with RingCentral. Mr. Mason responded yes; a cost comparison was done. He also stated BWWB's current phone system costs are \$137,496.00 per year, and the costs for the RingCentral phone system would be \$167,700.00 per year, a proposed increase cost of \$2,500.00 a month. Director NeSmith then questioned if the BWWB would have to replace all of its phones. Mr. Mason responded yes, the new phones are included in RingCentral's proposal, and the phones would belong to the BWWB. Director Ward questioned if BWWB owns its current phones. Director Blankenship returned to the meeting at 11:51 a.m. Mr. Mason responded yes, and stated he would contact BWWB's current phone vendor to see if they participate in a buy-back program. Director NeSmith then questioned after the term of the contract with RingCentral ends, does BWWB keep the phones. Mr. Mason responded BWWB would own the phones, and the recommendation is for a 3-year contract. Director NeSmith questioned if the phone system goes down does that affect internet services. Mr. Mason stated BWWB currently has one internet circuit with AT&T and is in the process of implementing a second internet circuit with Spectrum. Mr. Mason indicated the goal is to utilize the AT&T internet circuit on one side of the BWWB building and use the Spectrum internet circuit on the other. Director Ward stated BWWB is planning on spending a lot of money with RingCentral and believes the Board should know more regarding the company. Director Munchus questioned Mr. Mason if the BWWB uses 7 third-party services, and whether these services would no longer be needed. Mr. Mason responded the BWWB does use third-party services; however, the service would not be needed after utilizing RingCentral. Directors Ward and Munchus both agreed that a credit report and vetting of RingCentral is needed. Director Munchus questioned if the RingCentral proposal should be added to the agenda and voted on by the Board today or go through the Engineering and Maintenance Committee. Mr. Mason stated this presentation is for informational purposes. Assistant General Manager Fisher stated she works with the General Manager and Board Attorney Mark Parnell, on items that are of significant cost and presents those items to the Board and/or Committee first as a presentation for an opportunity to ask any questions or feedback. She also stated she is proposing this item go before the Communications Committee before Board approval.

Next, Assistant General Manager Derrick Murphy presented the Engineering and Maintenance Division Report. Assistant General Manager Murphy gave an overview of the Capital Budget. He stated the Fish & Wildlife approval timeframe is November or December 2023. Assistant General Manager Murphy also stated the Carson Loop Project is doing well and the Engineering and Maintenance Department is close to completing the construction at Shades Mountain Filter Plant. He stated there is 230 miles of pipe in the service area that is over 100 years old. Director Ward questioned whether this pipe is located mainly in the City of Birmingham. Assistant General Manager Murphy responded that most of the aged infrastructure is in the City of Birmingham. Assistant General Manager Murphy gave an overview of the system and highlighted various projects. He then gave an overview of the Carson Loop project. He stated there was a public hearing regarding the project that was very successful. Assistant General Manager Murphy mentioned he had a consultation with Fish and Wildlife and stated the steel required for the bridge is scheduled to be fabricated and completed by

November 2023. Assistant General Manager Murphy also stated independent consultants have been hired to provide routine inspection services for erosion control and material testing during the construction phase. Director Ward expressed his gratitude for the information presented and stated BWWB can communicate better with its customers to avoid any confusion.

Subsequently, the General Manager stated the Bill Better Campaign includes emphasis on investing in BWWB's infrastructure and is an important piece of communication and engagement. The General Manager then stated the Bill Better Campaign is staff's commitment to the Board and improving interaction with BWWB customers. He also stated a survey is on the BWWB website and has already received several comments. The General Manager mentioned BWWB will use comments from its customers to improve how it handles its customers regarding accurate and timely billing. He stated BWWB wants to continue to hear from its customers and customers can take the survey at www.bwwb.org/billbetter.

Next, Chairwoman Huffman asked Board Administrator Cynthia Williams how many Directors had signed the Self-Governing Policy. Ms. Williams responded seven of the Directors had signed the Self-Governing Policy. Chairwoman Huffman questioned which of the seven Directors signed the policy. Ms. Williams responded Directors Taylor, Ward, Burbage, Huffman, Mims, NeSmith and Henderson signed the policy. Chairwoman Huffman then questioned which Board members had not signed. Ms. Williams responded Directors Munchus and Blankenship had not signed. Chairwoman Huffman stated the Directors were given 30 days to sign the policy and questioned if any of the Board members would like to provide a comment. Director Munchus stated he didn't have a comment at this time and that he would email Chairwoman Huffman.

