

**MINUTES OF THE REGULAR BI-MONTHLY MEETING OF DIRECTORS  
OF THE WATER WORKS BOARD OF THE CITY OF BIRMINGHAM  
March 22, 2023**

A regular meeting of the directors of The Water Works Board of the City of Birmingham was held on Wednesday, March 22, 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, Mashonda Taylor, and Dalton NeSmith.

Others present were: Michael Johnson, General Manager; Iris Fisher, Jeff Thompson, 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, Paul Lloyd, and Barry Williams, BWB 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, Danny Carr and Glen Duroyh, Jefferson County District Attorney’s Office; Patrick Flannelly, ARCADIS; Theo Johnson, Jacobs; Chaundra Abesingha, CE Associates; A representative from SCS; Heather Gann, and Roy Johnson, AL.com; R. Arnold, Amersec Co.; Olivia Martin, State of Alabama Attorney General’s Office; and Peggy Gargis, a citizen.

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. 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 the agenda for the March 22, 2023 Regular Board of Directors’ Meeting. Resolution No. 9271 is hereby adopted by unanimous vote.”

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Following, the Board moved to the first item on the agenda, Request Board to approve minutes of the Regular Board of Directors' Meeting held on January 11, 2023. 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 approves minutes of Regular Board of Directors’ Meeting held January 11, 2023. Resolution No. 9272 is hereby adopted by Directors Huffman, Burbage, Ward, NeSmith, Taylor, Munchus, Mims and Henderson; and Director Blankenship abstained from voting.”

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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.

Following, Chairwoman Huffman asked to hear Reports of Officers. Jeremy Ervin, Workforce Development Administrator, was recognized and he presented the Workforce Development Initiatives. Director Mims questioned how many positions BWWB has open. The General Manager responded there are 106 vacancies. Mr. Ervin gave an overview of his presentation and he indicated he has met with BWWB departments and 65 partners in BWWB's service area in 90 days. He presented information regarding the Strategic Plan 2022-2026, Workforce Development, and enhancing community partnerships. He stated he would be submitting proposals regarding an employee resource fair, safety initiatives, interns and co-ops, and ongoing community partnerships. He also indicated standard messaging would be sent to partners regarding open employment vacancies. Director Munchus questioned whether the Birmingham Business Alliance had been contacted. Mr. Ervin responded yes and stated he also contacted the Jefferson County Commission. Dr. Munchus questioned whether the Board Attorneys has reviewed the proposals. Mr. Ervin responded he has submitted three (3) new proposals to the BWWB legal counsel. Director Blankenship requested an update on BWWB's engagement with Historically Black Colleges and Universities (HBCUs). The General Manager stated that Mr. Ervin had visited over 25 partners as mentioned in the last Board meeting.

Following, the Board moved to the second item on the agenda, Request Board to adopt a resolution authorizing surviving monthly retirement benefits from the Board's Retirement Trust Fund for Mr. Ernie W. Palmer, the surviving spouse of retiree Ms. Belva C. Palmer, effective April 1, 2023. 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. Thomas Henderson, the Board hereby adopts 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 April 1, 2023, for Mr. Ernie W. Palmer, the surviving spouse of retiree Belva C. Palmer. Resolution No. 9273 is hereby adopted by unanimous vote.”

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Following, the Board moved to the third item on the agenda, Request Board to approve payment of the following invoices. Director Blankenship stated he had reviewed the invoices and noted that Pat Lynch & Associates did not contain details of services with their invoice. He stated he would like to see details for each vendor's invoice. The General Manager stated Terri Reynolds, Levitate Legal, compiles a report regarding work performed by the lobbyists. The General Manager stated when the Government Affairs team was assembled there were some questions regarding the details to be included on their invoices. He stated it was determined that the team should be careful regarding the information shared; therefore, the decision reached was to have a report that summarizes all of the efforts by each member of the Government Affairs team. He indicated he provided Director Blankenship with two summary reports from January 2023 and February 2023. Chairwoman Huffman questioned the General Manager whether he reviewed the invoices and the General Manager responded yes. Director Blankenship questioned whether there is work the lobbyists perform outside of the monthly meeting in which information is compiled. The General Manager stated it would be the Board's decision whether the summary report would need to be submitted in the future. Chairwoman Huffman indicated the Board could discuss this further at another 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. Dalton NeSmith, and seconded by Mr. George Munchus, that the Board hereby authorizes staff to execute payment to the following:

