

**MINUTES OF THE REGULAR BI-MONTHLY MEETING OF DIRECTORS  
OF THE WATER WORKS BOARD OF THE CITY OF BIRMINGHAM  
December 11, 2015**

The regular bi-monthly meeting of the directors of The Water Works Board of the City of Birmingham was held on Friday, December 11, 2015, at 9:00 a.m., in the principal office of the Board, 3600 First Avenue North, Birmingham, Alabama.

The following Directors were present: Ronald A. Mims, Kevin B. McKie, Ann D. Florie, George Munchus and Sherry W. Lewis.

Inasmuch as all of the Directors were present, Chairman Mims declared a quorum in attendance.

The meeting was also attended by: Mac Underwood, General Manager, Michael Johnson, and Darryl Jones, Assistant General Managers; Grace Amison, Executive Assistant to the Board of Directors; Cynthia Williams, Paul Lloyd, Joyce DuPree, Iris Fisher, George Anderson, Ben Sorrell, Luther Austin, Robert Lang, Jeff Cochran, Derrick Maye, Lorenzo Clay and Stephen Franks, Board Employees; Charlie Waldrep, K. Mark Parnell, Mary Thompson, Kelvin Howard, Charlie Waldrep and J.J. Johnson, Waldrep, Stewart & Kendrick; G. Courtney French, Mike Petway and Samuel Ford, Fuston, Petway & French, LLP; Jerry Jones, ARCADIS; Dan Meadows, S.S. Nesbitt & Company, Dr. Jesse Lewis and Dorian Kendrick, The Lewis Group; Theo Johnson and Kirk Mills, Volkert, Inc.; David Merrida, BCIA; Chandra Abesingh, CE Associates; Chris Woods, Woods Contracting; Rodney Givens, Jackson and Tull; Tony Jones, Jones Group; Patrick Sellers, Transit Authority; Kent Faulk, The Birmingham News; Courtney Hunter, Nikke Wiggins, Brandon McCray and Frank Matthews, citizens.

Chairman Mims called the meeting to order at 9:00 a.m. and prayer was offered by AGM Darryl Jones.

The General Manager informed the meeting body that AGM Sonny Jones was absent today due to a preapproved matter.

The General Manager proceeded with the business of the Board, and he asked the Board to amend the agenda relative to items 9 and 11, as set forth in the agenda. Subsequently, a motion was made and seconded to amend the agenda and 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. Kevin B. McKie, that the Board hereby approves and authorizes the General Manager to amend the agenda as follows:

1. To remove STRADA from agenda item 9 and insert Volkert, Inc.
2. To table agenda item 11 – relative to approving an agreement with Tom Larkin to provide legal services from December 11, 2015 to December 10, 2016 at a monthly fee of \$2,000.00 per month.

Resolution No. 7044 is hereby adopted by unanimous vote.”

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Next, the General Manager proceeded with the agenda as the first item was to discuss old business. The Board was asked to ratify a resolution expressing condolences in the death of employee Jeffrey DeRieux, Maintenance Mechanic, II, Electrical and Mechanical Department. Mr. DeRieux was employed for 11 years and 6 months at the Water Works Board. General Manager Underwood

commented that a resolution was presented to Mr. DeRieux’s family on Friday, December 4, 2015. General Manager. Underwood indicated that staff recommends approval of said item. Subsequently, a motion was made and seconded and the following resolution was adopted:

“WHEREAS, Jeffrey DeRieux passed away on Monday, November 30, 2015, wherein The Water Works Board of the City of Birmingham (hereinafter known as the “Board”) mourns the death of Jeffrey DeRieux; and

WHEREAS, Jeffrey DeRieux had been a dedicated and valued employee of the Board since May 4, 2004; and

WHEREAS, This Board wishes to pause from its Board of Directors’ Meeting on Friday, December 11, 2015, to convey its respect and deepest sympathy to the family, friends and co-workers of Jeffrey DeRieux; and

NOW, THEREFORE, BE IT RESOLVED, that The Water Works Board of the City of Birmingham does hereby perpetuate the memory of Jeffrey DeRieux, who was a Maintenance Mechanic II in the Electrical and Mechanical Department of the Engineering and Maintenance Division, and hereby expresses its condolences to his family, friends, and co-workers.

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 that a copy be presented to the DeRieux family.

Resolution No. 7045 is hereby adopted by unanimous vote.”

