

**MINUTES OF THE REGULAR MEETING OF DIRECTORS
OF THE WATER WORKS BOARD OF THE CITY OF BIRMINGHAM
October 14, 2020**

The regular meeting of the Directors of The Water Works Board of the City of Birmingham was held on Wednesday, October 14, 2020 at 11:30 a.m., at 3600 First Avenue North, Birmingham, Alabama.

The following Directors were present via a roll call vote: Tommy Joe Alexander, Lucien Blankenship, Deborah Clark, Brenda J. Dickerson, Brett A. King, Ronald A. Mims, William Muhammad and George Munchus. Director William “Butch” Burbage, Jr. was absent.

The meeting was also attended by: Michael Johnson, General Manager; Derrick Murphy, Jeffrey Thompson and Iris Fisher, Assistant General Managers; K. Mark Parnell, Parnell Thompson Law, LLC; Emory Anthony, Attorney; Cynthia Williams, Board Administrator; Grace E. Amison, Executive Assistant to the Board of Directors; Tammy F. Wilson, Executive Assistant to Assistant General Managers Derrick Murphy and Jeff Thompson; Tim Garrett, Technical Support Analyst I; Systems Support Supervisor; Terrell Jones, Interim Security Manager; Lawanda Bonner, Security Coordinator; Colandus Mason, Information Technology Manager; Rick Jackson, Public Relations Manager; Patrick Flannelly, ARCADIS U.S., Inc.; Olivia Martin and Elise Massey, Attorney General Office; Sheriff Moon, Blount County; Judge Chris Green, Blount County; Philip Moultrie, Jeff Drew and Kurt Close, The Valent Group; Reverend Majadi Baruti; Beth Stewart, Cahaba River Society; David Butler, Cahaba River Keepers; Sarah Stokes, Southern Environmental Law Center.

Chairman Mims called the meeting to order at 11:33 a.m. and Assistant General Manager, Iris Fisher opened the meeting with prayer.

Eight directors were present, so a quorum was in attendance.

Following, Chairman Mims offered some changes to the agenda order and added an item. Item 3 was moved to Item 2. Item 12 was moved to Item 5 and a presentation was to be given by Reverend Baruti, as Item 5A. 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. Brenda Dickerson and seconded by Dr. George Munchus, that the Board of Directors hereby approves the agenda to include moving Item 3 to Item 2. Moving Item 12 to Item 5 and adding a presentation to be given by Reverend Baruti, as Item 5A.

Resolution No. 8502 is hereby adopted unanimously by a roll call vote.”

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Next, some discussion occurred regarding items from the Engineering and Maintenance Committee moving forward. General Manager, Michael Johnson stated there was a miscommunication regarding that. Attorney Parnell stated that the agenda had already been approved however; a two-thirds vote could add those items to the Board agenda for today’s meeting. Some directors stated they had not seen the information that was presented at the referenced Committee meeting. On a motion duly made and seconded, the item failed to pass by a two-thirds vote in a roll call vote, with five yes votes and three no votes.

Following, the Board was asked to adopt a resolution authorizing monthly retirement benefits from the Board’s Retirement Trust Fund for Grace Amison, Executive Assistant to the Board, as set forth in agenda Item 1. Chairman Mims thanked Ms. Amison for her years of service. On a motion duly made and seconded, the following resolutions were adopted:

“WHEREAS, Grace Amison, an employee of The Water Works Board of the City of Birmingham ("the Board"), is retiring, effective November 1, 2020, at an age of 65; and

WHEREAS, Grace Amison has 26 years and 4 months of continuous service with the Board at her retirement date, and, in accordance with the terms of the Trusteed Pension Plan, Ms. Amison is entitled to receive a monthly Retirement payment from the Board’s Retirement Trust Fund in the amount of \$10,129.28; 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. Brett A. King and seconded by Dr. Brenda J. Dickerson, that the Trustee be, and is hereby instructed to pay monthly benefit payments of \$10,129.28 to Ms. Amison, beginning November 1, 2020, from the Board’s Retirement Trust Fund, in accordance with the terms of the Pension Plan.

