

**MINUTES OF THE REGULAR BI-MONTHLY MEETING OF DIRECTORS  
OF THE WATER WORKS BOARD OF THE CITY OF BIRMINGHAM  
December 21, 2017**

The regular bi-monthly meeting of the directors of The Water Works Board of the City of Birmingham was held on Thursday, December 21, 2017, at 9:00 a.m., at 3600 First Avenue North, Birmingham, Alabama.

The following Directors were present: Sherry W. Lewis, William “Butch” Burbage, Jr., Ronald A. Mims, Brenda J. Dickerson, William R. Muhammad, Tommy J. Alexander, Deborah Clark, and Brett A. King. Director George Munchus was absent.

The meeting was also attended by: Mac Underwood, General Manager; Michael Johnson, T. M. “Sonny” Jones, and Darryl Jones, Assistant General Managers; Grace E. Amison, Executive Assistant to the Board of Directors; Vanessa Washington, Executive Assistant to AGM Michael Johnson, Mark Parnell, Parnell Thompson, LLC; Kelvin Howard, KWH, LLC.; Dorian Kendrick, Agency 54; Patrick Flannelly and Brian T. Ruggs, ARCADIS US, Inc.; David Merrida, BCIA; Dara Nail and Debra Taylor, AGO; Theo Johnson, Volkert; Chandra Abesingha, CE Associates; Tony Petelos, Jefferson County; Henry Graham, Graham & Company; Greg Jones, Lobbyist; Reginald Nall, Ben Sorrell, George Anderson, Michael Griffin, Rosalind Jones, Cherita King, Barry Williams, Rick Jackson, Jeff Cochran, and Morgan Dill, Board Employees.

Inasmuch as a majority of Board members were present, a quorum was in attendance. GM Underwood called the meeting to order at 9:00 a.m. and indicated it was the last meeting of the year. Following, George Anderson, I.T. Manager opened the meeting with prayer.

Next, GM Underwood asked the Board to adopt resolutions commending the following employees, as set forth in agenda item 1.1, as Employees of the Month for December 2017 from the Operations and Technical Services Division. 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. Ronald A. Mims and seconded by Mr. William R. Muhammad, that the Board hereby recognizes and commends Scott Starkey, Security Manager; Terrell Jones, Security Superintendent; Philip Henson, Security Maintenance Technician; Cynthia Williams, Security Coordinator; Jimmy Bonner, Security Officer; Christopher Hill, Senior Security Console Operator; Jordan Kiinstler, Security Console Operator; Reginald Shephard, Security Console Operator; Kevin Miller, Security Console Operator and Ingra McCurdy, Security Console Operator as the Employees of the month for December 2017; on having been recognized as one of Security Magazine’s “Top 500 Security Departments in North America” for the 7<sup>th</sup> straight year.

RESOLVED FURTHER, that the Board and the General Manager are hereby authorized to sign a formal resolution, the wording of which will carry out the intent herein, and a copy of which will be presented to the employees named above. Resolution No. 7664(a) is hereby adopted by unanimous vote.”

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Next Cherita King, Human Resources, asked the Top 500 Security Honorees from the Operational and Technical Services Division to introduce themselves. The introduction consisted of the following: Security Coordinator Cynthia Williams, Security Officer Jimmy Bonner, Senior Security Console Operator Christopher Hill, Security Console Operators: Ingra McCurdy, Kevin Miller, Reginald Shephard, and Jordan Kiinstler, Security Maintenance Technician Philip Henson, Superintendent-Security Terrell Jones, and Manager of Security Scott Starkey. Ms. King, stated that it was the first time in the history of the “Top 500 Security Magazine publishing that a water utility had been recognized. Subsequently, AGM Darryl Jones showed a plaque to the Board with the Birmingham Water Works on the cover of the November 2017 magazine. He advised the Board members that the package before them contained: the November 2017 edition of the Top 500 Security magazine, February 2017 edition of the Security magazine featured the BWWB Security Department, and January 2018 edition of the Security magazine would feature a preview of BWWB on its cover. He indicated that the Security Department was implementing the Board’s strategic plan by obtaining national, regional, and statewide recognition for BWWB. After AGM Darryl Jones finished commending the Security Department, Director Lewis and Security Manager Scott Starkey also commended the group. Next, Cherita King gave a presentation on the generosity of BWWB employees. Per Ms. King, the \$25,000 goal for the United Way campaign was exceeded, because of employees’ increased contributions and their willingness to give back to the Community. Next, Morgan Dill gave an update on the Salvation Army Angel Tree charity program (a copy of the Salvation Army Angel Tree 2017 pamphlet is on file with the Board meeting book). She stated BWWB sponsored 50 Angel Tree kids. Ms. Dill talked about the Salvation Army Angel Tree Program’s success. Then, she concluded her update to the Board by thanking everyone.

