

**MINUTES OF THE REGULAR BI-MONTHLY MEETING OF DIRECTORS  
OF THE WATER WORKS BOARD OF THE CITY OF BIRMINGHAM  
September 28, 2017**

The regular bi-monthly meeting of the directors of The Water Works Board of the City of Birmingham was held on Thursday, September 28, 2017 at 9:00 a.m., in the principal office of the Board, 3600 First Avenue North, Birmingham, Alabama.

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

The meeting was also attended by: Mac Underwood, General Manager; Michael Johnson, Sonny Jones and Darryl Jones, Assistant General Managers; Grace Amison, Executive Assistant to the Board of Directors; Anitra Hendrix, Executive Assistant to the General Manager; George Anderson, Rick Jackson, Ben Sorrell, Barry Williams, Geoff Goodwin, Michael Griffin, Sidney May, Johnnie Mayfield, Paul Lloyd, Cherita King, Shirley Russell, Scott Starkey, Sidney May, Andre Brown, Willie Woodard, Derrick Roberts, Kendrick Evans, Christopher West, Steve Starnes, Emanuel Washing, II and Charles Alexander, Board Employees; Mary Thompson, K. Mark Parnell, Parnell Thompson, LLC; Kelvin Howard, Kelvin Howard, LLC; Dorian Kendrick, Bre Rudolph, Lauren McLernon and Jesse Lewis, Agency 54; Jerry Jones and Brian Ruggs, ARCADIS; Theo Johnson, Volkert, Inc.; Chandra Abesingha, CE Associates; David Merrida, Birmingham Construction Industry Authority; Olivia Martin, State of Alabama; Dan Devane, Zenner USA; Derrick Murphy, Gresham Smith Partners; Leonette Slay, League of Women Voters; Scarlet Sellers and Darryl Fleming, Consolidated Pipe; and Nelda Thompkins.

Inasmuch as much as seven of the directors were present; Chairwoman Lewis declared a quorum in attendance.

Chairwoman Lewis called the meeting to order at 9:04 a.m. and Mr. George Anderson opened with prayer.

Following, the General Manager asked the board to adopt a resolution commending the Employees of the Month for September 2017, as set forth in agenda item 1. Chairman Lewis commended the group for their hard work and stated the Board takes pride in the work they do. 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 Ms. Deborah Clark, that the Board hereby recognizes and commends Andre Brown, Willie Woodard, Derrick Roberts, Gary Anderson, Kendrick Evans, Christopher West, Steve Starnes, Emanuel Washington, II and Charles Alexander, as the Operations and Technical Services Division’s Employees of the Month for September 2017, 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 each employee.

Resolution No.7607 is hereby adopted by unanimous vote.”

\*\*\*\*\*

Following, the General Manager asked the board to adopt resolutions authorizing monthly retirement benefits from the Board’s Retirement Trust Fund for Gary Postell, as set forth in agenda item 2. On a motion duly made and seconded, the following resolution was adopted:

“WHEREAS, Gary Postell, an employee of The Water Works Board of the City of Birmingham ("the Board"), is retiring, effective October 1, 2017, at an age of 58; and

WHEREAS, Gary Postell has 32 years of continuous service with the Board at his retirement date, and, in accordance with the terms of the Trusteed Pension Plan, Mr. Postell is entitled to receive a monthly Retirement payment from the Board’s Retirement Trust Fund in the amount of \$4,591.41; 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 Mr. George Munchus and seconded by Mr. Ronald Mims, that the Trustee be, and is hereby instructed to pay monthly benefit payments of \$4,591.41 to Mr. Postell, beginning October 1, 2017, from the Board’s Retirement Trust Fund, in accordance with the terms of the Pension Plan.

Resolution No.7608 is hereby adopted by unanimous vote.”

\*\*\*\*\*

WHEREAS, Gary Postell, an employee of The Water Works Board of the City of Birmingham, is retiring, effective October 1, 2017, after 32 years of service with the Board; and

WHEREAS, management has informed the Board of Gary Postell’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, Gary Postell, 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, Gary Postell is hereby commended for his efficiency, reliability, and loyal service to the Board.