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Following, Director Munchus stated that he had some old business to address as he distributed an article from the Birmingham News. A copy of the article is on file in Diligent Boardbooks. Director Munchus voiced concern regarding language written in said article relative to rate increases. Director Munchus stated that he would like for citizens to receive factual information relative to the rate increases. Director Munchus also inquired of the whereabouts of employee Rick Jackson. He stated that in the past, Mr. Jackson was the person to address such Public Relations (PR) issues. Director Munchus asked Mr. Underwood if he was the contact person for PR issues. The General Manager responded that the author (John Archibald) of the referenced news article provided his opinion in the article based on information he received. He commented that during the Public Hearing held November 12, 2015, Senior Management provided facts to the meeting body related to the budget along with justification for rate increases. The General Manager informed the meeting body that Mr. Jackson is currently working in Customer Service. He stated that he and the AGM’s along with Dr. Jesse Lewis are handling PR issues. He added that Dr. Lewis and he would respond to the editorial via a Press Release which was drafted during budget time. Director Munchus asked management to ensure that Mr. Tom Bates with The Birmingham News receive a copy of the referenced press release as well.

Next, the General Manager proceeded with the agenda as he asked the Board to approve minutes of the Special Board of Directors’ Meeting held October 6, 2015 and a Regular Board of Directors’ Meeting held October 16, 2015, as noted on agenda item 2. Mr. Underwood commented that staff recommends approval of said item. Subsequently, a motion was made and seconded and 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. Kevin B. McKie and seconded by Mr. George Munchus that the Board hereby approves minutes of the following: Special Board of Directors’ Meeting held October 6, 2015; and

Regular Board of Directors' Meeting held October 16, 2015. Resolution No. 7046 is hereby adopted by unanimous vote.”

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Next, the General Manager asked the Board to approve payments of invoices for professional services, as set forth in agenda items 3.1 through 3.6. Mr. Underwood indicated that management has reviewed said invoices and recommends approval. Subsequently, a motion was made and seconded and 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. Kevin B. McKie, that the Board hereby authorizes staff to execute payments to the following:

- 3.1 Carl Dalton NeSmith Jr., LLC  
For retainer for December 2015 \$ 500.00
- 3.2 Dominick Feld Hyde, P.C.  
For professional services rendered for work performed  
November 12, 2015 \$ 1,096.20
- 3.3 Volkert, Inc.  
For professional services rendered for November 2015 \$ 2,040.00
- 3.4 Terminus Municipal Advisors, LLC  
For professional services rendered for November 2015 \$ 6,500.00
- 3.5 Fine Geddie & Associates, LLC  
For professional services rendered for December 2015 \$ 10,000.00
- 3.6 ARCADIS U.S., Inc.  
For professional services rendered per October 2015  
Progress Report (October 2015) \$ 599,525.41

Resolution No.7047 is hereby adopted by unanimous vote.”

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Following, the Board was asked to adopt resolutions authorizing monthly retirement benefits and commending those employees for their years of services as set forth in agenda items 4.1 through 4.3. The General Manager commented that staff recommends approval of said items. On a motion duly made and seconded the following resolutions were adopted:

“WHEREAS, Cary Prather, an employee of The Water Works Board of the City of Birmingham ("the Board"), is retiring, effective January 1, 2016, at an age of 63; and

WHEREAS, Cary Prather has 28 years and 3 months of continuous service with the Board at his retirement date, and, in accordance with the terms of the Trusteed Pension Plan, Mr. Prather is entitled to receive a monthly Retirement payment from the Board’s Retirement Trust Fund in the amount of \$6,255.05; and

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 Ms. Ann D. Florie and seconded by Mr. George Munchus, that the Trustee be, and is hereby instructed to pay monthly benefit payments of \$6,255.05 to Mr. Prather, beginning January 1, 2016, from the Board's Retirement Trust Fund, in accordance with the terms of the Pension Plan. Resolution No. 7048 is hereby adopted by unanimous vote."

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"WHEREAS, Cary Prather, an employee of The Water Works Board of the City of Birmingham, is retiring, effective January 1, 2016, after 28 years and 3 months of service with the Board; and

WHEREAS, management has informed the Board of Cary Prather's efficiency, reliability, and loyal service which contributed to the effective operation and growth of The Water Works Board of the City of Birmingham; and

WHEREAS, Cary Prather, leaves behind a record which deserves a sincere word of gratitude for a job well done; and the Board does hereby express its best wishes for many happy years ahead.