Next, GM Underwood asked the Board to adopt a resolution authorizing surviving spouse monthly retirement benefits from the Board’s Retirement Trust Fund, as set forth in agenda item 2. On a motion duly made and seconded, the following resolutions were adopted:

“WHEREAS, Roosevelt Collins, a retiree of The Water Works Board of the City of Birmingham (“The Board”), passed away on December 14, 2017; and

WHEREAS, Roosevelt Collins was receiving, up until the time of his death, monthly retirement benefits from the Board’s Retirement Trust Fund in the amount of \$3,663.42, and under the terms of the Board’s Retirement Plan, his spouse is now entitled to receive 50% of that monthly benefit until such time as she either remarries or passes away; and

WHEREAS, the surviving spouse, Judy C. Collins will begin receiving her surviving spouse monthly retirement benefit of \$1,831.72, effective January 1, 2018.

NOW, THEREFORE, BE IT RESOLVED By the Board of Directors of The Water Works Board of the City of Birmingham, on a motion duly made by Dr. Brenda J. Dickerson and seconded by Mr. Ronald A. Mims, that the Trustee be, and is hereby instructed to pay a pension of \$1,831.72 per month to Judy C. Collins from the Board’s Retirement Trust Fund, in accordance with the terms of the Trustee Pension Plan, with the payment to be effective January 1, 2018. Resolution No. 7665 is hereby adopted by unanimous vote.”

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Next, GM Underwood asked the Board to approve minutes, as set forth in agenda item 3. GM Underwood indicated that staff has reviewed the referenced minutes 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. William R. Muhammad and seconded by Mr. Tommy J. Alexander, that the Board hereby approves minutes of the following meetings:

- Regular Board of Directors’ Meeting held June 16, 2017
- Regular Board of Directors’ Meeting held July 13, 2017
- Regular Board of Directors’ Meeting held July 27, 2017
- Regular Board of Directors’ Meeting held August 10, 2017
- Regular Board of Directors’ Meeting held September 28, 2017
- Regular Board of Directors’ Meeting held November 6, 2017
- Regular Board of Directors’ Meeting held November 21, 2017

Resolution No. 7666 is hereby adopted by unanimous vote.”

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Next, GM Underwood asked the Board to approve Board of Directors’ actual travel expenses for the P3 2017 Federal Conference held November 29-30, 2017 in Washington, D.C. as follows: Director Lewis in the amount of \$1,558.20 and Dr. Dickerson in the amount of \$2,033.63, noting that a roll call vote would be required, as set forth in agenda item 4. 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. 7376 adopted by the Board of Directors on September 14, 2017, approval was given to attend the P3 2017 Federal Conference scheduled November 29 – 30, 2017, in Washington, D.C.; 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, on a motion duly made by Mr. Brett A. King and seconded by Mr. Ronald A. Mims, that the following board member(s) be reimbursed for his/her actual expenses pertaining to said conference as follows:

- Sherry W. Lewis for total expenses including conference registration, airline ticket, lodging (room and tax only) business meals and other expenses in the amount of \$1,558.20 (as itemized on the attached Travel and Business Expense Reimbursement form).
- Dr. Brenda J. Dickerson for total expenses including conference registration, use of personal automobile, lodging (room and tax only) business meals and other expenses

in the amount of \$2,033.63 (as itemized on the attached Travel and Business Expense Reimbursement form).

Resolution No. 7667 is hereby adopted by a roll call vote: Chairwoman Lewis, Yes; Director Alexander, Yes; Director Clark, Yes; Director Mims, Yes; Dr. Dickerson, Yes; Director King, Yes; Director Muhammad, Yes; and Director Burbage, Yes.”