BE IT FURTHER RESOLVED, that in recognition of Gary Postell’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. Postell.

Resolution No. 7609 is hereby adopted by unanimous vote.”

\*\*\*\*\*

Following, the General Manager asked the board to approve minutes from Regular Board of Directors' Meetings held May 11, 2017, May 25, 2017, June 5, 2017 and June 29, 2017, as set forth in agenda item 3. On a motion duly made and seconded, the following resolution was adopted:

“BE IT RESOLVED BY The Water Works Board of the City of Birmingham (“the Board”), on a motion duly made by Mr. George Munchus and seconded by Mr. Ronald Mims, that the Board hereby approves minutes of the following meetings:

- Regular Board of Directors’ Meeting held May 11, 2017
- Regular Board of Directors’ Meeting held May 25, 2017
- Special Board of Directors’ Meeting held June 5, 2017
- Regular Board of Directors’ Meeting held June 29, 2017

Resolution No. 7610 is hereby adopted by unanimous vote.”

\*\*\*\*\*

Following, the General Manager asked the board to approve payments of invoices for professional services, as set forth in agenda items 4.1 through 4.5. 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. William Muhammad and seconded by Mr. George Munchus, that the Board hereby authorizes staff to execute payment to the following:

4.1	<u>Dominick Feld Hyde, P.C.</u>	
	4.1.1 For BWWB Cafeteria Plan performed May 10, 2017	<u>\$ 75.60</u>
	4.1.2 For BWWB Cafeteria Plan performed July 13, 2017	<u>\$ 109.60</u>
4.2	<u>The Jones Group, LLC</u>	
	For professional services rendered for September 2017	<u>\$ 7,500.00</u>
4.3	<u>Volkert, Inc.</u>	
	For professional services rendered for June 2017	<u>\$ 23,932.60</u>
4.4	<u>Agency 54</u>	
	For professional services rendered for August 2017	<u>\$ 25,000.00</u>
4.5	<u>ARCADIS U.S., Inc.</u>	
	For professional services rendered for August 2017	<u>\$ 174 888.31</u>

Resolution No. 7611 is hereby adopted by unanimous vote.”

\*\*\*\*\*

Following, the General Manager asked the board to approve directors' travel expenses for the 2017 Alabama Water Resources Conference and Symposium, as set forth in agenda item 5. 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. 7376 adopted by the Board of Directors on December 20, 2016, approval was given to attend the 2017 Alabama Water Resources Conference and Symposium scheduled September 6 – 8, 2017, in Orange Beach, AL; 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 Mr. Butch Burbage, that the following board member(s) be reimbursed for his/her actual expenses pertaining to said conference as follows:

- William R. Muhammad for total expenses including conference registration, use of personal automobile, lodging (room and tax only) and business meals in the amount of \$988.96 (as itemized on the attached Travel and Business Expense Reimbursement form).
- Ronald A. Mims for total expenses including conference registration, use of personal automobile, lodging (room and tax only) and business meals in the amount of \$995.38 (as itemized on the attached Travel and Business Expense Reimbursement form).
- George Munchus for total expenses including conference registration, use of personal automobile, lodging (room and tax only) and business meals in the amount of \$1,123.53 (as itemized on the attached Travel and Business Expense Reimbursement form).
- Brenda J. Dickerson for total expenses including conference registration, use of personal automobile, lodging (room and tax only), other incidental expenses, and business meals in the amount of \$1,251.99 (as itemized on the attached Travel and Business Expense Reimbursement form).
- Tommy Joe Alexander for total expenses including conference registration, use of personal automobile, lodging (room and tax only) and business meals in the amount of \$1,410.89 (as itemized on the attached Travel and Business Expense Reimbursement form).

Resolution No. 7612 is hereby adopted by a roll call vote: Chairwoman Lewis, Yes; Director Alexander, Yes; Director Clark, Yes; Director Burbage, Yes; Director Munchus, Yes; Director Mims, Yes; and Director Muhammad, Abstain.”