- 3.1 Dominick Feld Hyde, P.C. for the following:
  - 3.1.1 For professional services related to Other Benefit Plans rendered February 1, 2023 through February 28, 2023 in the amount of \$180.00.
  - 3.1.2 For professional services related to the Section 457 Plan rendered January 1, 2023 through January 31, 2023 in the amount of \$1,070.00.
- 3.2 Terminus Municipal Advisors, LLC for professional services rendered February 2023 in the amount of \$8,500.00.
- 3.3 The Jones Group, LLC for professional services rendered February 2023 in the amount of \$10,000.00.
- 3.4 Pat Lynch & Associates for professional services rendered February 2023 in the amount of \$10,000.00.
- 3.5 Kelvin W. Howard, LLC for professional services rendered February 2023 in the amount of \$17,760.00.
- 3.6 Agee Law, LLC for professional services rendered February 2023 in the amount of \$18,276.00.
- 3.7 Birmingham Construction Industry Authority for services rendered February 2023 in the amount of \$25,000.00.
- 3.8 Parnell Thompson, LLC for professional services rendered February 2023 in the amount of \$69,032.12.

Resolution No. 9274 is hereby adopted by Directors Taylor, Huffman, Henderson, Mims, NeSmith, Burbage, Munchus, Ward; and Director Blankenship voted No.”

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Following, the Board moved to the fourth item on the agenda, Request Board to award bids to the following. Director Blankenship questioned the difference between agenda items 4.4 and 7. Assistant General Manager Murphy explained agenda item 4.4 was an amendment to extend the contract for another 30 days with USIC Locating Services, Inc. He then gave an explanation as to how USIC Locating Services became a sole source provider. Director Blankenship stated the Board may need to seek assistance from State Legislature to regulate. Chairwoman Huffman stated the Board could discuss this issue at an upcoming Board meeting. Director Munchus stated he noticed the bid prices for each year increased. He also stated he doesn’t know the law on price gauging and can’t imagine state legislature endorsing this behavior. He mentioned he knows the BWWB doesn’t want to engage in public interest litigation surrounding these issues, but he encouraged Assistant General Manager Murphy and Board Attorney Mark Parnell to sit down and have a conversation about these issues. Assistant General Manager Murphy indicated the cost given for this service is an estimate. Director NeSmith questioned what would happen if the Board does not approve this item. Assistant General Manager Murphy responded the BWWB would hold all liability for digging in the street. Director Mims questioned about having in house line locating services. Assistant General Manager Murphy stated BWWB had in house services; however, staff could not keep up with the workload. He also stated that a couple years ago BWWB evaluated what it would look like to have that level of staffing and vehicles and determined it would not be beneficial to BWWB.

Director Henderson questioned whether this would increase the estimate for line locates. Assistant General Manager Murphy responded yes. Director Blankenship questioned if the BWWB had its own system to identify some of the line locations. Assistant General Manager Murphy stated the BWWB does; however, they must be marked and that's the challenge for BWWB. 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 Ms. Mashonda Taylor, that the Board hereby authorizes staff to award bid to the following:

- 4.1 Teklinks DBA C Spire Business, the lowest responsible and responsive bidder, for Cisco Smartnet Support, at a total out-of-pocket cost to the Board of \$79,026.27, as recommended by the Engineering and Maintenance Committee.
- 4.2 Tren-Tay, Inc., the lowest responsible and responsive bidder, for the replacement of approximately 6,560’ of 2” galvanized steel pipe / 2” unlined cast iron pipe with approximately 6,600’ of 6” DICL pipe; 500’ of 4” DICL pipe and related appurtenances; and 118 water services along Glen Park Drive; Highland Drive; Highland Circle; Glen Ridge Drive; Roberson Road and Glenwood Drive located in the City of Fairfield, Alabama at a bid amount of \$1,196,934.20; plus estimated cost of materials and Water Board labor in the amount of \$676,567.80; for an estimated out-of-pocket cost to the Board of \$1,873,502.00, as recommended by the Engineering and Maintenance Committee.
- 4.3 Tren-Tay, Inc., the lowest responsible and responsive bidder, for the replacement of approximately 5,220’ of 2” galvanized steel pipe / 2” unlined cast iron pipe with approximately 2,040’ of 8” DICL pipe; 1,710’ of 6” DICL pipe; 2,300’ of 4” DICL pipe and related appurtenances; and 64 water services along 4th Avenue North; 5th Street North; 6th Street North; 6th Place North; 4th Court North; Morris Avenue North; Center Street North; 1st Street North; 1st Place North and 2nd Street North located in the City of Birmingham, Alabama at a bid amount of \$1,236,062.60; plus estimated cost of materials and Water Board labor in the amount of \$681,509.66; for an estimated out-of-pocket cost to the Board of \$1,917,572.26, as recommended by the Engineering and Maintenance Committee.
- 4.4 USIC Locating Services, Inc., a sole source bidder, for estimated quantities of Underground Utility Locating Services to be used throughout the Water Works systems, at an annual estimated out-of-pocket cost to the Board of \$3,226,590.00, as recommended by the Engineering and Maintenance Committee.