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Next, GM Underwood asked the Board to approve payments of invoices for professional services, as set forth in agenda item 5.1 through 5.4. GM Underwood indicated management had reviewed the invoices and recommended them for approval. On a motion duly made and seconded, the following resolutions was adopted:

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

- 5.1 Carl Dalton NeSmith Jr., LLC
  - 5.1.1 For retainer fee for December 2017 \$500.00
  - 5.1.2 For professional services rendered for April 19, 2017 through October 27, 2017 \$6,570.00
- 5.2 The Jones Group \$7,500.00  
For professional services rendered for December 2017
- 5.3 Volkert, Inc. \$21,460.20  
For professional services rendered for February 2017
- 5.4 ARCADIS U.S., Inc. \$232,672.00  
For professional services rendered for October 2017

Resolution No. 7668 is hereby adopted by unanimous vote.”

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Next, GM Underwood asked the Board to award bids, as set forth in agenda items 6.1 through 6.6. Director Mims asked that the items be voted on individually. Subsequently, Chairwoman Lewis called for a motion on item 6.1. 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. Brett A. King and seconded by Ms. Deborah Clark, that the Board hereby authorizes staff to execute purchase orders and/or contracts for procurement of materials, services and supplies needed for the operation, construction, and maintenance of the water system to the following:

6.1 Business Systems and Consultants (BSC), **the lowest responsible and responsive bidder** for an Enterprise Document Management System, at an estimated out-of-pocket cost to the Board of \$94,890.00, as recommended by the Human Resources Committee; and **to authorize** the General Manager and/or the Assistant General Manager to execute a contract per Bid Specifications and Conditions.

Resolution No. 7669 is hereby adopted by Directors Lewis, Alexander, Clark, Dickerson, King, Muhammad, and Burbage. Director Mims abstained from voting.”

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Next, Chairwoman Lewis called for a motion on item 6.2. 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 Mr. Brett A. King and seconded by Mr. Ronald A. Mims, that the Board hereby authorizes staff to execute purchase orders and/or contracts for procurement of materials, services and supplies needed for the operation, construction, and maintenance of the water system to the following:

6.2 Walter A. Wood, **the lowest responsible and responsive bidder** for estimated quantities of Meter Boxes and Lids (Annual), at an estimated out-of-pocket cost to the Board of \$184,500.00 for 1800-meter boxes and lids; and **to authorize** the General Manager and/or the Assistant General Manager to execute a contract per Bid Specifications and Conditions. Resolution No. 7670 is hereby adopted by unanimous vote.”

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Next, Chairwoman Lewis called for a motion on item 6.3. 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. Brett A. King and seconded by Dr. Brenda J. Dickerson, that the Board hereby authorizes staff to execute purchase orders and/or contracts for procurement of materials, services and supplies needed for the operation, construction, and maintenance of the water system to the following:

6.3 Mastin’s, Inc., **the lowest responsible and responsive bidder** for Putnam Filter Plant Spoil Pile Lighting Installation, at an estimated out-of-pocket cost to the Board of \$67,650.00; and **to authorize** the General Manager and/or the Assistant General Manager to execute a contract per Bid Specifications and Conditions. Resolution No. 7671 is hereby adopted by unanimous vote.”

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Next, Chairwoman Lewis called for a motion on item 6.4. 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. Brett A. King and seconded by Mr. William R. Muhammad, that the Board hereby authorizes staff to execute purchase orders and/or contracts for procurement of materials, services and supplies needed for the operation, construction, and maintenance of the water system to the following:

- 6.4 Mastin’s, Inc., **the lowest responsible and responsive bidder** for Inland Lake Electrical Rehabilitation, at an estimated out-of-pocket cost to the Board at a negotiated bid amount of \$235,000.00; and **to authorize** the General Manager and/or the Assistant General Manager to execute a contract per Bid Specifications and Conditions

Resolution No. 7672 is hereby adopted by unanimous vote.”

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Next, Chairwoman Lewis called for a motion on item 6.5. 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 Mr. Ronald A. Mims, that the Board hereby authorizes staff to execute purchase orders and/or contracts for procurement of materials, services and supplies needed for the operation, construction, and maintenance of the water system to the following:

- 6.5 GE Analytical Instruments, **the lowest responsible and responsive bidder** for the purchase of 7 online TOC Analyzers for each filter plant (SMFP, WFP, PSFP and CFP); two analyzers will be placed in the old Pilot Plant and the remaining analyzers will be placed at a pumping station to be selected based on seasonal conditions, at an estimated out-of-pocket cost to the Board at a negotiated bid amount of \$193,924.50; and **to authorize** the General Manager and/or the Assistant General Manager to execute a contract per Bid Specifications and Conditions. Resolution No. 7673 is hereby adopted by unanimous vote.”