Resolution No. 8503 is hereby adopted by unanimous vote.”

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“WHEREAS, Grace Elaine Amison, Executive Assistant to the Board of Directors, will retire on November 1, 2020, after 26 years and 4 months of outstanding and meritorious service to the board of directors and The Water Works Board of the City of Birmingham; and

WHEREAS, Ms. Amison began her career with The Water Works Board of the City of Birmingham on June 20, 1994, as a Senior Executive Secretary to the General Manager, and in addition provided administrative support to the then five-member board. As a result of her diligent work and keen demonstrated ability, she advanced to the position of Administrative Assistant to the General Manager in 1997, while continuing to provide administrative support to the board of directors; and

WHEREAS, in recognition of her outstanding work ethics, strong leadership skills and proven professionalism, she was promoted to the position of Executive Assistant to the Board of Directors in December 1999; and

WHEREAS, throughout Ms. Amison’s 26 years and 4 months of service in performing outstanding corporate governance duties in the Executive Department, Ms. Amison has performed other key functions in the Executive Department, including creating various procedures to aid in providing administrative support to the board of directors and senior executive management, performing numerous special projects relative to board functions, and cross-training assistants in the Executive Department. Ms. Amison’s hard work, dedication, and attention to details, along with her strong work ethics, knowledge, efficiency, effectiveness and professionalism, have earned her the respect and admiration of the board of directors, the board’s attorneys, senior executive management, managers and supervisors and coworkers; and

WHEREAS, as reflected throughout her many years of service, Ms. Amison has served 25 of 44 appointed board of directors of the Water Works Board including 7 chairpersons with fairness and dedication; in addition to 5 general managers, multiple assistant general managers, employees and customers of the Water Works Board; and

NOW, THEREFORE, BE IT RESOLVED, that members of the board do hereby extend to Grace Elaine Amison their sincere and grateful appreciation for her dedicated service to the board of directors, the board’s attorneys, senior executive management, employees and customers of the Water Works Board, and express their best wishes to her for continued success, happiness, and good health in the years to come.

BE IT FURTHER RESOLVED, that in recognition of Ms. Amison, 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 Ms. Amison.

Resolution No. 8504 is hereby adopted by unanimous vote.”

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Next, Sheriff Moon spoke on behalf of the Blount County Sheriff’s office, as set forth in agenda Item 3. Mr. Moon spoke out for racial equality and indicated that his sheriffs were grateful for the opportunity to serve the Birmingham Water Works Board (BWWB) as security detail at Inland Lake. Judge Chris Green from Blount County also spoke saying Blount County was not as diverse as some other counties with only 1.7% African American residents. Judge Green assured the Board that the comments made by Mr. Calvert of the Blount County Commission were not indicative of the residents of Blount County. A Board member stated he would like to see repentance from Commissioner Calvert.

Following, The Cahaba River Keepers, Cahaba River Society and Southern Environmental Law Center presented information on the Conservation Easement agreement the BWWB entered into

in 2001, as set forth in agenda Item 2. Attorney Sarah Stokes represented the environmental groups and they were requesting an amendment to the agreement citing that a party cannot hold an easement on its own property. After a lengthy discussion, the Board unanimously referred the issue to the Executive Committee for further information and dialog.

Next, The Valent Group presented information on BWWB’s property and liability insurance, as set forth in agenda Item 4. General Manager, Michael Johnson stated that the renewal premium for excess property would be higher in 2021 and he wanted the Board to be informed ahead of time. Philip Moultrie with The Valent Group talked about some of the drivers behind the potential increase. More information would be available in the next Budget meeting, GM Johnson stated.