\* \* \* \* \*

Following, the General Manager asked the board to award bids, as set forth in agenda items 6.1 and 6.2. Director Munchus questioned whether the two items could be voted on separately. Chairwoman Lewis responded yes. Director Munchus questioned whether Zenner put a request in writing as to why they were protesting the bid. The General Manager stated Zenner did not provide additional information. Board Attorney Mary Thompson stated all of the bid documents were reviewed and indicated that staff asks for a price on the trade in value of the meters. She stated the trade-in amount is not included in the bid amount, but is provided for information purposes. Chairwoman Lewis then requested Geoff Goodwin, Board Employee, to provide further explanation related to use of meters. Mr. Goodwin stated ten to twenty thousand meters are changed yearly. He stated vendors will provide a courtesy price for trade-in of the meters. He stated the trade-in price is based on the weight of the meter. Director Munchus questioned why the trade-in price was included in the bid documents. Ed Travis, Board Employee, stated the trade-in pricing should not have been included in the bid documents; however, it has been included in the past for information only. He stated going forward that information will not be included in the bid documents. Director Munchus questioned Mr. Travis whether this item should be re-bid. Mr. Travis stated the bidders knew the bid process so there were no surprises. Chairwoman Lewis then recognized Dan Devane, Zenner USA. Mr. Devane stated Zenner was not aware and it does affect the bid price. Chairwoman Lewis questioned Mr. Devane as to what Zenner was not aware of. Mr. Devane stated Zenner was not aware the trade-in allowance was not going to be taken into account. Chairwoman Lewis questioned Mr. Devane whether Zenner had bid with BWW in the past. Mr. Devane responded he did not think so. Chairwoman Lewis questioned Mr. Devane whether there was an opportunity for Zenner to ask questions regarding anything they did not understand regarding the bid. Mr. Devane stated there are opportunities; however, if the trade-in allowance was not going to be considered they didn't know to ask that particular question. Chairwoman Lewis questioned Mr. Devane whether he was the representative for Zenner at the bid opening. Mr. Devane stated he was the representative. Chairwoman Lewis then stated that items 6.1 and 6.2 would be voted on separately. 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 Mims, that the Board hereby awards bid to the lowest responsible and responsive bidder, and to authorize the General Manager and/or the Assistant General Manager to execute purchase orders and/or contracts for procurement of materials, services and supplies needed for the operation, construction, and maintenance of the water system to the following:

- 6.1 Carcel and G Construction, LLC., the lowest responsive and responsible bidder, to remove and stock-pile existing cobblestone pavers, repair underlying concrete and base material that is damaged, replace cobblestone pavers and stripe Morris Avenue approximately 120-ft west of the Richard Arrington Jr. Boulevard overpass in Birmingham, Jefferson County, Alabama for a bid amount of \$132,884.36 plus estimated cost of materials and Board labor in the amount of \$35,000 for a total cost to the Board of \$167,884.36. [NOTE: The Historically Underutilized Business (HUB)'s general contractor participation is 100% and the subcontractor's participation is 7%.]

Resolution No. 7613 is hereby adopted by unanimous vote.”