Following, the Board moved to the first item on the agenda, Request Board to approve payment of the following invoices. Director Mims questioned if the General Manager had reviewed the invoices, and the General 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 Mims, and seconded by Mr. George Munchus, that the Board hereby authorizes staff to execute payments to the following:

- 1.1 Dominick Feld Hyde, P.C. for the following:
 - 1.1.1 For professional services related to the Pension Plan rendered April 1, 2023 through April 30, 2023 in the amount of \$90.00.
 - 1.1.2 For professional services related to Other Post Employee Benefit Plans rendered April 1, 2023 through April 30, 2023 in the amount of \$1,988.00.
- 1.2 Pat Lynch & Associates for professional services rendered April 2023 in the amount of \$10,000.00.
- 1.3 Raftelis Financial Consultants, Inc., for the following:
 - 1.3.1 For professional services rendered March 2023 related to the WIFIA Loan in the amount of \$3,680.00.
 - 1.3.2 For professional services rendered March 2023 related to Consolidated Invoices in the amount of \$16,071.25.
- 1.4 Kelvin W. Howard, LLC for professional services rendered April 2023 in the amount of \$22,387.02.
- 1.5 Birmingham Construction Industry Authority for professional services rendered April 2023 in the amount of \$25,000.00.

- 1.6 Parnell Thompson, LLC for professional services rendered April 2023 in the amount of \$56,520.00.
- 1.7 Arcadis U.S., Inc. for professional services rendered February 2023 in the amount of \$454,301.86.

Resolution No. 9332 is hereby adopted by Directors Huffman, Blankenship, Munchus, NeSmith, Ward, Burbage, and Henderson; and Director Mims voted No.”

Following, the Board moved to the second item on the agenda, Request Board to award bids to the following. Director Munchus questioned the General Manager whether T.H. Lawn Service has performed work for the Board before, and the General Manager responded yes. Director Mims requested samples of equipment be presented at the next Board of Director’s meeting. 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. Ronald Mims, that the Board hereby authorizes staff to award bids to the following.

- 2.1 T.H. Lawn Service, the lowest responsible and responsive bidder, for Lawn Maintenance located at three (3) filter plants, Western, Carson, and Putnam, at an estimated out-of-pocket cost to the Board of \$93,000.00; and authorizes the General Manager and /or the Assistant General Manager to execute the agreement, as recommend by the Engineering and Maintenance Committee.
- 2.2 Mueller Company, LLC, the lowest responsible and responsive bidder, for estimated quantities of Fire Hydrants (Annual), at an estimated out-of-pocket cost to the Board of \$306,940.38; and authorizes the General Manager and /or the Assistant General Manager to execute said contract, as recommended by the Engineering and Maintenance Committee.
- 2.3 Mueller Company, LLC, the lowest responsible and responsive bidder, for Resilient Seated Gate Valves (Annual) - AIS (American Iron and Steel), at an out-of-pocket cost to the Board of \$639,322.69; and authorizes the General Manager and/or the Assistant General Manager to execute a signed agreement, as recommended by the Engineering and Maintenance Committee.

Resolution No. 9333 is hereby adopted by unanimous vote.”

Following, the Board moved to the third item on the agenda, Request Board to exercise its bid option to extend a 12-month contract with MAC Uniforms, the lowest responsible and responsive bidder, to provide estimated annual quantities of Uniforms for BWWB’s field employees, per bid awarded May 1, 2022, at an estimated out-of-pocket cost to the Board of \$67,031.50; and to authorize the General Manager and/or the Assistant General Manager to execute said document, as recommended by the Engineering & Maintenance 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. Larry Ward, that the Board hereby authorizes staff to exercise its bid option to extend a 12-month contract with MAC Uniforms, the lowest responsible and

responsive bidder, to provide estimated annual quantities of Uniforms for BWWB’s field employees, per bid awarded May 1, 2022, at an estimated out-of-pocket cost to the Board of \$67,031.50; and authorizes the General Manager and/or the Assistant General Manager to execute said document, as recommended by the Engineering & Maintenance Committee. Resolution No. 9334 is hereby adopted unanimous vote.”

Following, the Board moved to the fourth item on the agenda, Request Board to approve a new Leak Adjustment Policy. A copy of the Leak Adjustment Policy is on file in Diligent. Director Munchus questioned if this policy would be retroactive back to January 2023 and the General Manager responded no. Director Munchus then questioned is there a reason for commercial customers being treated differently than residential customers. The General Manager responded BWWB commercial customers are in a better position than residential customers, and residential customers are more impacted than our commercial customers. The new Leak Adjustment Policy is in Diligent. 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. Larry Ward, and seconded by Mr. George Munchus, that the Board hereby approves a new Leak Adjustment Policy. Resolution No. 9335 is hereby adopted by unanimous vote.”