Following, Reverend Baruti spoke on behalf of multiple organizations regarding demands they collectively had pertaining to continuation of the BWWB water and wastewater services disconnection moratorium and non-payment late fees until the end of the health crisis, and at least until December 31, 2020, as set forth in agenda Item 5A. The item was unanimously referred to the Executive Committee for further review.

Next, the Board was asked to approve a Scope of Services agreement with The Novak Group for the Effective Utility Management Assessment portion only, as set forth in agenda Item 12. Two Directors were not present for the vote. 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 R. Muhammad and seconded by Dr. George Munchus, that the Board hereby approves a Scope of Service agreement with The Novak Consulting Group a part of Raftelis; and authorizes the General Manager and/or the Assistant General Manager to execute an agreement in the amount of \$48,000.00 to conduct an Effective Utility Management Assessment as part of the Board’s strategic planning effort.

Resolution No. 8505 is hereby adopted by unanimous vote.

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Following, the Board was asked to approve Director King’s mileage reimbursement for May and September 2020, 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, in accordance with Act No. 2015-164, approval is requested for the following mileage expense reimbursement.

NOW, THEREFORE, BE IT RESOLVED, on a motion made by Dr. George Munchus and seconded by Dr. Brenda Dickerson, that the following board member(s) be reimbursed for his and/or her mileage expense reimbursements as follows:

- Brett A. King for mileage expense reimbursement for attending to business of Board for May and September 2020 in the amount of \$71.30 (as listed on the attached Travel and Business Expense Reimbursement).

Resolution No. 8506 is hereby adopted by a roll call vote: Director Burbage, Absent; Director Clark, Yes; Director Dickerson, Yes; Director Mims, Yes; Director Alexander, Yes; Director Munchus, Yes; Director Muhammad, Yes; Director Blankenship, Yes; and Director King, Yes.”

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Next, the Board was asked to approve reimbursements to the Operating Account for the period ended July 31, 2020 and August 31, 2020, as set forth in agenda Item 6. A motion was made and seconded, but no vote was taken. Director Munchus stated there were some clarity issues and he was in favor of tabling the item. On a motion duly made and seconded, the following resolution was adopted:

“WHEREAS, ARCADIS US, Incorporated, in Certificates dated August 27, 2020 and October 6, 2020 respectively, certified that during the periods ending July 31, 2020 (\$5,893,936.95) and August 31, 2020 (\$2,814,476.60) 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. The total certified capital expenditures for said two months total \$8,708,413.55 and;

WHEREAS, transfers to the Operating Account can be made from any, or a combination, of the following: the 2019 Special Acquisition Fund, the 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. William R. Muhammad and seconded by Dr. George Munchus, that the Trustee be, and is hereby instructed to immediately table the transfer of \$8,708,413.55 to the Operating Account from any, or a combination, of the following: The 2019 Special Acquisition Fund, the Construction Fund, the Improvement Fund, and/or the Revenue Account.

Resolution No. 8507 is hereby adopted by unanimous vote.”

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Following, the Board was asked to approve invoices, as set forth in agenda Items 7.1 through 7.9. The invoices were voted on separately. Director King exited the meeting at 2:30 p.m. On a motion duly made and seconded, the following resolution was adopted, as set forth in agenda Item 7.1:

“BE IT RESOLVED By The Water Works Board of the City of Birmingham (“the Board”), on a motion duly made by Mr. William R. Muhammad and seconded by Dr. Brenda J. Dickerson, that the Board hereby authorizes staff to table payment to the following:

7.1 Raftelis Financial Consultants, Inc.
For professional services rendered September 2020 \$ 2,535.60

Resolution No. 8508 is hereby adopted by Directors Blankenship, Dickerson, Mims, Muhammad and Munchus. Director Alexander voted no. Director Clark abstained.