NOW, THEREFORE, BE IT RESOLVED, By the Board of Directors of the Water Works Board of the City of Birmingham, Cary Prather is hereby commended for his efficiency, reliability, and loyal service to the Board.

BE IT FURTHER RESOLVED, that in recognition of Cary Prather's services to the Board, a copy of this resolution be spread upon the minutes of The Water Works Board of the City of Birmingham and an official resolution presented to Mr. Prather." Resolution No. 7049 is hereby adopted by unanimous vote."

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"WHEREAS, Gregory Singleton, an employee of The Water Works Board of the City of Birmingham ("the Board"), is retiring, effective January 1, 2016, at an age of 51; and

WHEREAS, Gregory Singleton has 30 years of continuous service with the Board at his retirement date, and, in accordance with the terms of the Trusteed Pension Plan, Mr. Singleton is entitled to receive a monthly Retirement payment from the Board's Retirement Trust Fund in the amount of \$5,582.50; and

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 Ms. Ann D. Florie and seconded by Mr. George Munchus, that the Trustee be, and is hereby instructed to pay monthly benefit payments of \$5,582.50 to Mr. Singleton, beginning January 1, 2016, from the Board's Retirement Trust Fund, in accordance with the terms of the Pension Plan. Resolution No. 7050 is hereby adopted by unanimous vote."

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"WHEREAS, Gregory Singleton, an employee of The Water Works Board of the City of Birmingham, is retiring, effective January 1, 2016, after 30 years of service with the Board; and

WHEREAS, management has informed the Board of Gregory Singleton's efficiency, reliability, and loyal service which contributed to the effective operation and growth of The Water Works Board of the City of Birmingham; and

WHEREAS, Gregory Singleton, leaves behind a record which deserves a sincere word of gratitude for a job well done; and the Board does hereby express its best wishes for many happy years ahead.

NOW, THEREFORE, BE IT RESOLVED, By the Board of Directors of the Water Works Board of the City of Birmingham, Gregory Singleton is hereby commended for his efficiency, reliability, and loyal service to the Board.

BE IT FURTHER RESOLVED, that in recognition of Gregory Singleton's services to the Board, a copy of this resolution be spread upon the minutes of The Water Works Board of the City of Birmingham and an official resolution presented to Mr. Singleton. Resolution No. 7051 is hereby adopted by unanimous vote."

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"WHEREAS, Melvin Jefferson, an employee of The Water Works Board of the City of Birmingham ("the Board"), is retiring, effective January 1, 2016, at an age of 62; and

WHEREAS, Melvin Jefferson has 12 years and 4 months of continuous service with the Board at his retirement date, and, in accordance with the terms of the Trusteed Pension Plan, Mr. Jefferson is entitled to receive a monthly Retirement payment from the Board's Retirement Trust Fund in the amount of \$1,375.91; and

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 Ms. Ann D. Florie and seconded by Mr. George Munchus, that the Trustee be, and is hereby instructed to pay monthly benefit payments of \$1,375.91 to Mr. Jefferson, beginning January 1, 2016, from the Board's Retirement Trust Fund, in accordance with the terms of the Pension Plan. Resolution No.7052 is hereby adopted by unanimous vote."

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"WHEREAS, Melvin Jefferson, an employee of The Water Works Board of the City of Birmingham, is retiring, effective January 1, 2016, after 12 years and 4 months of service with the Board; and

WHEREAS, management has informed the Board of Melvin Jefferson's efficiency, reliability, and loyal service which contributed to the effective operation and growth of The Water Works Board of the City of Birmingham; and

WHEREAS, Melvin Jefferson, leaves behind a record which deserves a sincere word of gratitude for a job well done; and the Board does hereby express its best wishes for many happy years ahead.

NOW, THEREFORE, BE IT RESOLVED, By the Board of Directors of the Water Works Board of the City of Birmingham, Melvin Jefferson is hereby commended for his efficiency, reliability, and loyal service to the Board.

BE IT FURTHER RESOLVED, that in recognition of Melvin Jefferson's services to the Board, a copy of this resolution be spread upon the minutes of The Water Works Board of the City of Birmingham and an official resolution presented to Mr. Jefferson. Resolution No.7053 is hereby adopted by unanimous vote."