\* \* \* \* \*

Chairwoman Lewis then asked the Board to vote on item 6.2. Director Munchus then made a motion to rebid item 6.2 and Director Muhammad seconded the motion. Directors Munchus, Mims, Muhammad and Clark voted yes; Directors Burbage, Alexander and Lewis voted no. Chairwoman Lewis then asked for a roll call vote: Director Burbage, No; Director Muhammad, Yes; Director Munchus, Yes; Director Mims, Yes. Director Clark stated she had a question. She questioned what the impact would be for re-bidding the item. The General Manager stated meters will continue to be purchased at the current price of the existing bid. The General Manager clarified the previous vote was to rebid the item. Chairwoman Lewis then asked Director Munchus to withdraw his motion so that the Board can hear from the representative of the winning bidder. Board Attorney Mark Parnell asked Grace Amison, Executive Assistant to the Board of Directors, was it clear as to what happened for the record. Ms. Amison responded it was not clear to her. Mr. Parnell then stated there should be a roll call vote. Director Muhammad stated he challenged the need for a roll call vote not being clear because Director Clark did not vote which is considered an affirmative vote. Mr. Parnell stated Director Muhammad was correct that no vote does equal an affirmative vote. Director Clark stated she voted on everything except the last vote and she stated she did not vote because she had a question. A discussion then ensued. Mr. Parnell clarified the first vote was a voice vote and then questioned whether the record is clear as to what happened on that vote. Ms. Amison stated she thought she heard Director Clark say she had a question. Chairwoman Lewis stated a roll call vote was called because the vote was unclear. Ms. Amison stated Director Clark had a question during the roll call vote. Director Muhammad stated the substitute motion passed. Director Clark restated the questions she had and indicated there was too much over talking which led to confusion regarding the vote. Mr. Parnell stated a motion could be made to reconsider the item once the Board heard from Consolidated Pipe and Supply's representative. Chairwoman Lewis then recognized the representative from Consolidate Pipe and Supply. Darryl Fleming, Consolidated Pipe and Supply, stated they were the lowest bidder on this project based upon previous bids with BWWB. He stated the bid has been quoted in the past with the trade-in value is for scrap meters; however, that has never been the basis for their price. He indicated they have earned their relationship with BWWB and they always work to give BWWB the best price. Director Muhammad stated he had no issue with Consolidated Pipe and Supply's bid and stated the Board may have a procedure that is nebulous. He stated there may be some confusion in the bid specifications. The General Manager stated there is an approval process for items that are purchased and the process consists of a few meters being sent in for testing. He stated during this process there were several emails between the Purchasing Department and Zenner to get their meter approved. He indicated staff requested additional information after one of those meters did not pass the test and they were not able to approve the use of the meters from Zenner. A discussion then ensued regarding the bid documents. Director Clark stated there is a discrepancy with the information that was presented and the Board should be presented with all information so they can make an informed decision. She indicated this information is unacceptable. The General Manager stated he would provide the Board with documentation of communication between staff and Zenner. Chairwoman Lewis questioned whether the Board wanted to reconsider this item. Mr. Parnell stated a director that voted in favor of the motion would need to make a motion to reconsider the item and indicated if that does not happen, the motion would stand. Director Clark questioned what would the motion stand as. Mr. Parnell stated the item would be rebid. Director Clark questioned whether there would need to be a motion to rebid this item or to go back to get all information. A discussion then ensued regarding the

motion in question. Director Clark requested Chairwoman Lewis to state what she is specifically asking of the Board. Chairwoman Lewis stated a reconsideration motion would mean the Board would vote on item 6.2 and there is an option to table this item to ask for additional information. Director Clark then made a motion to reconsider item 6.2. On a motion duly made and seconded, the following resolution was adopted:

“BE IT RESOLVED By The Water Works Board of the City of Birmingham (“the Board”), on a motion duly made by Ms. Deborah Clark and seconded by Ms. Sherry Lewis, that the Board hereby reconsiders awarding a bid to Consolidated Pipe and Supply the lowest responsible and responsive bidder, for Positive Displacement Meters, at an estimated out-of-pocket cost to the Board of \$511,835.00.

Resolution No. 7614 is hereby adopted by a roll call vote: Chairwoman Lewis, Yes; Director Alexander, Yes; Director Clark, Yes; Director Burbage, Yes; Director Muhammad, No; Director Munchus, No; and Director Mims, No.”

\*\*\*\*\*

Subsequently, Chairwoman Lewis indicated the motion passed to reconsider item 6.2. She stated the item can now be voted or a motion can be made regarding the item. Director Muhammad then made a motion to table the item and Director Munchus seconded the motion. Director Clark questioned whether the motion is for the item to be rebid or to bring back more information. Director Muhammad stated he’s asking that the item not be voted on today. Chairwoman Lewis indicated additional information can be requested regarding the item. She clarified the item could either be tabled or voted on. 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 Muhammad and seconded by Mr. George Munchus, that the Board hereby tables bid to the lowest responsible and responsive bidder, and to authorize the General Manager and/or the Assistant General Manager to execute purchase orders and/or contracts for procurement of materials, services and supplies needed for the operation, construction, and maintenance of the water system to the following:

- 6.2 Consolidated Pipe, the lowest responsible and responsive bidder, for Positive Displacement Meters, at an estimated out-of-pocket cost to the Board of \$511,835.00. [NOTE: The Historically Underutilized Business (HUB)’s subcontractor’s participation is 0%.]

