

**MINUTES OF THE REGULAR MEETING OF DIRECTORS
OF THE WATER WORKS BOARD OF THE CITY OF BIRMINGHAM
December 21, 2015**

The regular meeting of the directors of The Water Works Board of the City of Birmingham was held on Monday, December 21, 2015 at 9:30 a.m., at 3600 First Avenue North, Birmingham, Alabama.

The following Directors were present: Ronald A. Mims, Kevin B. McKie, George Munchus, and Sherry W. Lewis. Director Ann D. Florie was not in attendance.

Inasmuch as four Directors were present, a quorum was in attendance.

The meeting was also attended by: Mac Underwood, General Manager; Darryl Jones, Assistant General Manager of Operations and Technical Services; Sonny Jones, Assistant General Manager of Engineering and Maintenance; Michael Johnson, Assistant General Manager of Finance and Administration; Tammy Wilson, Executive Assistant to Assistant General Managers, Sonny Jones and Darryl Jones; Grace Amison, Executive Assistant to the Board of Directors; Ben Sorrell, Perry Crabtree, Iris Fisher, Paul Lloyd, Patty Barron, Tom Helms, Jonathan Malloy and April Nabors, Board Employees; Kelvin Howard and Mark Parnell, Waldrep, Stewart & Kendrick, LLC; Jesse Lewis and Dorian Kendrick, The Lewis Group; Theo Johnson, Volkert & Associates, Inc.; Jerry Jones, ARCADIS; Chandra Abesingha, CE & Associates, Inc.; Courtney French, Mike Petway and Sam Ford, Fuston, Petway and French, LLP; Rodney Givens, Jackson and Tull; Tony Jones, The Jones Group, LLC; William Muhammad, Knowledge is Power.

Chairman Mims, called the meeting to order at 9:33 a.m. and welcomed the meeting body. Assistant General Manager, Sonny Jones, opened the meeting with prayer.

Next, General Manager Mac Underwood asked the Board to adopt a resolution commending the Employees of the Month for February 2016, as set forth in agenda item 1. Jonathan Malloy, Maintenance Planner and April Nabors, Engineer I in the Engineering and Maintenance Division were commended. Human Resources Manager, Paul Lloyd explained that both Jonathan Malloy and April Nabors helped the Birmingham Water Works Board (BWVB) by teaching Grade IV Water Treatment Operator classes due to a vacant Training Specialist position in the Training Department. Jonathan Malloy taught a total of 4 classes and April Nabors taught a total of 2 classes. Rhonda Lewis, from the Training Department, nominated these two employees for Employees of the Month for their willingness to step in and meet this need keeping the BWVB from having to go outside to find an instructor. The meeting body applauded the employees for their hard work. A photograph was taken of the employees with Chairman Mims, who congratulated them following the disbursement of checks. 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. Kevin B. McKie and seconded by Mr. George Munchus, that the Board hereby recognizes and commends Jonathan Malloy and April Nabors, the

Engineering and Maintenance Division’s Employees of the Month for December 2015, on having achieved outstanding job performance, attendance and work above expected levels.

NOW, THEREFORE, BE IT RESOLVED, that Jonathan Malloy and April Nabors are hereby recognized and commended for having been selected as the Engineering and Maintenance Division’s Employees of the Month for December 2015

RESOLVED FURTHER, that the Board and the General Manager are hereby authorized to sign a formal resolution, the wording of which will carry out the intent herein, and a copy of which will be presented to the employees named above. Resolution No. 7062 is hereby adopted by unanimous vote.”

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Following, as set forth in agenda item 2, there was no discussion under old business.

Next, General Manager Mac Underwood asked the Board to approve minutes from a Regular Board of Directors’ Meeting held, October 28, 2015, 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. Kevin B. McKie, that the Board hereby approves minutes of the Regular Board of Directors’ Meeting held on October 28, 2015. Resolution No. 7063 is hereby adopted by unanimous vote.”