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Next, Chairwoman Lewis called for a motion on item 6.6. 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. William R. Muhammad and seconded by Dr. Brenda J. Dickerson, that the Board hereby authorizes staff to execute purchase orders and/or contracts for procurement of materials, services and supplies needed for the operation, construction, and maintenance of the water system to the following:

- 6.6 USIC Locating Services, Inc., **the lowest responsible and responsive bidder** for Line Locating Services, per bid specifications dated September 19, 2017 at an annual estimated out-of-pocket cost to the Board of \$1,067,100.00. Recommending the Board to award bid

to USIC for full liability insurance at \$2,000,000.00 per occurrence; and to **authorize** the General Manager and/or the Assistant General Manager to execute a contract per Bid Specifications and Conditions. Resolution No. 7674 is hereby adopted by Directors Lewis, Alexander, Clark, Dickerson, King, Muhammad, and Burbage. Director Mims abstained from voting.”

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Next, GM Underwood asked the Board to approve certain updates to the Cabin on Lot 78 at Inland Lake as well as replacement of one covered boathouse and one open dock with one new dock structure, as set forth in agenda item 7. 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. Tommy J. Alexander and seconded by Ms. Deborah Clark, that the Board hereby approves the license holder, Mr. Mike Deason, certain updates to the Cabin on Lot 78 at Inland Lake as well as replacement of one covered boathouse and one open dock with one new dock structure. The Cabin/Recreational Site Agreement on Lot 78 was recently purchased by Mike Deason. He requests approval for repainting the exterior of the cabin, painting the interior, and replacing the carpet with engineered hardwood (Estimate attached). He has removed the covered boathouse from the lake already, and would like to remove another 464 sf open dock, both to be replaced by a single 876 sf dock structure. The new structure will be purchased from Flotation Systems, Inc. Lastly, Mr. Deason would like to cut down four dead pines located close to the cabin. Resolution No. 7675 is hereby adopted by unanimous vote.”

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Next, GM Underwood asked the Board to authorize the General Manager and/or Assistant General Manager to execute a Subsurface Sanitary Sewer Easement in favor of Jefferson County for sanitary sewer purposes across BWWB transmission main property, as set forth in agenda item 8. AGM Sonny Jones reviewed the item with the Board. AGM Sonny Jones presented a description of the work to be done for item 8. He also provided a map to the Board. AGM Sonny Jones recommended to the Board to allow Jefferson County to install the sewer lateral on the BWWB easement. 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. Brett A. King and seconded by Mr. Tommy J. Alexander, that the Board hereby authorizes the General Manager and/or Assistant General Manager to execute a Subsurface Sanitary Sewer Easement in favor of Jefferson County for sanitary sewer purposes across BWWB transmission main property. Said easement is necessary for the installation of an 8" sanitary sewer lateral to serve the re-development of the old Mountain Brook Inn site located on U.S. Hwy. 280 East in Jefferson County adjacent to Office Park in Mountain Brook, AL. This re-development includes a new Brick-top Restaurant and planned new motel/hotel. Resolution No. 7676 is hereby adopted by unanimous vote.”

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After the motions were made, GM Underwood asked Patrick Flannelly, ARCADIS, to speak on the item also. Per requested, Mr. Flannelly briefed the Board with further information.

Following, GM Underwood stated that item 9 had been asked to be tabled. Item 9 requested the Board to adopt a resolution authorizing and instructing the General Manager to provide Jefferson County with written notification of the termination of that certain agreement between the Water Works Board and Jefferson County for the collection of Jefferson County’s sewer charges. Director Alexander requested to table item 9. However, Chairwoman Lewis stated she would like for there to be a discussion on the item to bring the Board up to date. Per Chairwoman Lewis, there had been meetings with Jefferson County representatives on this item. She also stated she was disappointed they were unable to get things worked out. Chairwoman Lewis acknowledged the presence of County Manager Tony Petelos, Jefferson County, at the meeting. She asked him to provide insight on the matter from Jefferson County perspective. Mr. Petelos stated Jefferson County is close to getting the issues resolved. He indicated that Jefferson County was working hard to get all details worked out by the first meeting in January 2018. Chairwoman Lewis asked GM Underwood to review the information they had been working on with the Board. GM Underwood provided a handout to Board members: Term sheet for Sewer Collection Agreement between Water Works Board of the City of Birmingham and Jefferson County, Alabama (a copy of which is on file with the Board meeting book). GM Underwood spoke on issues in the negotiation of this Agreement with Jefferson County. He discussed the percentages Jefferson County would pay to BWWB. In addition, he indicated to the Board that the term sheet handout was submitted with the revised agenda before being removed because Jefferson County cancelled their meeting. GM Underwood asked the Board to review the term sheet handout and stated that the Board members may ask questions. Director Muhammad expressed his concerns on being expected to vote on an issue presented today when the item had been discussed for a year with other staff/members. Director Muhammad stated he does not believe the Board should be involved in any sewer collection or debt for Jefferson County, because BWWB is already associated with high water rates. He also indicated his dislike of the step-up version. Chairwoman Lewis clarified to Director Muhammad that the intent was to send item 9 back to a Committee to be vetted properly. Director Muhammad asked Jefferson County Manager Tony Petelos whether they can raise the sewer rates. Mr. Petelos stated that the Commission can raise the rates. After much discussion, Director Alexander agreed with Chairwoman Lewis to send item 9 through the Executive Committee in lieu of tabling the item. 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. Tommy J. Alexander and seconded by Dr. Brenda J. Dickerson, that the Board hereby tabled item 9 and referred said item to the Executive Committee. Resolution No. 7677 is hereby adopted by unanimous vote.”

