

**MINUTES OF THE REGULAR MEETING OF DIRECTORS
OF THE WATER WORKS BOARD OF THE CITY OF BIRMINGHAM
June 24, 2020**

The regular meeting of the Directors of The Water Works Board of the City of Birmingham was held on Wednesday, June 24, 2020 at 11:30 a.m., at 3600 First Avenue North, Birmingham, Alabama – via electronic equipment.

The following Directors were present: Tommy Joe Alexander, Lucien Blankenship, William “Butch” Burbage, Jr., Deborah Clark, Brenda J. Dickerson, Brett A. King, Ronald A. Mims, William R. Muhammad and George Munchus.

The meeting was also attended by: Michael Johnson, General Manager; Derrick Murphy, Assistant General Manager of Engineering & Maintenance; Jeffrey Thompson, Assistant General Manager of Operations & Technical Services; Iris Fisher, Assistant General Manager of Finance & Administration; Grace Amison, Executive Assistant to the Board of Directors; Tammy Wilson, Executive Assistant to Assistant General Managers, Derrick Murphy and Jeffrey Thompson; Marsha Hammonds, System Support Supervisor; Mark Parnell and Mary Thompson, Parnell Thompson, LLC.; Emory Anthony Attorney; Kelvin Howard, Kelvin Howard Attorney; Patrick Flannelly, ARCADIS U.S., Inc.; Rick Jackson, Public Relations Manager; Katie Baasen, Public Relations Specialist; Drusilla Hudson, EnviroLab Manager; Terrell Jones, Interim Security Manager; Doug Stockham, System Development Manager; Jeff Cochran, Principal Engineer; Stephen Franks, Principal Engineer.

Chairman Mims called the meeting to order at 11:32 a.m. and Assistant General Manager, Iris Fisher opened the meeting with prayer.

Inasmuch as all Directors were present, a quorum was in attendance.

Following, Director Blankenship recommended approving the agenda as printed. 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 Dr. George Munchus, that the Board of Directors hereby approves the Regular Board of Directors’ meeting agenda for June 24, 2020 as printed.

Resolution No. 8393 is hereby unanimously adopted.”

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Next, the Board was asked to approve Director King’s mileage reimbursement for June 2020, 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 Dr. Brenda J. Dickerson and seconded by Dr. George Munchus, 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 June 2020 in the amount of \$35.65 (as listed on the attached Travel and Business Expense Reimbursement).

Resolution No. 8394 is hereby adopted by a roll call vote: Director Burbage, yes; 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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Following, the Board was asked to approve payments of invoices, as set forth in agenda items 2.1 to 2.3. The invoices were voted on individually at the request of Director Blankenship. General Manager Johnson pointed out that a summary judgement would be filed next month regarding the Startley case as it relates to attorney Cory Watson. 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 Ms. Deborah Clark, that the Board hereby authorizes staff to execute payment to the following:

2.1 <u>Cory Watson Attorneys</u>	
For professional services rendered April 1 to June 18, 2020	<u>\$ 450.00</u>

Resolution No. 8395 is hereby unanimously adopted by a roll call vote.”

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Next, item 2.2 was addressed. Director Blankenship asked to see the contract between the Birmingham Water Works Board (BWVB) and Hilliard, Smith & Hunt, LLC. GM Johnson confirmed that he did sign a contract laying out what Mr. Hilliard would provide. Director Dickerson stated it was her understanding that Mr. Hilliard was to come before the Board with his plan of action, adding she was a bit perplexed about him being in regular contact with Congressman Gary Palmer. Chairman Mims asked that Mr. Hilliard be invited to come before the Board at the next Board meeting. GM Johnson stated he would ask Mr. Hilliard to be present at the first meeting in July. Director Munchus stated the Board should be sensitive to the conversations they have with lobbyists. Director Alexander asked if we owed Mr. Hilliard \$7,500.00. GM Johnson responded, yes.

“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:

2.2 Hilliard, Smith & Hunt, LLC
For professional services performed May 2020 \$ 7,500.00

Resolution No. 8396 is hereby adopted by a roll call vote. Directors Alexander, Burbage, King, Mims, Munchus and Muhammad voted yes. Directors Blankenship, Clark and Dickerson abstained.”