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Following, General Manager Mac Underwood asked the Board to reimburse the Operating Account for capital expenditures for the period ended October 31, 2015, from Schedule No. IV (Cash basis), in the amount of \$2,242,913.44, as set forth in agenda item 4.1; and to reimburse the Operating Account for capital expenditure for the period ended November 30, 2015, from Schedule No. IV (Cash basis), in the amount of \$5,390,118.45, as set forth in agenda item 4.2. General Manager Mac Underwood indicated management has reviewed the referenced items and recommends them for approval. Director Lewis asked why Staff waited to request reimbursement of the October 31, 2015 Operating Account. Assistant General Manager Michael Johnson responded when the November Board Meeting took place that management was in the process of reconciling for October; therefore both October and November 2015 were presented on this agenda. On a motion duly made and seconded, the following resolutions were adopted:

“WHEREAS, ARCADIS US, Incorporated, in a Certificate dated December 17, 2015, certified that during the period ended October 31, 2015 that there were expenditures for the cost of system improvements, which were paid out of the Operating Account and reimbursement of that account is now due in the preliminary amount of \$2,242,913.44 and;

WHEREAS, transfers to the Operating Account can be made from any, or a combination, of the following: the 2002 Construction Fund, the Improvement Fund, and/or the Revenue Account.

NOW, THEREFORE, BE IT RESOLVED By The Water Works Board of the City of Birmingham, on a motion duly made by Mr. George Munchus and seconded by Mr. Kevin B. McKie, that the Trustee be, and is hereby instructed to immediately transfer \$2,242,913.44 to the Operating Account from any, or a combination, of the following: The 2002 Construction Fund, the Improvement Fund, and/or the Revenue Account. Resolution No. 7064 is hereby adopted by unanimous vote.”

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“WHEREAS, ARCADIS US, Incorporated, in a Certificate dated December 17, 2015, certified that during the period ended November 30, 2015 that there were expenditures for the cost of system improvements, which were paid out of the Operating Account and reimbursement of that account is now due in the preliminary amount of \$5,390,118.45 and;

WHEREAS, transfers to the Operating Account can be made from any, or a combination, of the following: the 2002 Construction Fund, the Improvement Fund, and/or the Revenue Account.

NOW, THEREFORE, BE IT RESOLVED By The Water Works Board of the City of Birmingham, on a motion duly made by Mr. George Munchus and seconded by Mr. Kevin B. McKie, that the Trustee be, and is hereby instructed to immediately transfer \$5,390,118.45 to the Operating Account from any, or a combination, of the following: The 2002 Construction Fund, the Improvement Fund, and/or the Revenue Account. Resolution No. 7065 is hereby adopted by unanimous vote.”

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Next, General Manager Mac Underwood asked the Board to approve retirements authorizing monthly retirement benefits for Lila Baldwin, (Call Center Representative III – Call Center Department) as stated on the respective retirement calculation, effective January 1, 2016, and commending Ms. Baldwin for her 21 years and 1 month of service at The Water Works Board; Terry Clark, (Pump Station Operator – Cahaba Pump Station) as stated on the respective retirement calculation, effective January 1, 2016, and commending Mr. Clark for his 22 years and 5 months of service at The Water Works Board; Roger Davis, (Senior Meter Reader – Customer Support Services Department) as stated on the respective retirement calculation, effective January 1, 2016, and commending Mr. Davis for his 21 years of service at The Water Works Board; William Guier, (SCADA System Analyst – SCADA Department) as stated on the respective retirement calculation, effective January 1, 2016, and commending Mr. Guier for his 24 years and 6 months of service at The Water Works Board; Shirley Lyles, (Superintendent, Payment Center – Accounting Department) as stated on the respective retirement calculation effective January 1, 2016, and commending Ms. Lyles for her 7 years and 1 month of service at The Water Works Board; Howard Russell, Team Lead, Field Service Technician – Customer

