

**MINUTES OF THE REGULAR MEETING OF DIRECTORS
OF THE WATER WORKS BOARD OF THE CITY OF BIRMINGHAM
October 28, 2015**

The regular meeting of the directors of The Water Works Board of the City of Birmingham was held on Wednesday, October 28, 2015 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; Ben Sorrell, George Anderson, Iris Fisher, Russell Jennings and Paul Lloyd, Board Employees; Kelvin Howard, Mark Parnell, and Charlie Waldrep, 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, Fuston, Petway and French, LLP; David Merrida, Birmingham Construction Industry Authority; John Ray, KHAFRA Engineering Consultants, Inc.; Cathy Wright, Clarus Consulting Group.

General Manager, Mac Underwood, called the meeting to order at 9:03 a.m. and welcomed the meeting body. Mac Underwood announced that a Birmingham Water Works Board (BWVB) employee, Sidney May from the Engineering Department, was in the Cardiac Intensive Care Unit at U.A.B. Assistant General Manager, Sonny Jones, opened the meeting with prayer including Mrs. May in the prayer.

Next, Mac Underwood asked the Board to adopt a resolution commending the Employee of the Month for October 2015, as set forth in agenda item 1. Russell Jennings, Maintenance Superintendent in the Engineering and Maintenance Division was commended. Paul Lloyd and Russell Jennings stood before the meeting body as Paul Lloyd explained why Russell Jennings was nominated. Russell Jennings works in the Electrical and Mechanical Shop (E & M Shop) and is a 28-year employee. His manager, John Reymann nominated Mr. Jennings based on the fact that he saw an individual in need while he was working and went out of his way to solve the problem. Paul Lloyd referred to Mr. Jennings as a Good Samaritan. While driving on the expressway, Mr. Jennings noticed a lady on the side of the road who had a flat tire on the truck she was driving. After putting the spare tire on for the lady he noticed the tire had very low pressure. Mr. Jennings called in to the BWVB Transportation Department to borrow a portable air tank in order to fill the tire to a safe pressure to drive on. Photographs were taken of Russell Jennings with Chairman Ronald A. Mims. Assistant General Manager, Sonny Jones reiterated what Human Resources Manager, Paul Lloyd said, stating Russell Jennings was a fine, hard-

working employee adding the E & M Shop would have a hard time functioning without him. The meeting body applauded Mr. Jennings for his actions. On a motion duly made and seconded, the following resolution was adopted:

“WHEREAS, the Board has established an Employee of the Month Program; and

Whereas, Russell Jennings has been selected as the Engineering and Maintenance Division’s Employee of the Month for October 2015; and

WHEREAS, the Board desires to recognize and commend the employees who have been selected as Employee of the Month; and

NOW, THEREFORE, BE IT RESOLVED, that Russell Jennings is hereby recognized and commended for having been selected as the Engineering and Maintenance Division’s Employee of the Month for October 2015.

BE IT FURTHER RESOLVED, that in recognition of Russell Jennings, 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 Mr. Jennings. Resolution No. 7017 is hereby adopted by unanimous vote on October 28, 2015.”

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Following, under old business, as set forth in item 2, Director Munchus apologized for missing the previous meeting where the proposed retreat led by Clarus Consulting Group was discussed. Director Munchus stated he had some questions about the retreat. Mac Underwood stated if the Board agreed, the meeting body could move into item 10 on the agenda. The request is for the Board to approve a proposal from Clarus Consulting Group to conduct a Board retreat to discuss best practices in governance & protocols, priorities and communication strategies and other related issues at a cost not to exceed \$20,058.00. Director Munchus stated he was ambivalent to this request adding he was unsure why this retreat would be needed. Director McKie stated he brought the request forward believing it was a positive effort and that it would enable the Board and Staff to move forward in preparation for the changes coming in 2017 with the new legislation which was passed. Director McKie added he thought it was important that all Board members participate. Director Munchus stated he had attended some church retreats in the past and he felt they were a waste of time. Director Munchus also stated he knew one had to keep an open mind though. Director Lewis asked why the Board should be concerned with the new legislation now and why we didn’t just cross that bridge when we got to it. Director Lewis also stated she thought the Board already had a Strategic Plan. Mac Underwood responded yes there is a current 2012 - 2015 Strategic Plan. The retreat would be a way to update the Strategic Plan, making sure the Board and Staff stay on the same page according to Mac Underwood. Director McKie stated the Strategic Plan is a living document meant to grow. Director Florie stated the retreat could help everyone work better together. 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 a proposal from Clarus Consulting Group to conduct a Board

retreat to discuss best practices in governance & protocols, priorities and communication strategies and other related issues at a cost not to exceed \$20,058.00. Resolution No. 7018 is hereby adopted by Directors Mims, McKie and Florie. Director Munchus abstained from voting and Director Lewis voted no.”