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Next, the General Manager asked the Board to authorize staff to award bids to the lowest responsible and responsive bidders, as set forth in agenda items 5.1 through 5.3. The General Manager pointed out that relative to item 5.2, he indicated the Board's larger vehicles require specific truck bodies.

Director Lewis voiced concern regarding said item. She asked if the items referenced in item 2 could be purchased from the State's Bid List. The General Manager responded that the referenced bid list is utilized when possible. The truck bodies in item 5.2 are specifically designed to fit the larger Board vehicles. Director Florie voiced concern relative to there being only one (1) bidder. The General Manager pointed out that the bid specifications are placed on the BWWB's Website and also placed in the newspapers when required. AGM Darryl Jones added that in the past Fontaine Trucking Company was a responder; however, since that time, they have closed some of their local facilities. Mr. Travis was recognized for comments and he stated that Knapheide Truck Equipment is on the State's Bid list and they have been the only bidder to respond for a number of years. Director Lewis voiced concern regarding item 5.3. She asked where was staff in developing a backfill product that was stated to be more cost effective. The General Manager responded that the entire flowable backfill slurry process would not be cost effective. He stated that AGM Sonny Jones could provide detailed information to the Board once he returns to the office. After discussion, General Manager Underwood stated that staff recommends approval of items 5.1 through 5.3. Subsequently, a motion was made and seconded and 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. Kevin B. McKie, that the Board hereby authorizes staff to award bids to:

- 5.1 Teledyne Tekmar, the lowest responsible and responsive bidder, for two (2) purge/trap and auto sampler units, at an estimated out-of-pocket cost to the Board of \$93,248.68.
- 5.2 Knapheide Truck Equipment, the lowest responsible and responsive bidder, for purchasing and installation of actual quantities of truck bodies for ten (10) Board vehicles – three (3) vehicles (Bid #7); three vehicles (Bid #8); one (1) vehicle (Bid #9); one (1) vehicle (Bid #10) and two (2) vehicles (Bid #11), at a total out-of-pocket cost to the Board of \$101,511.00..
- 5.3 Wade Sand and Gravel, the lowest responsible and responsive bidder, for estimated annual quantities of crushed limestone-backfill materials, at an estimated out-of-pocket cost to the Board of \$554,613.00.

Resolution No. 7054 is hereby adopted by unanimous vote."

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Following, the General Manager asked the Board to approve expenditures with Burnett Lime Company, a sole source provider, as set forth in agenda item 6.

Subsequently, Director Lewis inquired of the difference between lime slurry referenced in item 6 and limestone referenced in item 5.3. AGM Darryl Jones responded that the limestone in item 5.2 refers to gravel only wherein the lime slurry in item 6 refers to liquid lime, which controls the PH in water. After discussion, a motion was made and seconded and 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. Kevin B. McKie and seconded by Mr. George Munchus, that the Board hereby approves expenditures with Burnett Lime Company, a sole source provider, for delivery of 9,000,000 lbs.

of CAL-FLO® Lime Slurry for Shades Mountain Filter Plant at an estimated out-of-pocket cost to the Board of \$472,500.00. [NOTE: This expenditure is exempt from bidding under the Alabama Competitive Bid Law because it is a sole source provider.] Resolution No. 7055 is hereby adopted by unanimous vote.”

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Next, AGM Darryl Jones addressed the annual chemical bids, as set forth in agenda items 7.1 through 7.7. He reviewed a summary of chemicals and estimated chemical costs for 2016 compared to 2015. Mr. Jones stated that there is an increase in cost of approximately \$350,000 to \$400,000 dollars. AGM Jones stated that \$4.69 million dollars was budgeted for chemicals for 2016. He reported that some of the chemicals are bid as some are from sole source providers. There were concerns from various directors relative to the chemical bids such as whether the suppliers are local, the one bidder for item 7.7, and the development of ways to attract other bidders for chemicals that are sole source providers. AGM Jones responded that some of the suppliers are local and some are located within the state of Alabama. Mr. Travis was recognized for comments and he stated that some of the chemical suppliers are located in Leeds and Bessemer, Alabama. AGM Jones stated that certain requirements limit some of the suppliers outside of the Southeast region. Said products are ordered as needed and there is a certain time frame for delivery. The General Manager added that staff completes requirements as all bid specifications are placed on the BWWB’s Website, ads are placed in the newspapers as required and bid specifications are sent to all companies that requested to be included on the bid list. After discussion, staff was asked to concentrate on finding ways to attract other suppliers that can provide the limited available chemical referenced in item 7.7. Subsequently, a motion was made and seconded and 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. Kevin B. McKie and seconded by Mr. George Munchus, that the Board hereby authorizes staff to execute purchase orders and/or contracts for procurement of materials, services and supplies needed for annual chemical bids on the following:

- 7.1. Standard Carbon, LLC, the lowest responsible and responsive bidder, for an estimated annual quantity of 185,000 lbs. of Bulk-Powdered Activated Carbon for the Western Filter Plant, Putnam Filter Plant and Cahaba Pumping Station, at an estimated out-of-pocket cost to the Board of \$91,205.00.
- 7.2. Harcros Chemicals, the lowest responsible and responsive bidder, for an estimated annual quantity of 297, 2,000-lb. (595,000 lbs.) cylinders of Liquid Chlorine for the Western Filter Plant, Putnam Filter Plant, and Carson Filter Plant, at an estimated out-of-pocket cost to the Board of \$109,718.00.
- 7.3. Univar USA Inc., the lowest responsible and responsive bidder, for an estimated annual quantity of 1,115,000 lbs. of Hydrofluosilicic Acid for the Putnam Filter Plant, Western Filter Plant, Carson Filter Plant and Shades Mountain Filter Plant, at an estimated out-of-pocket cost to the Board of \$194,010.00.
- 7.4. Unimin Corporation dba Southern Lime, the lowest responsible and responsive bidder, for an estimated annual quantity of 4,110,000 lbs. of Bulk Hydrated Lime for the Western Filter Plant, Putnam Filter Plant and Carson Filter Plant, at an estimated out-of-pocket cost to the Board of \$286,056.00.

- 7.5     Harcros Chemicals, the lowest responsible and responsive bidder, for an estimated annual quantity of 550,000 gallons of Liquid Sodium Hypochlorite for the Shades Mountain Filter Plant, at an estimated out-of-pocket cost to the Board of \$351,285.00.
  
- 7.6     GEO Specialty Chemicals, the lowest responsible and responsive bidder, for an estimated annual quantity of 6,300,000 lbs. of Liquid Aluminum Sulfate for the Western Filter Plant and Carson Filter Plant, at an estimated out-of-pocket cost to the Board of \$802,998.00.
  
- 7.7     Kemira Water Solutions, the lowest responsible and responsive bidder, for an estimated annual quantity of 2,550,000 dry lbs. of Ferric Sulfate for the Shades Mountain Filter Plant and Putnam Filter Plant, at an estimated out-of-pocket cost to the Board of \$2,038,980.00.

Resolution No. 7056 is hereby adopted by unanimous vote.”

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Next, the General Manager asked the Board to approve and authorize the General Manager and/or the Assistant General Manager to accept a proposal from Alabama A&M University for continuation of the 2015-2016 Resource Management Plan (Forestry Management Program), as set forth in agenda item 8. Mr. Underwood commented that management recommends approval of said item.

Following, Director McKie commented that the referenced program is good for the BWWB as well as the initiative of the Timber Resource Watershed Management’s involvement which is a great benefit to said program. Subsequently, a motion was made and seconded and 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. Kevin B. McKie, that the Board hereby approves and authorizes the General Manager and/or the Assistant General Manager to accept a proposal from Alabama A&M University for continuation of the 2015-2016 Resource Management Plan (Forestry Management Program) on portions of 1,000 acres at Lake Purdy Tract near Inverness in Jefferson and Shelby Counties at the funding cycle cost to the Board of \$65,000.01; and to assist in the timber harvesting sales of approximately 200 in 2015 and 200 acres in 2016 wherein the timber markets projected revenue will be between \$80,000 to 100,000.00. Resolution No. 7057 is hereby adopted by unanimous vote.”

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Following, the General Manager asked the Board to approve and authorize the General Manager and/or the Assistant General Manager to accept a Scope of Services from Volkert, Inc., as set forth in agenda item 9 and as recommended by the Engineering and Maintenance Committee. The General Manager pointed out this project is 100% reimbursable by ALDOT at no out-of-pocket cost to the Board, and, he indicated that management recommends approval of said item.

