

**MINUTES OF THE REGULAR MEETING OF DIRECTORS  
OF THE WATER WORKS BOARD OF THE CITY OF BIRMINGHAM  
March 10, 2021**

The regular meeting of the Directors of The Water Works Board of the City of Birmingham was held on Wednesday, March 10, 2021 at 11:30 a.m., at 3600 First Avenue North, Birmingham, Alabama.

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

Others present were: Michael Johnson, General Manager; Derrick Murphy and Jeffrey Thompson, Assistant General Managers; K. Mark Parnell, Parnell Thompson Law, LLC; Emory Anthony, Attorney; Cynthia Williams, Board Administrator; Tammy F. Wilson, Executive Assistant to Assistant General Managers Derrick Murphy and Jeff Thompson; Colandus Mason, Information Technology Manager; Rick Jackson, Public Relations Manager; Terrell Jones, Interim Security Manager; Hattye McCarroll, Chief Engineer; Patrick Flannelly, ARCADIS; Elise Massey, Office of the Attorney General; Rob Burton, Executive Director Sweet Alabama; Reverend Majadi Baruti.

Director Munchus called the meeting to order at 11:31 a.m. in the absence of Chairman Mims, who was available by phone, then joined the meeting in person at 12:48 p.m. Assistant General Manager, Derrick Murphy opened the meeting with prayer.

All directors were present in person or by phone, so a quorum was in attendance.

Following, Director Munchus requested to amend the agenda adding the following items as; 3a, approving governmental affairs contracts with Hilliard, Smith & Hunt, LLC and Pat Lynch, 3b, adopting a resolution submitting five Board candidates for consideration to serve on the Alabama Water Resources Commission and 3c, hearing from a public speaker. Director Munchus requested his name be taken off the list of considerations for the Alabama Water Resources Commission and replaced with Director Rice. 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 Ms. Tereshia Huffman, that the Board of Directors hereby approves the agenda, adding the following amendments:

Item 3a – to approve governmental affairs contracts with Hilliard, Smith & Hunt, LLC and Pat Lynch & Associates.

Item 3b – to adopt a resolution submitting five Board candidates for consideration to serve on the Alabama Water Resources Commission, as set forth in the resolution.

Item 3c – to request the Board hear from a public speaker, Rob Burton.

Resolution No. 8673 is hereby adopted by unanimous vote.”

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Next, the Board was asked to approve Director NeSmith’s mileage expense reimbursement for the month of February 2021 in the amount of \$44.80, as set forth in agenda Item 1. 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 Mr. Lucien B. Blankenship and seconded by Ms. Tereshia Huffman, that the following board member(s) be reimbursed for his mileage expense reimbursement as follows:

- Dalton NeSmith for mileage expense reimbursement for February 2021 in the amount of \$44.80 (as shown on the attached Expense Report).

Resolution No. 8674 is hereby adopted by a roll call vote as follows: Blankenship, yes; Burbage, yes; Henderson, yes; Huffman, yes; Mims, yes; Munchus, yes; NeSmith, abstain; Rice, yes; Ward, yes.”

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Following, the Board was asked to approve an invoice from Terminus Municipal Advisors, LLC, for work performed in February 2021, as set forth in agenda Item 2.1. 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 Ms. Tereshia Huffman that the Board hereby authorizes staff to execute payment to the following:

2.1	<u>Terminus Municipal Advisors, LLC</u>	
	For professional services provided February 2021	<u>\$ 6,500.00</u>

Resolution No. 8675 is hereby adopted by unanimous vote.”

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Following, the Board was asked to approve invoices from Birmingham Construction Industry Authority, for work performed in January 2021 and Raftelis Financial Consultants, Inc., for work performed in January and February 2021, as set forth in agenda Items 2.5 and 2.6. 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 B. Blankenship and seconded by Mr. Chris Rice that the Board hereby authorizes staff to execute payments to the following:

- 2.5 Birmingham Construction Industry Authority  
For professional services provided January 2021 \$ 25,000.00
- 2.6 Raftelis Financial Consultants, Inc.  
For professional services provided January 2021 \$ 12,700.30  
For professional services provided February 2021 \$ 41,496.80

Resolution No. 8679 is hereby adopted by unanimous vote.”

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Next, the Board was asked to approve two Scopes of Services with A. G. Gaston Engineering, LLC, for the design and inspection of two (2) water main replacement projects in the City of Birmingham for a total out-of-pocket cost of \$593,818.56. (1) Titusville Community - 2" galvanized steel pipe / 2" unlined cast iron pipe installed before 1925 and 2" CICL pipe installed in 1953 at a cost of \$335,938.57. (2) West End Community - 2" galvanized steel pipe / 2" unlined cast iron pipe installed before 1926 at a cost of \$257,879.99, as set forth in agenda Item 3 and as recommended by the Engineering and Maintenance Committee. 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. Dalton NeSmith and seconded by Mr. Larry Ward, that the Board hereby authorizes staff to approve two (2) Scopes of Services as follows, as recommended by the Engineering and Maintenance Committee:

A.G. Gaston Engineering, LLC for the design and inspection of two (2) water main replacement projects in the City of Birmingham for a total out-of-pocket cost of \$593,818.56. (1) Titusville Community - 2" galvanized steel pipe / 2" unlined cast iron pipe installed before 1925 and 2" CICL pipe installed in 1953 at a cost of \$335,938.57. (2) West End Community - 2" galvanized steel pipe / 2" unlined cast iron pipe installed before 1926 at a cost of \$257,879.99.