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Subsequently, under new business, GM Underwood acknowledged that BWWB Lobbyist Greg Jones was present. GM Underwood stated that Representative Jack Williams indicated he would introduce legislation to place BWWB under the Alabama Public Service Commission (APSC). Then, GM Underwood distributed a handout: Press Release – Birmingham Water Works Board Remains Consistent with Below-Average Rate Increases (a copy of which is on file with the Board meeting book). Per GM Underwood, there was an Agreement in 2001 for BWWB to

come under the APSC. He stated a presentation was made to the APSC in 2005 for BWWB to come under the APSC. However, the APSC voted not to regulate BWWB. Per GM Underwood, the APSC does not have a function where a large public water system is regulated. He indicated that there was nothing further for the Board to do now. Then, GM Underwood asked Lobbyist Greg Jones to update the Board on any additional information. Lobbyist Greg Jones addressed the Board relative to new proposed legislation bill to place BWWB under the Alabama Public Service Commission (APSC) – authored by Representative Jack Williams. Then, Director Muhammad stated he had no problem being under the APSC if all the other water utilities in the State of Alabama would come under it also. Director Muhammad expressed his concerns for legislative bills being passed that only affects BWWB. After much discussion among the group, there were no more questions for Lobbyist Greg Jones. Following, under new business, Dr. Dickerson stated that invoices are being submitted from the same few people for approval. She would like to know where are the other invoices. GM Underwood stated that the Board approves Consulting invoices. All other invoices generally relate to agreements approved by the Board that usually authorize Management to approve such invoices without having to go back before the Board. Therefore, when a contract is approved on the Agenda, the General Manager/Assistant General Manager is authorized to approve and process the payment. Dr. Dickerson requested to have further discussion relative to invoices in the appropriate committee. Chairwoman Lewis stated that invoices would be another item to be discussed in Executive Committee. GM Underwood indicated to Director Muhammad and the Board that all the invoices are available to the Board for review by request. Director Muhammad stated he had asked for public relation expenses, however, the documents looked to be duplicates. GM Underwood stated he was provided a summary, in addition, to detailed information. Chairwoman Lewis acknowledged her mother, Ms. Catherine Welch, an honorary Board member. Director Mims asked retiring Distribution Manager Reginald Nall to speak. Mr. Nall is retiring after 31 years with BWWB. He stated it has been an honor and privilege to serve BWWB. Mr. Nall thanked the Board, Executive Management, colleagues, and friends. He spoke about his plans to give back to his Community. Finally, under new business, GM Underwood asked the Board to consider having a strategic planning session in early January 2018 or February 2018.

As there was no further business to be brought before the Board, a motion to adjourn the meeting was duly made and seconded, and the meeting adjourned at 10:19 a.m.

\_\_\_\_\_/s/\_\_\_\_\_  
Sherry W. Lewis  
Chairwoman/President

Attest:

\_\_\_\_\_/s/\_\_\_\_\_  
Brett A. King, Esq.  
Secretary-Treasurer

\*Pursuant to Resolution No. 4985 (adopted February 22, 2007), Resolution No. 7664 is a duplicate resolution number from the meeting held on December 7, 2017. To correct this scrivener's error, a subpart "(a)" has been added to Resolution No. 7664 in minutes of December 21, 2017.