

**MINUTES OF THE REGULAR BI-MONTHLY MEETING OF DIRECTORS OF THE
WATER WORKS BOARD OF THE CITY OF BIRMINGHAM
January 11, 2023**

The regular bi-monthly meeting of the Directors of The Water Works Board of the City of Birmingham was held on Wednesday, January 11, 2023, at 11:30 a.m., at 3600 First Avenue North, Birmingham, Alabama – In Person, Training Room. The Public has the option to listen by phone by calling (888) 398-2342 Code: 5608731.

The following Directors were present via roll call: Lucien Blankenship, William “Butch” Burbage, Jr., Tom Henderson, Tereshia Huffman, Ronald A. Mims, George Munchus, Dalton NeSmith, Jr., and Larry Ward.

Others present were: Michael Johnson, General Manager; Derrick Murphy, Iris Fisher and Jeffrey Thompson, Assistant General Managers; K. Mark Parnell, Parnell Thompson Law, LLC; Kelvin Howard, Kelvin Howard, LLC; Tiffanie Agee, Agee Law, LLC; Byron Perkins, Perkins-Law, LLC; Cynthia Williams, Board Administrator; Anitra Clark, Corporate Governance Specialist; Tammy F. Wilson, Executive Assistant to Assistant General Managers Derrick Murphy and Jeff Thompson; Colandus Mason, Information Technology Manager; Rick Jackson, Public Relations Manager; David Walker, Security Manager; Charles McGee and Jeff Wade, Electrical and Mechanical Shop; Olivia Martin, Office of the Attorney General; Theo Johnson, Jacobs Engineering; Kirk Mills, Kimley-Horn; Michael Bell, Birmingham Construction Industry Authority; Bill Todd, O2 Ideas, Inc.; Rusty Agi, Itron; Roy S. Johnson and Heather Gann, al.com; Mike Tucker, WBRC; Chandra Abesingha, CE Associates; Matthew Arrington, Terminus; Patrick Flannelly, ARCADIS U.S.; Kamallah Glen, City of Birmingham; William R. Muhammad, Speaker - CSJC.

Vice-Chairman, William “Butch” Burbage, Jr. called the first meeting of the new year to order at 11:31 a.m. General Manager, Michael Johnson opened the meeting with prayer.

Following a roll call, all directors were present, so a quorum was in attendance. Election of Officers of the Corporation for calendar year 2023 began. Nominations for the Chairman position opened. George Munchus nominated Lucien Blankenship for Chairman. Votes were tallied and the nomination failed with 5 no votes and 3 yes votes. Larry Ward nominated Tereshia Huffman for Chairwoman. On a motion duly made and seconded, the following resolution was adopted:

“BE IT RESOLVED, that Tereshia Huffman is hereby appointed Chairwoman of The Water Works Board of the City of Birmingham (“the Board”) and to serve as an Officer of the Corporation at the pleasure of the Board or until the next election of Officers.

Resolution No. 9210 is hereby adopted by a roll call vote as follows: Director Blankenship, No; Director Burbage, Yes; Director Henderson, Yes; Director Huffman, Yes; Director Mims, No; Director Munchus, No; Director Nesmith, Yes; Director Ward, Yes.”

* * * * *

Next, nominations for the Vice Chairman position opened. Carl “Dalton” NeSmith nominated William “Butch” Burbage, Jr. for Vice Chairman. There were no other nominations for Vice Chairman. On a motion duly made and seconded, the following resolution was adopted:

“BE IT RESOLVED, that William “Butch” Burbage, Jr. is hereby appointed Vice Chairman of The Water Works Board of the City of Birmingham (“the Board”) and to serve as an Officer of the Corporation at the pleasure of the Board or until the next election of Officers.

Resolution No. 9211 is hereby adopted by a roll call vote as follows: Director Blankenship, No; Director Burbage, Yes; Director Henderson, Yes; Director Huffman, Yes; Director Mims, No; Director Munchus, No; Director Nesmith, Yes; Director Ward, Yes.”

* * * * *

Following, nominations for the Second Vice Chairman position opened. Tereshia Huffman nominated Ronald A. Mims for Second Vice Chairman. There were no other nominations for Second Vice Chairman. On a motion duly made and seconded, the following resolution was adopted:

“BE IT RESOLVED, that Ronald A. Mims is hereby appointed Second Vice Chairman of The Water Works Board of the City of Birmingham (“the Board”) and to serve as an Officer of the Corporation at the pleasure of the Board or until the next election of Officers.