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Following, item 2.3 was addressed. Director Blankenship stated his dates did not line up with what the Board agreed to regarding cutting back on legal services with Parnell Thompson, LLC and utilizing attorney Emory Anthony. Director Blankenship stated the Board is trying to reduce legal costs. GM Johnson clarified that the next bill, in July, should reflect that action more so. Director Clark stated that the goal at the end of last year was to reduce debt and there were many pockets to address other than legal, yet we keep awarding multiple contracts to people.

“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 “Butch” Burbage, Jr., that the Board hereby authorizes staff to execute payment to the following:

2.3 Parnell Thompson, LLC
For professional services performed May 2020 \$ 82,800.00

Resolution No. 8397 is hereby adopted by a roll call vote. Directors Alexander, Burbage, King, Mims, Munchus and Muhammad voted yes. Directors Clark and Dickerson abstained. Director Blankenship voted no.”

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Next, the Board was asked to adopt a resolution approving to take bids on the FY2020 Capital Improvement Projects in the estimated amount of \$26,934,740.00, as recommended by the Engineering and Maintenance Committee and set forth in agenda item 3. Director Blankenship stated his concern was that this was a formality and he was not comfortable with the process because he did not have time to review the information or evaluate it. GM Johnson stated in the next budget process, things could be tweaked, adding the scoring process has been helpful. Some discussion occurred regarding the Kiowa Road Booster Station project and excluding it from the list of projects to be approved. Director Dickerson stated she was not able to review all the information on the Kiowa Road Project. Director King responded to possible pressure complaints in that area, stating that complaints had been documented going back 10 years by a resident, now deceased. AGM Murphy concurred with low pressure based on the data he had access to. Director Clark asked to see the data on all the low-pressure areas in the system. Director Munchus stated

he felt this was routine and he appreciated the great effort in putting this project list together. Director Munchus stated he believed this was an extension of the “Black Lives Matter” movement. AGM Murphy stated there are multiple ways to address pressure issues, such as pipeline replacement, gradients, tanks levels and pumps. Director Blankenship stated he would like to know in advance of any land acquisitions. GM Johnson said in general, most of the land issues involve Rights of Ways, not buying large parcels of land. Some more discussion occurred regarding the pump station associated with Kiowa Road and the land possibly being donated for that. Director Muhammad stated it is problematic if the pipeline replacement projects are not completed. 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 King and seconded by Mr. William R. Muhammad, that the Board hereby authorizes staff to take bids on the FY2020 Capital Improvement Projects in the estimated amount of \$26,934,740.00, excluding the Kiowa Road project.

Resolution No. 8398 is hereby adopted by a roll call vote on June 24, 2020. Directors Alexander, Burbage, Clark, Dickerson, King, Mims, Muhammad and Munchus voted yes. Director Blankenship abstained.”

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Following, the Kiowa Road Booster Station project was voted on separately. Chairman Mims asked AGM Murphy if he was comfortable with the project. AGM Murphy responded, yes. Director King talked about the Blount County Commissioner, Nick Washburn and Judge Chris Green’s involvement initially. Director King stated if this ends up costing more than \$500,000.00, which it won’t, he would vote against the project bid being awarded. GM Johnson stated Staff follows the processes in place before moving forward on any project. Director Dickerson asked if it was unusual for a commissioner and a judge to be involved on a project like this. GM Johnson responded that he was not sure. Director Burbage interjected that the judge being referred to is a Probate judge. 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 King and seconded by Mr. William R. Muhammad, that the Board hereby authorizes staff to take bids on the FY2020 Capital Improvement Project, Kiowa Road.

Resolution No. 8399 is hereby adopted on June 24, 2020, by a roll call vote. Directors Alexander, Burbage, King, Mims, Muhammad and Munchus voted yes. Directors Blankenship and Clark abstained. Director Dickerson voted no.”