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On a motion duly made and seconded, the following resolution was adopted, as set forth in agenda Item 7.2:

“BE IT RESOLVED By The Water Works Board of the City of Birmingham (“the Board”), on a motion duly made by Mr. William R. Muhammad and seconded by Dr. Brenda J. Dickerson, that the Board hereby authorizes staff to execute payment to the following:

7.2 Dominick Feld Hyde. P.C.
For professional services rendered September 2020 \$ 3,169.60

Resolution No. 8509 is hereby adopted by unanimous vote.”

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Discussion occurred regarding Item 7.3 inasmuch as a case status was 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 Dr. George Munchus and seconded by Mr. William R. Muhammad, that the Board hereby authorizes staff to table payment to the following:

7.3 Wallace Ellis Attorneys
For profession services rendered January 8 - September 30, 2020 \$ 4,396.87

Resolution No. 8510 is hereby adopted by unanimous vote.”

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Next, Director Blankenship asked to suspend the rules and move into Executive Session, as set forth in agenda Item 13. At 2:43 p.m., attorney Parnell certified the session due to a potential real estate transaction and possible 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 Mr. Lucien Blankenship and seconded by Mr. William R. Muhammad, that the Board hereby approves an Executive Session to discuss with its attorneys pending litigation and/or controversies not yet being litigated but imminently likely to be litigated if the governmental body pursues a proposed course of action. Said discussion to be in an Executive Session pursuant to Ala. Code §36-25A-7(a)(3) (1975); necessary to perform essential minimum functions of the governmental body.

Resolution No. 8511 is hereby adopted by unanimous vote.”

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Following, the meeting re-opened at 3:30 p.m. On a motion duly made and seconded, the following resolution was adopted, as set forth in agenda Item 7.4:

“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. William R. Muhammad, that the Board hereby authorizes staff to execute payment to the following:

7.4 Terminus Municipal Advisors, LLC
For professional services rendered September 2020 \$ 6,500.00

Resolution No. 8512 is hereby adopted by unanimous vote.”

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On a motion duly made and seconded, the following resolution was adopted, as set forth in agenda Item 7.5:

“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. William R. Muhammad, that the Board hereby authorizes staff to execute payment to the following:

7.5 Hilliard, Smith & Hunt, LLC
For professional services rendered September 2020 \$ 7,500.00

Resolution No. 8513 is hereby adopted by unanimous vote.”

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On a motion duly made and seconded, the following resolution was adopted, as set forth in agenda Item 7.6:

“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 Dr. Brenda J. Dickerson, that the Board hereby authorizes staff to execute payment to the following:

7.6 Attorney Emory Anthony
For professional services rendered August 4-September 29, 2020 \$ 7,627.50

Resolution No. 8514 is hereby adopted by unanimous vote.”

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On a motion duly made and seconded, the following resolution was adopted, as set forth in agenda Item 7.7:

“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 William R. Muhammad, that the Board hereby authorizes staff to execute payment to the following:

7.7 The Jones Group
For professional services rendered September 2020 \$ 10,000.00

Resolution No. 8515 is hereby adopted by unanimous vote.”

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Discussion occurred regarding Item 7.8, inasmuch a question was raised about the number of attorneys assigned to the referenced case. 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. William R. Muhammad, that the Board hereby authorizes staff to table payment to the following:

7.8 Cory Watson Attorneys
For professional services rendered June 19 - September 30, 2020 \$ 16,360.00

Resolution No. 8516 is hereby adopted by Directors Blankenship, Clark, Dickerson, Mims, Muhammad and Munchus. Director Alexander voted no.”

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On a motion duly made and seconded, the following resolution was adopted, as set forth in agenda Item 7.9:

“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 Dr. Brenda J. Dickerson, that the Board hereby authorizes staff to execute payment to the following:

7.9 Birmingham Construction Industry Authority
For professional services rendered September 2020 \$ 25,000.00

Resolution No. 8517 is hereby adopted by unanimous vote.”