Following the Board moved to the fifth item on the agenda, Request Board to approve payment of an agreement with Raftelis Financial Consultants, Inc., to update the billing cost allocation model and to assist the Board with contract negotiations with Jefferson County, at a total out-of-pocket cost to the Board of \$31,750.00, as recommended by the Finance Committee. Director Munchus questioned if Jefferson County would pay Director Ward. The General Manager said no, not on this piece of the contract this was additional work that had to be done. He stated on the original invoice was a little over \$41,000.00 and Raftless will pay half of that invoice. The General Manager then stated the BWWB got to the point we needed our own representation. 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. Larry Ward, and seconded by Mr. George Munchus, that the Board hereby approves payment of an agreement with Raftelis Financial Consultants, Inc., to update the billing cost allocation model and to assist the Board with contract negotiations with Jefferson County, at a total out-of-pocket cost to the Board of \$31,750.00, as recommended by the Finance Committee. Resolution No. 9336 is hereby adopted by unanimous vote.”

Following the Board moved to the sixth item on the agenda, Request Board to approve expenditures with Stryker Sales, LLC (DBA-Cardiac Solutions) for the purchase of forty (40) Automatic External Defibrillators (A.E.D.s) and their associated warranty services, at an estimated out-of-pocket cost to the Board of \$89,029.20, as recommended by the Engineering and Maintenance 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. Ronald Mims, that the Board hereby approves expenditures with Stryker Sales, LLC (DBA-Cardiac Solutions) for the purchase of forty (40) Automatic External Defibrillators (A.E.D.s) and their associated warranty services, at an estimated out-of-pocket cost to

the Board of \$89,029.20, as recommended by the Engineering and Maintenance Committee. Resolution No. 9337 is hereby adopted by unanimous vote.”

Following the Board moved the seventh item on the agenda, Request Board to consider and approve a resolution of support for Senate Bill 284, which would establish a Dam Safety Program for the State of Alabama. Director Munchus questioned if this was different than what was submitted by the Senate, the General Manager responded yes. The General Manager also stated the iteration in the Board of Directors’ book for the May 24, 2023, had significant changes to the Senate Bill. Director Munchus then questioned the General Manager if the changes were averse to what the General Manager and Mr. Parnell feel is important. The General Manager responded yes and explained further that the Bill has changed significantly. The General Manager mentioned that an email had been sent to Senator Chambliss summarizing the approach the BWWB would like to take in working with the Senator. The General Manager stated the Board supports dam safety as part of the Board’s strategic plan. He also mentioned the BWWB would like to help craft the legislation regarding the Dam Safety Program. Charwoman Huffman asked if Assistant General Manager Murphy had anything to add. Mr. Murphy responded no, not at this time. 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. Larry Ward, and seconded by Mr. George Munchus, that the Board hereby supports the concept of a Dam Safety Program as generally outlined in Senate Bill 284. Resolution No. 9338 is hereby adopted by unanimous vote.”

Following the Board moved to the eighth item on the agenda, Request Board to adopt a resolution authorizing surviving monthly 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 June 1, 2023, for Ms. Aesha E. Kegler, the surviving spouse of retiree Torrance R. Kegler. On a motion duly made and seconded, the following resolution was adopted:

“WHEREAS, Torrance R. Kegler, a retiree of The Water Works Board of the City of Birmingham (“The Board”), passed away on May 16, 2023; and

WHEREAS, Torrance R. Kegler was receiving, up until the time of May 16, 2023 death, monthly retirement benefits from the Board’s Retirement Trust Fund in the amount of \$1,237.84, and under the terms of the Board’s Retirement Plan, Aesha E. Kegler spouse is now entitled to receive 50% of that monthly benefit until such time as Aesha E. Kegler either remarries or passes away; and

WHEREAS, the surviving spouse, Aesha E. Kegler will begin receiving pension surviving spouse monthly benefit of \$618.92, effective June 1, 2023.

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 Director Mims and seconded by Director NeSmith, that the Trustee be, and is hereby instructed to pay a pension of \$618.92 per month and from the Board’s Retirement Trust Fund, in accordance with the terms of the Trustee Pension Plan, with the payment to be effective June 1, 2023.

Resolution No. 9339 is hereby adopted by unanimous vote.”

Next, Director Blankenship made a motion to adjourn the meeting and Director Ward seconded the motion. On a motion duly made and seconded, the motion was approved, and the meeting was adjourned at 12:27 p.m.

_____/s/
Tereshia Q. Huffman
Chairwoman

Attest:

_____/s/
Raymond L. Ward
Secretary-Treasurer