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Mac Underwood stated Staff is looking at the first week in December for the retreat. Cathy Wright of Clarus Consulting Group thanked the Board for the opportunity to host the retreat adding she believed the Board and Staff would find that Clarus Consulting Group would make the retreat very worthwhile. Some dates will be forwarded to Board and Staff as possible times for the retreat to take place.

Following, Mac Underwood asked the Board to approve minutes from a Regular Board of Directors’ Meeting held September 16, 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 September 16, 2015. Resolution No. 7019 is hereby adopted by unanimous vote.”

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Next, Mac Underwood asked the Board to reimburse the Operating Account for capital expenditures for the period ended September 30, 2015, from Schedule No. IV (Cash Basis), in the amount of \$3,790,883.62, as set forth in agenda item 4. On a motion duly made and seconded, the following resolution was adopted:

“WHEREAS, ARCADIS US, Incorporated, in a Certificate dated October 21, 2015, certified that during the period ending September 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 \$3,790,883.62 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 \$3,790,883.62 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. 7020 is hereby adopted by unanimous vote.”

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Following, Mac Underwood asked the Board to approve payments of invoices, as set forth in agenda items 5.1 through 5.3. 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:

- 5.1 The Jones Group, LLC
For professional services rendered through October 2015 \$ 5,000.00

- 5.2 Waldrep Stewart & Kendrick, LLC
For professional services rendered through September 2015 \$ 81,713.03

- 5.3 ARCADIS, U.S., Inc.
For professional services rendered per September’s 2015 Progress
Report (September 2015) \$ 697,828.75

Resolution No. 7021 is hereby adopted by unanimous vote.”

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Next, Mac Underwood requested the Board to award a bid to PCN Strategies, the lowest responsible and responsive bidder, for providing up to 110 GETAC B300 Ultra Rugged Notebook Computers and up to 28 GETAC Office Docking Stations, at an estimated out-of-pocket cost to the Board of \$395,000.76, as set forth in agenda item 6. Information Technology Manager, George Anderson, explained that BWWB field personnel are using Panasonic 2010 and 2011 model equipment which have been modified as much as possible. Mac Underwood added this equipment is designed for use in the field to help with line location and it is very rugged to withstand this type of use. Director Munchus asked if the other bidder information is available in Diligent. Mac Underwood responded yes. Director Munchus asked where PCN Strategies is located. George Anderson responded Washington, D. C. 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 authorizes staff to award bid to PCN Strategies, the lowest responsible and responsive bidder, for providing up to 110 GETAC B300 Ultra Rugged Notebook Computers and up to 28 GETAC Office Docking Stations, at an estimated out-of-pocket cost to the Board of \$395,000.76. Resolution No. 7022 is hereby adopted by unanimous vote.”

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Following, Mac Underwood requested the Board to award bids to approve the following Board of Directors' actual travel expenses for the 2015 Alabama-Mississippi Section of AWWA Annual Conference: Director Mims in the amount of \$1,413.06; and Director McKie in the amount of \$651.11, as set forth in agenda item 7. 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. 6837 adopted by the Board of Directors on December 23, 2014, approval was given to attend the Alabama-Mississippi Section of AWWA Annual Conference for 2015, scheduled October 11 - 13, 2015, in Biloxi, Mississippi; 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, that the following board member(s) be reimbursed for his/her actual expenses pertaining to said conference as follows:

- Ronald A. Mims for total expenses including conference registration, lodging (room and tax only), business meals, and mileage for round trip from Birmingham, Alabama to Biloxi, Mississippi, in the amount of \$1,413.06 (as itemized on the attached Travel and Business Expense Reimbursement form).
- Kevin B. McKie for total expenses including lodging (room and tax only), business meals, and mileage for round trip from Birmingham, Alabama to Biloxi, Mississippi, in the amount of \$651.11 (as itemized on the attached Travel and Business Expense Reimbursement form).

Resolution No. 7023 is hereby adopted by a roll call vote: Chairman Mims, yea; Director McKie, yea; Director Florie, yea; Director Munchus, yea; and Director Lewis, yea.”