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Next, the Board was asked to take bids for 2021 annual Chemicals to be used to treat the water at the filtration plants, 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 Dr. Brenda J. Dickerson and seconded by Ms. Deborah Clark, that the Board hereby approves Staff to take bids for 2021 Annual Chemicals to be used to treat the water at the Filtration Plants.

Resolution No. 8518 is hereby adopted by unanimous vote.”

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Following, the Board was asked to award a bid to Tank Pro, Inc. for tank repairs and painting, as set forth in agenda Item 9. A motion was made and seconded to table the item, but the item failed. 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. Brenda J. Dickerson and seconded by Ms. Deborah Clark, that the Board hereby authorizes staff to award bid and to authorize the General Manager and/or the Assistant General Manager to execute an agreement with Tank Pro. Inc. of Tuscaloosa, Alabama, the lowest responsible and responsive bidder, for the 2020 Mulberry Painting and Repair of Sites #2 & #3 Raw Water Tanks containing two tanks at each location for an estimated out-of-pocket cost of \$1,473,446.00.

Resolution No. 8519 is hereby adopted by Directors Blankenship, Clark, Dickerson and Mims. Director Muhammad and Munchus voted no.”

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Next, the Board was asked to approve Scopes of Services agreements with A.G. Gaston Engineering, LLC and ARCADIS U.S., Inc., as set forth in agenda Items 10.1 and 10.2. 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 Dr. Brenda J. Dickerson, that the Board hereby approves Scope of Services agreements and authorizes the General Manager and/or the Assistant General Manager to execute agreements with the following:

- 10.1 A.G. Gaston Engineering, LLC, to provide Infrastructure Asset Management services For the Pipe Condition Assessment Pilot to evaluate the structural thickness of seven (7) pipeline segments totaling approximately nine (9) miles, at an estimated out-of-pocket cost of \$580,000.00.
- 10.2 ARCADIS U.S., Inc., to provide Construction Management services for the Shades Mountain Filter Plant Filter Improvements project at an estimated out-of-pocket cost of \$698,000.00.

Resolution No. 8520 is hereby adopted by Directors Blankenship, Dickerson, Mims, Muhammad and Munchus. Director Clark abstained.”

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Following, the Board was asked to approve expenditures with Electric Machinery Company and Flowserve Pump Company/Jim House and Associates, both sole source providers, for motors and pumps; respectively, as set forth in agenda Item 11.1 and 11.2. 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 Dr. Brenda J. Dickerson, that the Board hereby approves expenditures with the following:

- 11.1 Electric Machinery Company, a Sole Source provider, for EM Synchronous Motors for refurbishment of Mulberry motor #4 and Sipsey motor #4 to original equipment manufacturer specifications and expenditures necessary for the installation of the motors, at an estimated out-of-pocket cost of:
 - Mulberry Motor #4-Synchronous 4,000 HP cost: \$183,700.00

- Sipsey Motor # 4-Synchronous 1,750 HP cost: \$61,647.00

11.2 Flowserve Pump Company/Jim House and Associates, a Sole Source provider, for refurbishment of Byron Jackson Mulberry pump #4 and Sipsey pump #4 to original equipment manufacturer specifications and expenditures necessary for the installation of the pumps, at an estimated out-of-pocket cost of:

- Mulberry Pump #4-Byron Jackson 68SX2 vertical turbine pump cost: \$565,129.20
- Sipsey Pump # 4-Byron Jackson 32RXL vertical turbine pump cost: \$610,852.80

Resolution No. 8521 is hereby adopted by unanimous vote.”

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Next, under new business, a motion was made and seconded to pass a resolution in support of a non-discrimination policy for Board expenditures over \$50,000.00. The item failed and was referred to the Engineering and Maintenance Committee.

As there was no further business before the Board, a motion was made and seconded, and the meeting adjourned at 4:03 p.m.

/S/
Ronald A. Mims
Chairman/President

Attest:

_____/S/
William R. Muhammad
Secretary-Treasurer