

**MINUTES OF THE REGULAR MEETING OF DIRECTORS
OF THE WATER WORKS BOARD OF THE CITY OF BIRMINGHAM
May 11, 2016**

The regular meeting of the directors of The Water Works Board of the City of Birmingham was held on Wednesday, May 11, 2016 at 9:00 a.m., at 3600 First Avenue North, Birmingham, Alabama.

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

Inasmuch as all 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; Paul Lloyd and Joyce Dupree, Board employees; Dan Meadows, S.S. Nesbitt & Company, Inc.; Dorian Kendrick and Rickey White, Lewis and Company; Theo Johnson, Volkert & Associates, Inc.; Jerry Jones and Brian Ruggs, ARCADIS; Matthew Arrington, Terminus Municipal Advisors, LLC; Courtney French, Mike Pettway and Sam Ford, Fuston, Petway and French, LLP; David Merrida, Birmingham Construction Industry Authority; John Ray, KHAFRA; Rodney Givens, Jackson and Tull; Mark Johnson and Bo Daniels, Healthstat; David Russell, Richard Franklin and Jimmy Brown, City of Birmingham citizens.

Chairman Mims called the meeting to order at 9:07 a.m. and welcomed the meeting body. Assistant General Manager Michael Johnson opened the meeting with prayer.

Following, General Manager Mac Underwood announced that former General Manager Michael Vann was not doing well. He asked that everyone keep him in their prayers.

There was no old business.

Next, GM Mac Underwood asked the Board to approve payments of invoices, as set forth in agenda items 2.1 through 2.5. He 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. Kevin B. McKie and seconded by Mr. George Munchus, that the Board hereby authorizes staff to execute payments to the following:

- 2.1 Raftelis Financial Consultants, Inc.
For professional services rendered for April 2016 \$ 2,178.75

2.2	<u>Maynard, Cooper & Gale, P. C.</u> For professional services rendered for April 2016	<u>\$ 5,531.38</u>
2.3	<u>Terminus Municipal Advisors, LLC</u> For professional services rendered for April 2016	<u>\$ 6,500.00</u>
2.4	<u>Fine Geddie & Associates, LLC</u> For professional services rendered for May 2016	<u>\$ 10,000.00</u>
2.5	<u>ARCADIS U.S., INC</u> For professional services rendered per March's 2016 Progress Report (March 2016)	<u>\$682,639.03</u>

Resolution No. 7181 is hereby adopted by unanimous vote.”

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Following, GM Mac Underwood requested the Board to award a bid to Nelson Glass Company, the lowest responsible and responsive bidder, for window replacement at the Main Campus Administration Building, at an out-of-pocket cost to the Board of \$214,280.00, as set forth in agenda item 3. Director McKie asked if all windows were being replaced. Assistant General Manager Sonny Jones responded that not all windows would be replaced, but mostly the windows on the front of the building and some windows on the side of the building. GM Mac Underwood stated many of the windows are leaking. Director Florie asked if Staff believed the price was competitive. AGM Sonny Jones responded he believed the price was fair and that these are odd sized windows. 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 award a bid to Nelson Glass Company, the lowest responsible and responsive bidder, for window replacement at the Main Campus Administration Building, at an out-of-pocket cost to the Board of \$214,280.00.

Resolution No. 7182 is hereby adopted by unanimous vote.”

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Next, GM Mac Underwood requested the Board to approve the termination of the annual agreement with Healthstat, Inc. to provide Health and Wellness Services for the BWWB and termination of the BWWB’s agreement with Sloss Real Estate Company, Inc. for the lease of the office space to house the Health and Wellness Center, as recommended by the Human Resources Committee and as set forth in agenda item 4.1 and 4.2. Director Munchus stated he would abstain due to the fact that he missed the Human Resources Committee meeting where this discussion took place. Director Florie asked if Staff had met with Healthstat. Human Resources Manager Paul Lloyd stated they had been in discussions with Healthstat about the possibility of