Resolution No. 7615 is hereby adopted by Directors Muhammad, Munchus, Mims and Clark; and Directors Lewis, Burbage and Alexander opposed.”

\*\*\*\*\*

Following, Director Clark stated in the future she would like all information regarding items be presented to the Board. Next, the General Manager asked the Board to approve expenditures with Flowserve Pump Company, a sole source provider for Byron Jackson Pumps,

as set forth in agenda item 7. 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 Mims, that the Board hereby approves expenditures with Flowserve Pump Company, a sole source provider for Byron Jackson Pumps, for refurbishment of Mulberry Pump 5 vertical turbine pump to Original Equipment Manufacturer specifications and with Electric Machinery Company, a Sole Source provider for the Ideal Electric Motors for the refurbishment of Mulberry Pump 5 electric motor to Original Equipment Manufacturer specifications and other expenditures necessary for the installation of Mulberry Pump 5 at a total out-of-pocket cost to the Board of \$750,000.00. [NOTE: This expenditure is exempt from bidding under the Alabama Competitive Bid Law because it is a sole source provider.]

Resolution No. 7616 is hereby adopted by unanimous vote.”

\* \* \* \* \*

Following, the Board moved to the next item on the agenda, New Business, as set forth in agenda item 8. Assistant General Manager Michael Johnson stated Customer Service Week will be held October 2-6, 2017. Rick Jackson, Board Employee, stated the theme for Customer Service Week is “Building Trust”. He then gave an overview of the various activities associated with Customer Service Week. Cherita King, Board Employee, stated Employee Appreciation Day will be held on October 6, 2017. Johnnie Mayfield, Board Employee, gave an overview of work being done with consecutive systems. Director Munchus requested Mr. Mayfield provide all directors with a list of consecutive systems. Mr. Mayfield also indicated the Board sent over 1,700 cases of water to areas that were affected by the recent hurricanes. Director Alexander stated he would like bottled water with BWWB labeled on it.

Following, Director Munchus distributed a document to the directors regarding Non-Discrimination Policy. He stated the City of Birmingham recently passed a Non-Discrimination Policy. He stated the Board’s policy states that the policy applies to employees, volunteers, independent contractors and business partners. He then questioned who should be made aware of a vendor who violates this policy. The General Manager stated to submit the complaint in writing to him.

Next, The General Manager stated Jefferson County will implement a 7.9% increase on sewer. Director Clark questioned whether there will be proactive advertisement stating this increase is not from BWWB. Rick Jackson stated he has reached out to Jefferson County and they will handle communication regarding the increase. He stated the focus from the Board will be regarding its own rate increase to keep confusion down.

Following, Director Muhammad apologized to the board for an incident regarding a press conference held on September 27, 2017 on BWWB property. He indicated the press conference was supposed to be held on the sidewalk. Chairwoman Lewis stated she is a member of other organizations; however, that must be kept separate from board activities. She indicated there was an issue with Director Muhammad wearing Board apparel during the press conference and as a

member of the board he needed to be careful to not send the wrong message. Chairwoman Lewis stressed the Board does not endorse any political candidates. She indicated it was very discouraging to see a board member supporting a candidate on BWWB property. Director Clark stated she was offended by Director Muhammad's action. Chairwoman Lewis stated the board needs to be united.

As there was no further business before the Board, Chairwoman Lewis entertained a motion to adjourn the meeting and a motion was duly made and seconded, and the meeting adjourned at 10:31 a.m.

\_\_\_\_\_  
/s/  
Sherry W. Lewis  
Chairwoman/President

Attest:

\_\_\_\_\_  
/s/  
Brett A. King, Esq.  
Secretary-Treasurer