Resolution No. 9275 is hereby adopted by Directors Taylor, Ward, Burbage, Chairwoman Huffman, Mims, NeSmith, Henderson, Blankenship, and Director Munchus voted No.”

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Following, the Board moved to the fifth item on the agenda, Request Board to exercise bid options to the following. 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. William Burbage, that the Board hereby authorizes staff to award bid to the following:

- 5.1 Southern Pipe and Supply, the lowest responsive and responsible bidder, for a 1-year (12-month) extension for CrossLinked PEXa Piping (Municipex), to replenish stock in the Warehouse to be used throughout the distribution system, at an estimated out-of-pocket cost to the Board of \$99,750.00, as recommended by the Engineering and Maintenance Committee.
- 5.2 Consolidated Pipe and Supply, the lowest responsive and responsible bidder, for a 1-year (12-month) extension for Positive Displacement Meters to replenish stock in the Warehouse to be used throughout the distribution system, at an estimated out-of-pocket cost to the Board of \$827,027.00, as recommended by the Engineering and Maintenance Committee.

Resolution No. 9276 is hereby adopted by unanimous vote.”

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Following, the Board moved to the sixth item on the agenda, Request Board to approve expenditures with Software House International (SHI) for CrowdStrike Software to provide Cyber Security Services, for the period of April 3, 2023 through April 2, 2024, at an out-of-pocket cost to the Board of \$76,893.52; and to authorize the General Manager and/or Assistant General Manager to execute the agreement, as recommended by 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. William Burbage, and seconded by Mr. George Munchus, that the Board hereby approves expenditures with Software House International (SHI) for CrowdStrike Software to provide Cyber Security Services, for the period of April 3, 2023 through April 2, 2024, at an out-of-pocket cost to the Board of \$76,893.52; and authorizes the General Manager and/or Assistant General Manager to execute the agreement, as recommended by Engineering and Maintenance Committee. Resolution No. 9277 is hereby adopted by unanimous vote.”

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Following, the Board moved to the seventh item on the agenda, Request Board to amend and ratify expenditures with USIC Locating Services for Underground Utility Locating Services needed for the daily operation of the Water Works Board’s distribution system at an estimated amount not to exceed \$175,000.00, 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 Ms. Mashonda Taylor, that the Board hereby amends and ratifies expenditures with USIC Locating Services for Underground Utility Locating Services needed for the daily operations of the Water Works Board’s distribution system at an estimated amount not to exceed \$175,000.00, as recommended by the Engineering and Maintenance Committee. Resolution No. 9278 is hereby adopted by Directors Taylor, Ward, NeSmith, Huffman, Henderson, Blankenship, Burbage; Director Munchus voted No; and Director Mims abstained from voting.”

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Following, the Board moved to the eighth item on the agenda, Request Board to approve scopes of services agreements with the following. 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 approve scopes of services agreements with the following:

- 8.1 TTL, Inc. for environmental compliance oversight services during the construction phase of Carson Loop Phase 6D 36” pipeline and pipe bridge project along acquired various rights-of-way located in Jefferson County, Alabama, at an estimated out-of-pocket cost to the Board of \$109,100.00, as recommended by the Engineering and Maintenance Committee.
- 8.2 CE Associates, Inc. for the design and inspection of two (2) water main replacement projects in two (2) locations at 44th Place North/13th Avenue North (at a cost of \$185,908.25.00) and Fern Street/Rosewood Street (at a cost of \$189,665.95) located in the City of Birmingham, Alabama; at a total estimated out-of-pocket cost to the Board of \$375,574.20, as recommended by the Engineering and Maintenance Committee.
- 8.3 Jacobs Engineering Group, Inc. for two (2) scope of services for the design and inspection of two (2) water main replacement projects in two (2) locations at 44th Place North/12th Avenue North (at a cost of \$185,908.25.00) and Center Place West / 39th Avenue West (at a cost of \$220,310.00) located in the City of Birmingham, Alabama; at a total estimated out-of-pocket cost to the Board of \$422,810.00, as recommended by the Engineering and Maintenance Committee.

Resolution No. 9279 is hereby adopted by unanimous vote on March 22, 2023.

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Following, the Board moved to the ninth item on the agenda, Request Board to approve agreements with the following. Director Mims questioned why this item did not go through the Finance Committee. The General Manager responded these items normally go through 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. George Munchus, that the Board hereby approves agreements with the following:

- 9.1 Veritas Prime, LLC for SAP Payroll/HR support for the period of April 1, 2023 through March 31, 2024, at a total out-of-pocket cost to the Board of \$193,200.00; and authorizes the General Manager and/or Assistant General Manager to execute the agreement, as recommended by the Engineering and Maintenance Committee.
- 9.2 Utegration, LLC for SAP CRM Support for the period of May 1, 2023 through December 31, 2023, at a total out-of-pocket cost to the Board of \$331.290.00; and authorizes the General Manager and/or the Assistant General Manager to execute the agreement, as recommended by the Engineering and Maintenance Committee.
- 9.3 Business Systems and Operations, LLC for SAP FI/Basis Support for the period of April 1, 2023 through December 31, 2023, at a total out-of-pocket cost to the Board of \$436,800.00; and authorizes the General Manager and/or the Assistant General Manager to execute the agreement, as recommended by the Engineering and Maintenance Committee.