Subsequently, Director Munchus asked the reason for STRADA’s removal from said project. The General Manager stated that he would discuss the matter outside of the meeting. As there was concern regarding minority participation with the referenced project, the General Manager commented that the project would be 50 percent minority participation with Volkert. Said language would be included in the contract. After discussion, a motion was made and seconded and 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. Kevin B. McKie, that the Board hereby approves and authorizes the General Manager and/or the Assistant General Manager to accept a Scope of Services Agreement from Volkert, Inc., to prepare plans, specifications, bids and construction phase services for the relocation of a 20-inch pipeline along U.S. Highway 280 in the Colonnade Drive area located at I-459 and Blue Lake Drive intersection in the City of Birmingham, Alabama, relative to ALDOT Project No. ST-037-038-009 at an estimated cost of \$847,374.00. This project is 100% reimbursable by ALDOT at no out-of-pocket cost to the Board, as recommended by the Engineering and Maintenance Committee. Resolution No. 7058 is hereby adopted by unanimous vote.”

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Next, the General Manager asked the Board to approve a Speaker’s Policy regarding guidelines and requirements for public comments during Board Meetings, as set forth in agenda item 10 and as recommended by the Executive Committee. A copy of the policy was placed at each director’s seat prior to the meeting, and a copy is on file in today’s Diligent Boardbook. A discussion ensued as there was much concern from various directors. Director Munchus read a small portion of the First Amendment of the Constitution related to freedom of speech. Director Lewis voiced concern with much of the policy such as: freedom of speech; requiring a speaker to list his/her name and aliases along with their address, email address and phone number; requiring a speaker to state if he/she is being paid to address the Board, and if so by whom; requiring the speaker to state the topic on which they wish to speak, along with many others. Director McKie agreed that some policy requirements would need to be corrected to help ensure that no citizen’s first amendment rights are violated. He added that he felt some of the requirements are valid. After much discussion, the Board agreed to table item 10 and move it to the Communications Committee. Subsequently, a motion was made and seconded and 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 tables and moves to the Communications Committee a Speaker’s Policy regarding guidelines and requirements for public comments during Board Meetings (attached hereto), as recommended by the Executive Committee. Resolution No. 7059 is hereby adopted by unanimous vote.”

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As the final agenda item, the Board was asked to issue a termination notice to Waldrep, Stewart & Kendrick, LLC (WSK), effective January 11, 2016, as set forth in agenda item 12.

Following, Director Munchus asked if the referenced recommendation was from management. The General Manager responded that said recommendation was from the Board. Director Munchus asked Mr. Underwood if he was aware of any performance issues with WSK. Mr. Underwood responded that he felt WSK has done a great job defending the Board and handling legal issues pertaining to the system. He added that from his standpoint, there are no performance issues with WSK. Director Lewis voiced concern relative to the 30-day notice. She asked how the process would be handled for such a major transition. The General Manager responded from his perspective, he felt that a longer transition period is needed. He pointed out there are some open cases that have been ongoing for a number of years that have been handled by WSK. The General Manager stated that his recommendation would be to allow WSK to complete the list of open cases that was provided to the Board in October 2015.

Further, Chairman Mims commented that the Board has an obligation to give a termination notice. Chairman Mims stated that it is the Board’s intention to review its existing legal cases with both law firms. He stated that the Board would abide by any necessary means needed to complete the

transition process. Director Lewis voiced concern relative to a lack of a transition plan. Director McKie commented that he felt the complete transition process would take longer than 30-days while the structure and the billing structure would change sooner. After discussion, it was stated that Fuston, Petway & French, LLP, would develop a plan as to the degree of continuing a working relationship with WSK. Subsequently, a motion was made and seconded and 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. Kevin B. McKie and seconded by Mrs. Ann D. Florie, that the Board hereby issues a 30-day termination notice on December 11, 2015 to terminate its agreement with Waldrep, Stewart & Kendrick, LLC, effective January 11, 2016. Resolution No. 7060 is hereby adopted by Directors Mims, McKie and Florie. Director Munchus abstained from voting and Director Lewis voted no.”

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As there was no further business to come before the Board, at 9:43 a motion was duly made and seconded, and the meeting was adjourned.

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/s/  
Ronald A. Mims  
Chairman/President

Attest:

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/s/  
George Munchus, Ph.D.  
Secretary-Treasurer