Support Services Department) as stated on the respective retirement calculation, effective January 1, 2016, and commending Mr. Russell for his 30 years and 2 months of service at The Water Works Board; and Alfred Watson, (Senior Automotive Technician – Purchasing Department) as stated on the respective retirement calculation effective January 1, 2016, and commending Mr. Watson for his 20 years and 2 months of service at The Water Works Board, as set forth in agenda items 5.1 through 5.7. General Manager Mac Underwood indicated management has reviewed the referenced items and recommends them for approval. Chairman Mims asked if there are people ready to replace the retiring employees. General Manager Mac Underwood stated a couple of the positions have been filled already and management is in the process of replacing others. Assistant General Manager Michael Johnson stated Shirley Lyles has been replaced as it is a key position adding management did not see a problem replacing the others. Chairman Mims asked how the Board could have someone retiring with only 7 years of service. In the case of Shirley Lyles, General Manager Mac Underwood stated she met the age qualification and is in that tier which allowed employees to retire with less than 10 years of service, which was in place when she was hired. General Manager Mac Underwood explained how the Board’s retirement plan has changed over the years, with there now being a minimum of 10 years of service to meet retirement qualifications regardless of age. Director Munchus asked about succession planning. General Manager Mac Underwood stated about 90% of the time there is someone in place and competent to move into the vacant positions. Shirley Lyles’ position is an unusual circumstance in that there is not anyone qualified internally to fill her position. On a motion duly made and seconded, the following resolutions were adopted:

“WHEREAS, Lila Baldwin, an employee of The Water Works Board of the City of Birmingham ("the Board"), is retiring, effective January 1, 2016, at an age of 64; and

WHEREAS, Lila Baldwin has 21 years and 1 month of continuous service with the Board at her retirement date, and, in accordance with the terms of the Trusteed Pension Plan, Ms. Baldwin is entitled to receive a monthly Retirement payment from the Board’s Retirement Trust Fund in the amount of \$2,048.74; 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. Kevin B. McKie and seconded by Mr. George Munchus, that the Trustee be, and is hereby instructed to pay monthly benefit payments of \$2,048.74 to Ms. Baldwin, beginning January 1, 2016, from the Board’s Retirement Trust Fund, in accordance with the terms of the Pension Plan. Resolution No. 7066 is hereby adopted by unanimous vote.”

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“WHEREAS, Lila Baldwin, an employee of The Water Works Board of the City of Birmingham (“the Board”), is retiring, effective January 1, 2016, after 21 years and 1 month of service with the Board; and

WHEREAS, management has informed the Board of Lila Baldwin’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, Lila Baldwin, 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, Lila Baldwin is hereby commended for her efficiency, reliability, and loyal service to the Board.

BE IT FURTHER RESOLVED, that in recognition of Lila Baldwin'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 Ms. Baldwin. Resolution No. 7067 is hereby adopted by unanimous vote."

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"WHEREAS, Terry Clark, an employee of The Water Works Board of the City of Birmingham ("the Board"), is retiring, effective January 1, 2016, at an age of 61; and

WHEREAS, Terry Clark has 22 years and 5 months of continuous service with the Board at his retirement date, and, in accordance with the terms of the Trusteed Pension Plan, Mr. Clark is entitled to receive a monthly Retirement payment from the Board's Retirement Trust Fund in the amount of \$2,565.14; 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. Kevin B. McKie and seconded by Mr. George Munchus, that the Trustee be, and is hereby instructed to pay monthly benefit payments of \$2,565.14 to Mr. Clark, beginning January 1, 2016, from the Board's Retirement Trust Fund, in accordance with the terms of the Pension Plan. Resolution No. 7068 is hereby adopted by unanimous vote."

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"WHEREAS, Terry Clark, an employee of The Water Works Board of the City of Birmingham ("the Board"), is retiring, effective January 1, 2016, after 22 years and 5 months of service with the Board; and

WHEREAS, management has informed the Board of Terry Clark'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, Terry Clark, 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, Terry Clark is hereby commended for his efficiency, reliability, and loyal service to the Board.