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Next, Mac Underwood requested the Board to approve the General Manager to attend the 2015 International Water & Climate Forum in San Diego, CA on December 7-9, 2015 and to pay any advances necessary and to reimburse all appropriate expenses incurred, as set forth in agenda item 8. 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 the General Manager to attend the 2015 International Water & Climate Forum in San Diego, CA on December 7-9, 2015 and to pay any advances necessary and to reimburse all appropriate expenses incurred. Resolution No. 7024 is hereby adopted by unanimous vote.”

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Following, Mac Underwood requested the Board to approve a service agreement with Preferred Government Claims Solution, Inc. to provide claims management services from October 1, 2015 through September 30, 2016, as set forth in agenda item 9. 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 a service agreement with Preferred Government Claims Solution, Inc. to provide claims management services from October 1, 2015 through September 30, 2016. Resolution No. 7025 is hereby adopted by unanimous vote.”

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Next, Mac Underwood requested the Board to table agenda items 11, 12.1, 12.2 and 13 regarding Inland Lake license holder requests until Staff obtained further information. Director Munchus asked if there were any issues at Inland Lake. Mac Underwood responded no, but the license holders are required to submit any sales or property requests to the 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. George Munchus and seconded by Mrs. Ann D. Florie, that the Board hereby tables items 11, 12.1 and 12.2 and 13 relative to the following:

- 11. To approve the license holder on Lot 6 at Inland Lake to screen in the open porch on the north side of the cabin at no cost to the Board.
- 12.1 To decline the offer to purchase Lot 10 at Inland Lake from the license holder at a cost of \$249,900.00.
- 12.2 To approve the license holder on Lot 10 at Inland Lake to make certain exterior repairs/improvements (that is, painting of cabin and out buildings, latticework replacement, leak repair, elevator lift repair, reconstruction of the boathouse, and other general site improvements) at no cost to the Board.
- 13. To approve the license holder on Lot 44A at Inland Lake to install a tram due to the steepness of the grade from the boat dock to the cabin at no cost to the Board.

Resolution No. 7026 is hereby tabled by unanimous vote.”

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Following, Director Lewis asked if the fires at Sipsey were a concern for BWWB. Sonny Jones responded no. Mac Underwood updated the Board on recent scams going around involving the BWWB. A group is calling BWWB customers saying their water will be turned off if the customer does not give a payment over the phone. Mac Underwood stated the Police

Department was notified and he assured the Board that BWWB never requests payment over the phone. Chairman Mims asked if BWWB had an Active Shooter Policy in place. Darryl Jones responded yes, the Payment Center has one; however, this does not apply to all buildings on campus. Director Lewis stated Miles College had a text messaging system in place for events of this nature and asked if BWWB had the capability to do this. Mac Underwood asked IT Manager, George Anderson to explain the voluntary system BWWB has in place which is similar. George Anderson stated the server BWWB has in place is voluntary at this time, but is capable of sending messages to employees who have chosen to participate. Paul Lloyd stated the Safety Committee through the State of Alabama and the Department of Homeland Security launched a video on BWWB TV on this subject just recently. Mac Underwood stated a course was also given for BWWB Managers and Supervisors on Active Shooters. Director Munchus asked what the Board's policy is on weapons. Mac Underwood explained that it became a state law recently that employees can have weapons in their vehicles, but not inside campus buildings. Our protocol in the situation of a disgruntled employee, Mac Underwood stated, is to quickly get these subjects off campus and inform Security that they are not allowed on the premises. Their badge and access is de-activated upon termination.

Next, Darryl Jones stated, on a positive note that the Alabama Department of Environmental Management (ADEM) is conducting their annual meeting in Montgomery beginning later today and that the BWWB could receive Optimization Awards for its treatment plants. Also mentioned by Darryl Jones was an article in the October 2015 Treatment Plant Operator magazine he had forwarded to Staff and Board Members the previous day, highlighting the Shades Mountain Filter Plant (SMFP). One of the phrases we like to communicate is "we are allergic to average", Darryl Jones stated. Mac Underwood mentioned the Birmingham Business Alliance Small Business Awards Meeting which he attended the previous evening, adding Staff will continue to participate in events like this in an effort to increase our minority participation. Charlie Waldrep announced the annual Magic City Classic Breakfast at the Harbert Center, Friday morning, October 30th announcing individual tickets are still available for \$35.00 adding his firm is underwriting those sales. The proceeds will benefit Scholarship Programs at Alabama State and Alabama A & M through the United Negro College Fund. Mr. Waldrep stated Tim Alexander would be the keynote speaker at that event.

As there was no further business before the Board, a motion was duly made and seconded, and the meeting was adjourned at 9:54 a.m.

_____/s/
Ronald A. Mims
Chairman/President

Attest:

_____/s/
George Munchus
Secretary-Treasurer