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Next, The Board was asked to award bids on pipeline replacement projects to REV Construction, Inc. which included full Jefferson County Commission reimbursement and Jones Group, LLC, as recommended by the Engineering and Maintenance Committee and set forth in agenda items 4.1 and 4.2. The items were voted on separately. A motion was duly made by Director Burbage and seconded by Director Alexander on item 4.1, the bid award to REV Construction, Inc. Some discussion occurred regarding five questions Director Munchus had

asked of Attorney Parnell relating to REV Construction, Inc. Attorney Parnell responded that he had sent an email yesterday to the Board. Director Alexander stated he had not read the email yet. Attorney Parnell stated the information was a matter of public record. Director Blankenship stated there seemed to be a time when it was favorable to do business with REV and there was a time it was not favorable. Attorney Parnell stated after both 2008 and 2012 the Board had continued to award bids to REV Construction, Inc. if they were the lowest responsible and responsive bidder. Director Clark stated she had a lot of unreadiness based on the information presented today. Director Munchus asked if these were all federal dollars. AGM Murphy responded, yes. Director Alexander stated he had now read the email and he withdrew his second motion. Director Mims then seconded the motion and a vote was taken. The vote failed to pass with 3 yes votes, 3 no votes and 3 abstentions.

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Following, item 4.2 was addressed. The Board was asked to award a bid to Jones Group, LLC for a pipeline replacement project along McMillion Avenue located in the City of Birmingham. 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 Ms. Deborah Clark and seconded by Dr. George Munchus, that the Board hereby authorizes staff to award bid on the following:

- 4.2 Jones Group, LLC, the lowest responsible and responsive bidder, for the replacement of approximately 4,150’ of 2” unlined cast iron pipe / 2” galvanized steel pipe and 1,580’ of 2” cast iron cement lined (CICL) pipe with approximately 1,650’ of 4” DICL pipe; 2,580’ of 6” DICL pipe; 1,250’ of 8” DICL pipe and related appurtenances; and 117 water services along McMillon Avenue SW, 33rd Terrace North, 33rd Court North, 33rd Avenue North, 30th Place North, 30th Way North, 22nd Avenue North and 25th Street North located in the City of Birmingham, Alabama at a bid amount of \$848,000.00; plus estimated cost of materials and Water Board labor in the amount of \$507,045.81; for an estimated out-of-pocket cost to the Board of \$1,355,045.81.

Resolution No. 8400 is hereby unanimously adopted by a roll call vote.”

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Next, a motion was made and seconded to approve a one-year contract with Security Engineers, Inc., as recommended by the Engineering and Maintenance Committee and set forth in agenda item 5. Director Munchus asked if there was any discussion with Sanguard yet on a joint venture. AGM Thompson stated the team had met together to discuss the steps moving forward. Attorney Anthony stated the team would get back together and he suggested not talking about the details yet. Attorney Anthony advised moving forward with the one-year contract right now. Director Munchus asked about moving this service in-house. AGM Thompson stated based on the preliminary estimates, he believed it best to move forward with the one-year contract at this time. On a motion 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 Joe Alexander and seconded by Ms. Deborah Clark, that the Board hereby approves a (1) one-year agreement with Security Engineers Inc., for security guard services, effective June 30, 2020 to June 30, 2021 at sites referenced in the contract at a cost of \$445,445.96.. [Note: This expenditure is exempt from bidding under the State of Alabama Competitive Bid Law because it is related to security.]

Resolution No. 8401 is hereby unanimously adopted by a roll call vote.”

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Following, it was determined that item 4.1 would be taken up under New Business, since it failed. The Board was asked to approve Scopes of Services with ARCADIS U.S., Inc and Studio 2H Design, as recommended by the Engineering and Maintenance Committee and set forth in agenda items 6.1 and 6.2. The items were voted on separately. Director Clark asked how ARCADIS U.S., Inc, and Studio 2H Design were arrived at. AGM Murphy stated the process was that ARCADIS is the Board’s engineer of record and 2H Design had provided some guidance in the past on issues with the EnviroLab building. Director Blankenship asked how to get other opinions considering the model we are using. The multiplier ARCADIS uses was discussed and AGM Murphy indicated that ARCADIS had agreed to utilize a 3.0 multiplier for all new projects moving forward. Director Muhammad stated ARCADIS is on campus and can take on the liability. Director Muhammad stated ARCADIS is also mentoring three African American firms for BWWB. Director Clark stated we are looking at ways to impact the bottom line and that includes engineering, not just legal. 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 approves a Scope of Services on the following:

- 6.1 ARCADIS U.S., Inc. for the master planning and condition assessment of the Main Campus and Putnam Filter Plant for an estimated out-of-pocket cost to the Board of \$616,084.83.