BE IT FURTHER RESOLVED, that in recognition of Terry Clark'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. Clark. Resolution No. 7069 is hereby adopted by unanimous vote."

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"WHEREAS, Roger Davis, 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, Roger Davis has 21 years of continuous service with the Board at his retirement date, and, in accordance with the terms of the Trusteed Pension Plan, Mr. Davis is entitled to receive a monthly Retirement payment from the Board's Retirement Trust Fund in the amount of \$2,392.03; 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. Kevin B. McKie and seconded by Mr. George Munchus, that the Trustee be, and is hereby instructed to pay monthly benefit payments of \$2,392.03 to Mr. Davis, beginning January 1, 2016, from the Board's Retirement Trust Fund, in accordance with the terms of the Pension Plan. Resolution No. 7070 is hereby adopted by unanimous vote."

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"WHEREAS, Roger Davis, an employee of The Water Works Board of the City of Birmingham ("the Board"), is retiring, effective January 1, 2016, after 21 years of service with the Board; and

WHEREAS, management has informed the Board of Roger Davis' 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, Roger Davis, 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, Roger Davis is hereby commended for his efficiency, reliability, and loyal service to the Board.

BE IT FURTHER RESOLVED, that in recognition of Roger Davis' 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. Davis. Resolution No. 7071 is hereby adopted by unanimous vote.”

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“WHEREAS, William Guier, an employee of The Water Works Board of the City of Birmingham ("the Board"), is retiring, effective January 1, 2016, at an age of 52; and

WHEREAS, William Guier has 24 years and 6 months of continuous service with the Board at his retirement date, and, in accordance with the terms of the Trusteed Pension Plan, Mr. Guier is entitled to receive a monthly Retirement payment from the Board’s Retirement Trust Fund in the amount of \$1,685.90; 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. Kevin B. McKie and seconded by George Munchus, that the Trustee be, and is hereby instructed to pay monthly benefit payments of \$1,685.90 to Mr. Guier, beginning January 1, 2016, from the Board’s Retirement Trust Fund, in accordance with the terms of the Pension Plan. Resolution No. 7072 is hereby adopted by unanimous vote.”

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“WHEREAS, William Guier, an employee of The Water Works Board of the City of Birmingham(“the Board”), is retiring, effective January 1, 2016, after 24 years and 6 months of service with the Board; and

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

BE IT FURTHER RESOLVED, that in recognition of William Guier’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. Guier. Resolution No. 7073 is hereby adopted by unanimous vote.”

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“WHEREAS, Shirley Lyles, an employee of The Water Works Board of the

City of Birmingham ("the Board"), is retiring, effective January 1, 2016, at an age of 66; and

WHEREAS, Shirley Lyles has 7 years and 1 month of continuous service with the Board at her retirement date, and, in accordance with the terms of the Trusteed Pension Plan, Ms. Lyles is entitled to receive a monthly Retirement payment from the Board's Retirement Trust Fund in the amount of \$1,070.11; 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. Kevin B. McKie and seconded by Mr. George Munchus, that the Trustee be, and is hereby instructed to pay monthly benefit payments of \$1,070.11 to Ms. Lyles, beginning January 1, 2016, from the Board's Retirement Trust Fund, in accordance with the terms of the Pension Plan. Resolution No. 7074 is hereby adopted by unanimous vote."

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"WHEREAS, Shirley Lyles, an employee of The Water Works Board of the City of Birmingham, is retiring, effective January 1, 2016, after 7 years and 1 month of service with the Board; and

WHEREAS, management has informed the Board of Shirley Lyles' 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, Shirley Lyles, 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, Shirley Lyles is hereby commended for her efficiency, reliability, and loyal service to the Board.