terminating their agreement. Director Florie asked if anyone had spoken with Sloss Real Estate Company, Inc. GM Mac Underwood stated no one had spoken with Sloss to his knowledge. Director Florie stated she thought Staff should also have talked to Sloss regarding the possibility of not renewing the lease. Director McKie asked if the Board attorneys had reviewed the contracts. Attorney French stated that attorney Paige Goldman had reviewed the legality of terminating these contracts. Director Lewis stated she never received the information requested of Staff regarding the breakdown of costs for the Health and Wellness Center services and what would be provided to employees in replacement of terminating this benefit. Director McKie stated the employees would still have their health insurance and be able to see their own healthcare providers. Chairman Mims asked who was asked to provide the information to Director Lewis. GM Mac Underwood responded that he and AGM Michael Johnson were asked to provide this information. Chairman Mims asked that the information be provided to Director Lewis as she requested. 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 Mrs. Ann D. Florie, that the Board hereby approves the following:

- 4.1 Termination of the annual agreement with Healthstat, Inc. to provide Health and Wellness Services for the BWWB, as recommended by the Human Resources Committee.
- 4.2 Termination of the BWWB’s agreement with Sloss Real Estate Company, Inc. for the lease of office space to house the Health and Wellness Center, as recommended by the Human Resources Committee.

Resolution No. 7183 is hereby adopted by Directors Mims, McKie and Florie. Director Lewis voted no. Director Munchus abstained.”

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Following, GM Mac Underwood requested the Board to ratify the award of bids to Alabama Media Group, the lowest responsible and responsive bidder, to print 345,000 copies of the 2016 Consumer Confidence Report, at an out-of-pocket cost to the Board of \$41,000.00 and Advance Central Services, the lowest responsible and responsive bidder, to perform mail preparation and sorting services for 345,000 copies of the 2016 Consumer Confidence Report, at an out-of-pocket cost to the Board of \$6,673.48, as set forth in agenda item 5.1 and 5.2. Director McKie asked if Advance Central Services and Alabama Media Group were related. GM Mac Underwood responded he did not know if they were related but added they are both in Birmingham. Chairman Mims asked if there were any minority vendors who placed bids. GM Mac Underwood stated there were only two bidders and neither were minority. 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 ratifies the following:

- 5.1 Award of bid to Alabama Media Group, the lowest responsible and responsive bidder, to print 345,000 copies of the Consumer Confidence Report, at an out-of-pocket cost to the Board of \$41,000.00.
- 5.2 Award of bid to Advance Central Services, the lowest responsible and responsive bidder, to perform mail preparation and sorting services for 345,000 copies of the 2016 Consumer Confidence Report, at an out-of-pocket cost to the Board of \$6,673.48.

Resolution No. 7184 is hereby adopted by unanimous vote.”

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Next, David Merrida with Birmingham Construction Industry Authority (BCIA) announced that BCIA will be having another Training Program at the Crossplex on May 11th at 5:00 p.m. BWWB Purchasing Manager Ed Travis would be providing some of the training.

Following, Director Lewis asked about the status of the curb replacements the BWWB is doing and if they can be ADA compliant. GM Mac Underwood stated he had a discussion with Andre Bittas, City of Birmingham engineer regarding the issue and he was told the city had to approve this and the funding is not there for the city to replace standard curbs with ADA compliant curbs. AGM Sonny Jones stated the city regularly does inspections and they always tell BWWB to replace the curbs the way they were originally with standard curbs. Attorney French volunteered to assist with the city’s legal team on this matter.

Next, David Merrida added that following the pre-bid meeting on May 22th regarding the work at Shades Mountain Filter Plant, there will be a meet and greet in an effort to boost minority participation.

Following, Board attorney Courtney French requested the Board enter into an Executive Session to discuss a potential legal matter and threatened litigation. 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 Mrs. Ann D. Florie and seconded by Mr. George Munchus, that the Board hereby approves an Executive Session to discuss a potential legal matter and threatened litigation.

Resolution No. 7185 is hereby adopted by unanimous vote.”

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At 9:25 a.m. the Board Directors, Senior Staff and the Board’s attorneys entered into an Executive Session.

At 10:05 a.m. a motion was made and seconded to reopen the meeting.

As there was no further business before the Board, a motion was duly made and seconded, and the meeting was adjourned at 10:06 a.m.

_____/s/_____
Ronald A. Mims
Chairman/President

Attest:

_____/s/_____
George Munchus
Secretary-Treasurer