Resolution No. 9280 is hereby adopted by unanimous vote.”

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Following, the Board moved to the tenth item on the agenda, Request Board to approve an agreement with Trutta Environmental Services, a sole source provider, to perform a High-Definition Stream Survey, (HDSS) of the Cahaba River, at a total out-of-pocket cost to the Board of \$111,259.00; and to authorize the General Manager and/or the Assistant General Manager to execute the agreement, as recommended by the Engineering and Maintenance Committee. Director Blankenship requested Assistant General Manager Thompson to provide an explanation regarding this item. Assistant General Manager Thompson stated the agenda item is regarding a high-definition stream survey. He stated the contractor has instruments that will allow them to map the river via sonar, lightbar drone, water quality, and it will also allow the detection of threats that might exist in the water sources. Assistant General Manager Thompson then stated the information will be in the GIS system and will be available to staff to utilize and potentially share with other entities. Director Blankenship stated he wanted to ensure BWWB owned the product, and staff can access the information. 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. George Munchus, that the Board hereby approves an agreement with Trutta Environmental Services, a sole source provider, to perform a High-Definition Stream Survey (HDSS) of the Cahaba River, at a total out-of-pocket cost to the Board of \$111,259.00; and authorizes the General Manager and/or the Assistant General Manager to execute the agreement, as recommended by the Engineering and Maintenance Committee. Resolution No. 9281 is hereby adopted by unanimous vote.”

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Following, the Board moved to the eleventh item on the agenda, Request Board to approve an agreement with Trutta Environmental Services, a sole source provider, to perform a High-Definition Stream Survey (HDSS) of the Mulberry Fork of the Black Warrior River, at a total out-of-pocket cost to the Board of \$166,188.00; and to authorize the General Manager or the Assistant General Manager to execute the agreement, 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. George Munchus, that the Board hereby approves an agreement with Trutta Environmental Services, a sole source provider, to perform a High-Definition Stream Survey (HDSS) of the Mulberry Fork of the Black Warrior River, at a total out-of-pocket cost to the Board of \$166,188.00; and authorizes the General Manager and/or the Assistant General Manager to execute the agreement, as recommended by the Engineering and Maintenance Committee. Resolution No. 9282 is hereby adopted by unanimous vote.”

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Following, the Board moved to the twelfth item on the agenda, Request Board to approve an agreement with Luminary Automation, Cybersecurity, Engineering, for the Energy Management System Program, at a total out-of-pocket cost to the Board of \$600,000.00; and to authorize the General Manager or the Assistant General Manager to execute the agreement, 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. George Munchus, and seconded by Mr. Dalton NeSmith, that the Board hereby approves an agreement with Luminary Automation, Cybersecurity, Engineering, for the Energy Management System

Program, at a total out-of-pocket cost to the Board of \$600,000.00; and authorizes the General Manager or the Assistant General Manager to execute the agreement, as recommended by the Engineering and Maintenance Committee. Resolution No. 9283 is hereby adopted by unanimous vote.”

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Following, the Board moved to the thirteenth item on the agenda, Request Board to approve a renewal agreement with Verinext for Zerto Data Replication and Cloud Disaster Recovery Service, for the period of March 29, 2023 through March 28, 2024, at a total out-of-pocket cost to the Board of \$77,840.40; and to authorize the General Manager or the Assistant General Manager to execute the agreement, 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. George Munchus, and seconded by Mr. Dalton NeSmith, that the Board hereby approves a renewal agreement with Verinext for Zerto Data Replication and Cloud Disaster Recovery Service, for the period of March 29, 2023 through March 28, 2024, at a total out-of-pocket cost to the Board of \$77,840.40; and authorizes the General Manager and/or Assistant General Manager to execute the agreement, as recommended by the Engineering and Maintenance Committee. Resolution No. 9284 is hereby adopted by unanimous vote.”

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Next, Director Blankenship then made a motion to adjourn the meeting and Director Mims seconded the motion. On a motion duly made and seconded, the motion was approved, and the meeting was adjourned at 12:21 p.m.

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/s/  
Tereshia Q. Huffinan  
Chairwoman

Attest:

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/s/  
Raymond L. Ward  
Secretary-Treasurer