BE IT FURTHER RESOLVED, that in recognition of Shirley Lyles' 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 Ms. Lyles. Resolution No. 7075 is hereby adopted by unanimous vote."

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"WHEREAS, Howard Russell, an employee of The Water Works Board of the City of Birmingham ("the Board"), is retiring, effective January 1, 2016, at an age of 57; and

WHEREAS, Howard Russell has 30 years and 2 months of continuous service with the Board at his retirement date, and, in accordance with the terms of the Trusteed Pension Plan, Mr. Russell is entitled to receive a monthly Retirement payment from the Board's Retirement Trust Fund in the amount of \$3,776.90; 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. Kevin B. McKie and seconded by Mr. George Munchus, that the Trustee be, and is hereby instructed to pay monthly benefit payments of \$3,776.90 to Mr. Russell, beginning January 1, 2016, from the Board's Retirement Trust Fund, in accordance with the terms of the Pension Plan. Resolution No. 7076 is hereby adopted by unanimous vote."

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"WHEREAS, Howard Russell, an employee of The Water Works Board of the City of Birmingham, is retiring, effective January 1, 2016, after 30 years and 2 months of service with the Board; and

WHEREAS, management has informed the Board of Howard Russell'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, Howard Russell, 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, Howard Russell is hereby commended for his efficiency, reliability, and loyal service to the Board.

BE IT FURTHER RESOLVED, that in recognition of Howard Russell'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. Russell. Resolution No. 7077 is hereby adopted by unanimous vote."

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"WHEREAS, Alfred Watson, an employee of The Water Works Board of the City of Birmingham ("the Board"), is retiring, effective January 1, 2016, at an age of 71; and

WHEREAS, Alfred Watson has 20 years and 2 months of continuous service with the Board at his retirement date, and, in accordance with the terms of the Trusteed Pension Plan, Mr. Watson is entitled to receive a monthly Retirement payment from the Board's Retirement Trust Fund in the amount of \$2,298.73; 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. Kevin B. McKie and seconded by Mr. George Munchus, that the Trustee be, and is hereby instructed to pay monthly benefit payments of \$2,298.73 to Mr. Watson, beginning January 1, 2016, from the Board's

Retirement Trust Fund, in accordance with the terms of the Pension Plan. Resolution No. 7078 is hereby adopted by unanimous vote.”

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“WHEREAS, Alfred Watson, an employee of The Water Works Board of the City of Birmingham, is retiring, effective January 1, 2016, after 20 years and 2 months of service with the Board; and

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

BE IT FURTHER RESOLVED, that in recognition of Alfred Watson’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. Watson. Resolution No. 7079 is hereby adopted by unanimous vote.”

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Following, General Manager Mac Underwood asked the Board to amend resolutions to reflect the revised monthly benefits from the Board’s Retirement Trust Fund for Joel Rhaly in the amount of \$8,376.98. Resolution No. 6367 was adopted December 14, 2012 in the amount of \$8,695.71 and for Vickie Callins in the amount of \$3,284.06, and to authorize a one-time payment of \$25.68 to Vickie Callins to cover the difference owed in monthly retiree benefits from October 1, 2015 – December 31, 2015. Resolution No. 7005 was adopted September 30, 2015 in the amount of \$3,275.50, effective January 1, 2016, as set forth in items 6.1 and 6.2. Director McKie asked how this error was discovered. Assistant General Manager Michael Johnson stated initially it was looked at because it seemed a little high. Then it was discovered that Mr. Rhaly’s car allowance and group term life insurance were mistakenly included in his calculation. Following that, others were looked at more closely, according to Assistant General Manager Michael Johnson. From this point forward there are two other individuals in place to review the retirements. Some discussion took place concerning the repayment of funds and whether the company is liable for the mistake. Director Lewis stated the Board needs to look at how other instances of this nature were handled and be consistent. On a motion duly made and seconded, the following resolutions were adopted:

“BE IT RESOLVED, By the Board of Directors of 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 amends the following monthly retirement benefits:

6.1 Joel Rhaly’s monthly retirement benefits in the amount of \$8,376.98. Resolution No. 6367 was adopted December 14, 2012 in the amount of \$8,695.71.