Resolution No. 9212 is hereby unanimously adopted by a roll call vote as follows: Director Blankenship, Yes; Director Burbage, Yes; Director Henderson, Yes; Director Huffman, Yes; Director Mims, Yes; Director Munchus, Yes; Director Nesmith, Yes; Director Ward, Yes.”

* * * * *

Next, nominations for the Secretary-Treasurer position opened. Tom Henderson nominated Larry Ward for Secretary-Treasurer. There were no other nominations for Secretary-Treasurer. On a motion duly made and seconded, the following resolution was adopted:

“BE IT RESOLVED, that Larry Ward is hereby appointed Secretary-Treasurer of The Water Works Board of the City of Birmingham (“the Board”) and to serve as an Officer of the Corporation at the pleasure of the Board or until the next election of Officers.

Resolution No. 9213 is hereby adopted by a roll call vote as follows: Director Blankenship, No; Director Burbage, Yes; Director Henderson, Yes; Director Huffman, Yes; Director Mims, Yes; Director Munchus, No; Director Nesmith, Yes; Director Ward, Yes.”

* * * * *

Following, nominations for the Assistant Secretary-Treasurer position opened. Tom Henderson nominated Carl “Dalton” NeSmith for Assistant Secretary-Treasurer. There were no other nominations for Assistant Secretary-Treasurer. On a motion duly made and seconded, the following resolution was adopted:

“BE IT RESOLVED, that Carl “Dalton” NeSmith is hereby appointed Assistant Secretary-Treasurer of The Water Works Board of the City of Birmingham (“the Board”) and to serve as an Officer of the Corporation at the pleasure of the Board or until the next election of Officers.

Resolution No. 9214 is hereby adopted by a roll call vote as follows: Director Blankenship, Abstain; Director Burbage, Yes; Director Henderson, Yes; Director Huffman, Yes; Director Mims, Yes; Director Munchus, No; Director Nesmith, Yes; Director Ward, Yes.”

* * * * *

Next, the Board was asked to approve the agenda for January 11, 2023. Motions were made and seconded. Attorney Parnell stated an Executive Session would need to be added. The agenda was amended to add an Executive Session, as Item 4, just prior to Adjournment. On an amended 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 Dr. George Munchus and seconded by Mr. Tom Henderson, that the Board of Directors hereby amends the January 11, 2023, Regular Board of Directors’ meeting agenda to add an Executive Session just prior to Adjournment.

Resolution No. 9215 is hereby adopted by unanimous vote.”

* * * * *

Following, the Board was asked to approve minutes of the Regular Board of Directors’ meeting held October 12, 2022. On a motion duly made and seconded, the following resolution was adopted:

“BE IT RESOLVED BY The Water Works Board of the City of Birmingham (“the Board”), on a motion duly made by Mr. Larry Ward and seconded by Mr. William “Butch” Burbage, that the Board hereby approves minutes of the October 12, 2022, Regular Board of Directors’ Meeting.

Resolution No. 9216 is hereby adopted. Director Blankenship abstained.

* * * * *

Next, under Reports of Committee, upcoming Board and Committee meetings were announced by General Manager Michael Johnson. Under Reports of Officers, Director Huffman stated that she would be working with Directors to fill positions on the Committees. Director Munchus appealed to Chairwoman Huffman to be inclusive in Committee appointments, stating he was for equity. Director Huffman stated she was in favor of equity as well and being inclusive of members on the various Committees. Assistant General Manager Derrick Murphy gave a brief update on field operations following record breaking temperatures in the city, explaining how freezing temperatures can cause pipes to contract and expand, resulting in leaks. GM Johnson announced that Birmingham Water Works (BWW) will host the 2023 Mayor’s Association Meeting this year at the Cahaba Pump Station on February 15th. Director Munchus asked if all mayors were included. GM Johnson responded that it includes all mayors in the greater Birmingham area. Director Minchus asked if the Jefferson County Commission is included. Former mayor and Board member Tom Henderson stated the Commission usually has representation at these monthly mayoral meetings. Additionally, January 17th Senior Staff will attend the City of Birmingham Utility Committee meeting and give a presentation. The Greater Birmingham Homebuilders Association will meet March 7th. The 2023 Training Magazine Conference will be held February 13th – 15th and the BWW Training Team will be inducted into The Hall of Fame this year.

There was no Unfinished Business and there were no Speakers.