Resolution No. 8680 is hereby adopted by unanimous vote.”

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Following, the Board was asked to approve governmental affairs contracts with Hilliard, Smith & Hunt, LLC and Pat Lynch, as set forth in agenda Item 3a. Director Blankenship asked the General Manager or Chairman Mims to provide a scope of work that this utility needs from these lobbyists. GM Johnson stated the role that lobbyists play and how the Jones Group fits in would be discussed in the Strategic Planning session. GM Johnson stated he believed there needs to be a plan adding he was unaware this would be on the agenda today. GM Johnson also stated he had not had an opportunity to meet with each vendor yet. Director Henderson stated he believed the Board should not vote on the item today. Director NeSmith stated there were questions that need to be satisfied and he also stated these additional expenditures were not in the budget. Director NeSmith stated he also had a problem with items being added as new business. Director Munchus stated he believed we had monies for the expenditures. Director Huffman stated she would like the questions she had for lobbyists to be addressed and not prolonged. A motion was made and seconded to table Item 3a, contracts with Hilliard, Smith & Hunt, LLC and Pat Lynch, until the second Board meeting in April, after more information is obtained.

“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. Larry Ward, that the Board hereby tables the approval of governmental affairs contracts with Hilliard, Smith & Hunt, LLC at a fee of \$12,500.00 per month; and Pat Lynch & Associates at a fee of \$10,000.00 per month.

Resolution No. 8681 is hereby adopted. Director Huffman voted no. Director Munchus abstained.”

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Next, the Board adopted a resolution with the aforementioned change, submitting five Board candidates for consideration to serve on the Alabama Water Resources Commission, as set forth in agenda Item 3b. 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. Dalton NeSmith, as follows:

1. Pursuant to Ala. Code § 9-10B-12(3) (1975), The Water Works Board of the City of Birmingham (the “Water Works Board”) submits the following five (5) candidates for one of said candidates to be appointed as a member of the Alabama Water Resources Commission:

Lucien Blankenship, Esq.  
William “Butch” Burbage, Jr., CPA  
Tereshia Huffman  
Ronald A. Mims  
Chris Rice

2. The Water Works Board’s General Manager is hereby authorized and directed to submit said names to the Lieutenant Governor for consideration and appointment.

Resolution No. 8682 is hereby adopted by unanimous vote.”

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Following, as set forth in Item 3C, Rob Burton, Executive Director of Sweet Alabama addressed the meeting body. Mr. Burton referenced a letter he sent on behalf of 18 organizations in the City of Birmingham, regarding assistance with service cut-offs. After some discussion, the item was referred to the Finance Committee.

Next, Assistant General Manager, Jeff Thompson gave a report on the Operations and Technical Services Division for YE2020 (a copy of the presentation is in Diligent Boardbooks).

Following, under new business, Rick Jackson brought to the Board’s attention, “Fix A Leak Week’, an annual focus encouraging customers to check for leaks in their households, that begins Monday, March 15th. General Manager, Johnson reminded the Board members of the Strategic Planning sessions scheduled for March 15<sup>th</sup> and 16<sup>th</sup> and added that a packet was provided to each Board member today. At 12:48 p.m. Chairman Mims entered the meeting. Director Rice asked GM Johnson if he would share a timeline on the governmental affairs/lobbyist plan at the Strategic Planning session. Director Blankenship made a suggestion to require that all vendors provide detailed information about their companies, as was recommended in the Engineering and Maintenance Committee Monday.

Next, Attorney Parnell certified an Executive Session to discuss several pending lawsuits. The Board, attorneys, Mr. Flannelly and Senior Staff entered into an Executive Session at 12:55 p.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. Dalton NeSmith and seconded by Dr. George Munchus, that the Board hereby approves an Executive Session to discuss several pending lawsuits.

Resolution No. 8683 is hereby adopted by unanimous vote.”

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Following, Director Rice exited the meeting at 1:04 p.m., Director NeSmith exited the meeting at 1:28 p.m. and Director Huffman and attorney Anthony exited the meeting at 1:39 p.m. At 2:15 p.m. the Board came out of Executive Session.

As there was no further business before the Board, a motion was made and seconded and the Board adjourned the meeting at 2:16 p.m.

/S/

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Ronald A. Mims  
Chairman/President

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William "Butch" Burbage, Jr.  
Secretary/Treasurer