Resolution No. 7080 is hereby adopted by unanimous vote.”

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“BE IT RESOLVED, By the Board of Directors of 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 amends the following monthly retirement benefits:

6.2 Vickie Callins’ monthly retirement benefits in the amount of \$3,284.06, and to authorize a one-time payment of \$25.68 to cover the difference owed in monthly retiree benefits from October 1, 2015 – December 31, 2015. Resolution No. 7005 was adopted September 30, 2015 in the amount of \$3,275.50.

Resolution No. 7081 is hereby adopted by unanimous vote.”

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Next, General Manager Mac Underwood requested the Board to adopt a resolution approving the Board of Directors and the General Manager to travel to and from various cities to attend conferences/annual meetings for calendar year 2016, as outlined in the resolution, to pay any advances necessary and to reimburse all appropriate expenses incurred by the Board and the General Manager in connection with the respective conferences/annual meetings, as required by the Board’s and the Employees’ Travel Expense Reimbursement Policies, as set forth in agenda item 7. Director McKie asked why bond issues were included as part of the 2016 travel, as he understood they only come up every other year. Grace Amison, Executive Assistant to the Board of Directors, explained that it is on the schedule every year. On a motion duly made and seconded, the following resolution was adopted:

“BE IT RESOLVED By The Water Works of the City of Birmingham, on a motion duly made by Mr. George Munchus and seconded by Mr. Kevin B. McKie, that the Board of Directors and the General Manager are hereby approved to travel to and from various cities to attend conferences/annual meetings for calendar year 2016, as listed below, to pay any advances necessary and to reimburse all appropriate expenses incurred by the Board of Directors and the General Manager in connection with the following said conferences/annual meetings, as required by the Board’s and the Employees’ Travel Expense Reimbursement Policies:

	ANNUAL CONFERENCES THE BOARD AND/OR THE GENERAL MANAGER PLAN TO ATTEND	
February 15 – 17, 2016	Training 2016 Conference & Exposition “This conference is designed for learning, training and performance professional.”	Lake Buena Vista, FL
February 24 – 27, 2016	2016 Utility Management Conference – AWWA - WEFTEC	San Diego, CA

	“This is a ‘Utility Leader Forum’ to hear the latest approaches, practices, processes, techniques, case studies, and research in all aspects of utility management.”	
April 13 - 17, 2016	Forum 2016 National Conference - National Forum for Black Public Administrators “This Forum provides ‘Waves of Change, Oceans of Opportunity Repositioning Our Communities for the Future’”.	Portland, OR
June 19 - 22, 2016	AWWA Annual Conference & Exposition (ACE) – 2016 “The AWWA Annual Conference provides an environment where water professionals can be leaders and learn from leaders in the water industry.”	McCormick Place, IL
July 24 – 29, 2016	Alabama Society of CPAs (ASCPA) Annual Conference (for General Manager)	San Destin, FL
September 7 –9, 2016	2016 Annual Alabama Water Resources Symposium Conference “This is a Forum for all participants of Water Resources”	Orange Beach, AL
October 9 – 11, 2016	Alabama-Mississippi Section 2016 Conference – AWWA “A nonprofit scientific and educational society dedicated to the improvement of drinking water quality and supply.”	Montgomery, AL
	OTHER CONFERENCES THE BOARD MAY ATTEND	
March 20 – 23, 2016	2016 Water Policy Conference – Association of Metropolitan Water Agencies” The AMWA provides utility managers with a wealth of ideas and practical knowledge.”	Washington, D.C.
October 9 - 12, 2016	SAP for Utilities 2016 “SAP offers utility leaders, managers, directors and other utility professionals with best practices, innovative ideas.....”	Huntington Beach, CA
October 16 - 19, 2016	2016 Annual Executive Management Conference – Association of Metropolitan Water Agencies* “The Association of Metropolitan Water Agencies serves CEOs and general managers by providing tools for competitiveness and management.”	Scottsdale, AZ

DATES TO BE DETERMINED	Various trips in 2016 to meet with rating agencies and bond underwriters – NYC [As Needed]	New York, NY
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BE IT FURTHER RESOLVED, that prepayment of registration and workshop fees are hereby approved for the Board of Directors, the General Manager and other Board employees as set out above for the referenced conferences/seminars/annual meetings.