Following, the Board was asked to approve the Board of Directors and the General Manager to travel to and from various cities to attend conferences and meetings for calendar year 2023, as set forth in agenda Item 1. Director Munchus specifically asked if the Annual Congressional Black Caucus was added to the list this year. GM Johnson responded that this conference was added to the approved list this year. Director Munchus stated he had received positive feedback and he commended the Board members who attended last 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 Ronald A. Mims and seconded by Tom Henderson, 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 2023 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 under the Board’s Travel Expense Reimbursement Policy:

CONFERENCES / MEETINGS DATES	CONFERENCES/ANNUAL MEETINGS	LOCATION
March 28 - 31, 2023	WEF/AWWA Utility Management Conference 2023 – This is a Utility Forum to hear the latest approaches, practices, processes, techniques, case studies, and research in all aspects of utility management.	Sacramento, CA
February 13 – 15, 2023	Training 2023 Conference & Exposition – This conference is designed for training and performance professionals.	Orlando, FL
April 26 – 30, 2023	National Forum for Black Public Administrators (NFBPA) “This forum provides Waves of Change, Oceans of Opportunity Repositioning our Communities for the future.”	Minneapolis, MN
April 2 – 5, 2023	AL/MS Water Joint Annual Conference – This is a joint conference in collaboration between the Alabama’s Water Environment Assn., the AL/MS Section of the American Water Assn., and the Mississippi Water Environment Assn.	Mobile, AL
June 11 – 14, 2023	AWWA Annual Conference & Exposition – ACE 2023 – This conference provides an environment where water professionals can be leaders and can learn from other leaders in the water industry.	Toronto, ON
September 6 – 8, 2023	Alabama Water Resources Conference – This is a forum for all participants of the Water Resources Industry.	Orange Beach, AL
	OTHER CONFERENCES THE BOARD OF DIRECTORS AND/OR THE GENERAL MANAGER MAY ATTEND	
March 6, 2023	AMWA Water Policy Conference – Association of Metropolitan Water Agencies – This conference provides utility managers with a wealth of ideas and practical knowledge.	Washington, D.C.
To Be Determined	Water Finance Conference 2023 – This conference is tailored to executive-level water utility professionals, including chief financial officers, directors, general managers, CEOs, and other finance managers.	To Be Determined

To Be Determined	AMWA 2023 Annual Executive Management Conference Association of Metropolitan Water Agencies. The Association of Water Agencies serves CEOs and general managers by providing tools for competitiveness and management.	To Be Determined
October 9 – 11, 2023	SAP for Utilities 2023 – “SAP offers utility leaders, managers, directors and other utility professionals with best practices and innovative ideas”.	Chicago, IL
To Be Determined	CBCF Annual Legislative Conference - The nation's leading policy conference conducts research and promotes African Americans' involvement in the national political process.	To Be Determined
DATES TO BE DETERMINED	Various trips in 2023 to meet with rating agencies and bond underwriters in New York City [As Needed]	New York, NY

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. 9217 is hereby adopted by unanimous vote.”

* * * * *

Next, the Board was asked to approve payment of an invoice to Hilliard, Smith & Hunt, LLC, as set forth in agenda Item 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 Dr, George Munchus and seconded by Mr. Tom Henderson, that the Board hereby approves payment of an invoice to Hilliard, Smith & Hunt, LLC, for professional services rendered December 2022, in the amount of \$13,000.00.

Resolution No. 9218 is hereby adopted. Director Huffman abstained.”

* * * * *

Following, the Board was asked to approve payments of invoices to Terminus Municipal Advisors, LLC and Levitate Legal, as set forth in agenda Items 3.1 and 3.2.

“BE IT RESOLVED By The Water Works Board of the City of Birmingham (“the Board”), on a motion duly made by Mr. Ronald A. Mims and seconded by Dr. George Munchus, that the Board hereby approves payments of invoices to the following:

- 3.1 Terminus Municipal Advisors, LLC, for professional services rendered December 2022, in the amount of \$8,500.00.
- 3.2 Levitate Legal, for professional services rendered November 2022, in the amount of \$10,000.00.

Resolution No. 9219 is hereby adopted by unanimous vote.”

* * * * *

Next, Attorney Parnell certified an Executive Session due to pending litigation and matters of potential litigation, with no action expected today. The Board entered Executive Session at 11:56 a.m. 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 “Butch” Burbage and seconded by Mr. Ronald A. Mims, that the Board hereby enters an Executive Session to discuss legal matters.

Resolution No. 9220 is hereby adopted by unanimous vote.”

* * * * *

The meeting re-opened at 12:28 p.m.

Following, as there was no further business before the Board, Director Burbage made a motion to adjourn the meeting and Director Henderson seconded the motion. On a motion duly made and seconded, the meeting was adjourned at 12:29 p.m.

/S/
Tereshia Q. Huffman
Chairwoman

Attest:

_____/S/
Larry Ward
Secretary-Treasurer