Resolution No. 7082 is hereby adopted by unanimous vote.”

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Following, General Manager Mac Underwood asked the Board to amend its By-Laws in Section 6. Regular Board Meetings to reflect two Regular Board Meetings will be scheduled each month and to eliminate the Informational Board Meeting, effective January 1, 2016, as set forth in agenda item 8. Director Munchus asked if monthly Division Reports would still be available to the Directors. No one gave a direct response. On a motion duly made a seconded, the following resolution was adopted:

“BE IT RESOLVED By The Water Works Board of the City of Birmingham (the “Board”) at its Regular Board of Directors’ Meeting held on December 21, 2015, on a motion duly made by Mr. George Munchus and seconded by Mr. Kevin B. McKie that the Board hereby amends those certain By-Laws of The Water Works Board of the City of Birmingham, a copy of which is attached hereto.

Resolution No. 7083 is hereby adopted by Directors Mims, McKie and Munchus. Director Lewis voted no.”

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Next, General Manager Mac Underwood asked the Board to approve payments of invoices, as set forth in agenda items 9.1 through 9.5. General Manager Mac Underwood indicated management has reviewed the referenced invoices and recommends them for approval. On a motion duly made and seconded, the following resolution was adopted:

“BE IT RESOLVED By The Water Works Board of the City of Birmingham (“the Board”), on a motion duly made by Mr. George Munchus and seconded by Mr. Kevin B. McKie, that the Board hereby authorizes staff to execute payments to the following:

- 9.1 Birmingham Construction Industry Authority, Inc.
For professional services rendered for December 2015 \$ 2,000.00
- 9.2 Raftelis Financial Consultants, Inc.
For professional services rendered for November 2015 \$ 9,486.54
- 9.3 Fuston, Petway & French, LLP

	For professional services rendered for November 2015	<u>\$ 12,350.00</u>
9.4	<u>The Lewis Group, Inc.</u> For professional services rendered for November 2015	<u>\$ 25,000.00</u>
9.5	<u>Waldrep Stewart & Kendrick, LLC</u> For professional services rendered for November 2015	<u>\$ 91,301.73</u>

Resolution No. 7084 is hereby adopted by unanimous vote.”

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Following, General Manager Mac Underwood asked the Board to award bids to Consolidated Pipe, the lowest responsible and responsive bidder, for an estimated annual quantity of unions to replenish the warehouse inventory at an out-of-pocket cost to the Board of \$103,535.15; Alabama Janitorial Services, the lowest responsible and responsive bidder, for janitorial services at an estimated out-of-pocket cost to the Board of \$138,912.00. [NOTE: Eagle Cleaning Service, the apparent low bidder, was determined to be non-responsible due to unsatisfactory performance of services as provided by their references.]; and three separate contractors to provide on call water utility repair service throughout the limits of the Board’s Distribution System: Jones Utility & Contracting, the lowest responsible and responsive bidder, for estimated quantities for on call water utility contracting, at an estimated annual out-of-pocket cost to the Board of \$1,496,333.00, Startley General Contracting, the lowest responsible and responsive bidder, for an estimated annual out-of-pocket cost to the Board of \$1,621,919.50 and REV Construction, the lowest responsible and responsive bidder, for estimated quantities for the on call water utility contracting, at an estimated annual out-of-pocket cost to the Board of \$1,741,306.00, as set forth in agenda items 10.1, 10.2 and 10.3. General Manager Mac Underwood explained that sometimes Staff carries these bids over a year or two, but management recommends approval of these items. Director Munchus responded that he would like to table item 10.3. Director Lewis stated she gets concerned when she sees such large numbers, adding she would like a report on exactly what was spent last year and the year before with these On-Call companies. Assistant General Manager Sonny Jones was prepared with a handout (wherein a copy is on file with the Board meeting book) which contained the On-Call Water Utility Contractor summary for the bid award. Director Lewis asked to see how the companies are incorporating minority businesses as well. Assistant General Manager Sonny Jones added that the On-Call companies are used in three separate instances; ordinary repairs, extraordinary repairs and capital repairs. Director Lewis stated her concern is when we go over the estimated amount and the Board is not aware of it. Director McKie stated he agreed that it would be helpful to know in the future what was spent on estimated amounts the previous two years. On a motion duly made and seconded, the following resolutions were tabled and 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 item 10.3 relative to the following:

10.3 Three (3) separate contractors to provide on call water utility repair service throughout the limits of the Board’s Distribution System:

- Jones Utility & Contracting, the lowest responsible and responsive bidder, for estimated quantities for the on call water utility contractors, at an estimated annual out-of-pocket cost to the Board of \$1,496,333.00.
- Startley General Contracting, the lowest responsible and responsive bidder, for an estimated annual out-of-pocket cost to the Board of \$1,621,919.50.
- REV Construction, the lowest responsible and responsive bidder, for estimated quantities for the on call water utility contractors, at an estimated annual out-of-pocket cost to the Board of \$1,741,306.00.

Resolution No. 7085 is hereby tabled by unanimous vote.”

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“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 award bids on the following:

- 10.1 Consolidated Pipe, the lowest responsible and responsive bidder, for an estimated annual quantity of unions to replenish the warehouse inventory at an out-of-pocket cost to the Board of \$103,535.15.
- 10.2 Alabama Janitorial Services, the lowest responsible and responsive bidder, for janitorial services at an estimated out-of-pocket cost to the Board of \$138,912.00. [NOTE: Eagle Cleaning Service, the apparent low bidder, was determined to be non-responsible due to unsatisfactory performance of services as provided by their references.]

Resolution No. 7086 is hereby adopted by unanimous vote.”

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Next, General Manager Mac Underwood asked the Board to enter into a one-year renewal agreement with The Jones Group, LLC to provide legislative support services in the amount of \$5,000.00 per month and to authorize the General Manager and/or Assistant General Manager to execute said agreement, as set forth in agenda item 11. General Manager Mac Underwood stated management recommends approval of this item. 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. Kevin B. McKie,

that the Board hereby enters into a one-year renewal agreement with The Jones Group, LLC to provide legislative support services in the amount of \$5,000.00 per month and to authorize the General Manager and/or Assistant General Manager to execute said agreement.

Resolution No. 7087 is hereby adopted by unanimous vote.”

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Following, the General Manager announced that the BWWB offices would be closed Thursday and Friday, December 24th and 25th in observance of Christmas and again Friday, January 1st in observance of New Year’s Day. Mac Underwood stated there would be a skeleton crew operating during these times adding that at least one or two of the executive Staff would be available at all times.

Next, Director Lewis wished the meeting body a Merry Christmas and stated she had not forgotten about the kids and teachers that were cut from the 2016 budget. Director Lewis requested the Board and Staff think about this. Director Munchus said he did not believe there was a consensus to move the item at this time; however maybe next year it could be re-visited. Director McKie stated he was interested in evaluating the strengths and weaknesses of the Young Water Ambassador program in the future.

As there was no further business before the Board, a motion was duly made and seconded, and the meeting was adjourned at 10:09 a.m.

s/s
Ronald A. Mims
Chairman/President

Attest:

s/s
George Munchus
Secretary-Treasurer