Resolution No. 8402 is hereby adopted by a roll call vote. Directors Alexander, Blankenship, Burbage, Dickerson, King, Mims, Muhammad and Munchus voted yes. Director Clark voted no.”

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Next, item 6.2 was addressed. The Board was asked to approve a Scope of Service with Studio 2H Design for the design and management of the EnviroLab building. 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 approves a Scopes of Services on the following:

- 6.2 Studio 2H Design for the design and management of the Envirolab building for an estimated out-of-pocket cost to the Board of \$875,000.00.

Resolution No. 8403 is hereby unanimously adopted by a roll call vote.”

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Following, the Board was asked to approve a Strategic Plan to be prepared by Raftelis Financial Consultants, Inc., as recommended by the Executive Committee and set forth in agenda item 7. Director Blankenship stated he didn’t think the Board had looked at enough companies. Director Munchus asked if the local company, Human Resources Capital, was still involved. GM Johnson responded, yes, at 31.25%. 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 approves an agreement with Raftelis Financial Consultants, Inc. to prepare a Strategic Plan in the amount of \$128,000.00.

Resolution No. 8404 is hereby unanimously adopted by a roll call vote. “

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Next, the Board was asked to approve the creation of a Contract Compliance Program by Birmingham Construction Industry Authority (BCIA), as set forth in agenda item 8. GM Johnson stated that there was an RFP included in the budget approving \$100,000.00 to increase minority participation and seven different responses were received. BCIA submitted one of the RFPs the Board received. Director Muhammad stated BCIA had done good work for BWWB for practically nothing in the past. Director Dickerson asked why BWWB wouldn’t want to look at the others who submitted RFPs. Director Muhammad stated he didn’t have a problem with others. GM Johnson stated he believed we would benefit from hearing from the other entities. Director Alexander stated that he agreed. GM Johnson suggested that six could do presentations during the month of July and a selection could be made by the end of July. Director Clark stated she did not want to usurp the General Manager’s authority. Director Munchus stated the contract compliance program is nothing new and he didn’t understand why BWWB did not have one, adding it is not about HUB. It is about equal opportunity and fairness, according to Director Munchus. Director Clark recommended tabling the item. Director Alexander stated he thought we should listen to the General Manager. Some discussion occurred regarding BCIA providing a more comprehensive

approach. Director Clark stated a meeting took place between the Board and BCIA where BCIA was asked what they could provide in services to the Board and BCIA never responded. Director Clark stated she would like to see what everybody that submitted RFPs was bringing to the table. Director Muhammad stated BCIA knows the people who do the work in our community. GM Johnson stated these vendors are expecting us to see this process through. Director Blankenship stated the RFPs did need to be evaluated. Director Munhus stated there was a lot of social unrest and the Board needed to move forward today on this matter. 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 create a Contract Compliance program and retain the services of Birmingham Construction Industry Authority (BCIA) for a monthly retainer fee of \$25,000.00.

Resolution No. 8405 is hereby adopted by a roll call vote. Directors Blankenship, King, Mims, Muhammad and Munchus voted yes. Directors Alexander, Burbage, Clark and Dickerson voted no.”

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Following, under new business, Director Munchus requested to re-address item 4.1. Director Munchus stated the Board has some good “in roads” with Jefferson County right now, adding these are federal dollars. Director Blankenship asked for a recommendation from Staff. Attorney Parnell stated that since the Board failed to approve REV Construction, Inc., as the lowest responsible and responsive bidder, the Board could move to consider the next bidder, Global Construction and Engineering as the lowest responsible and responsive bidder on the pipeline project along Berrywood Road and McCombs Mill Road in the city of Pinson, whereas Jefferson County Commission would reimburse at 100%. 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 Dr. George Munchus, that the Board hereby authorizes staff to award bid to Global Construction, the second lowest responsible and responsive bidder for the installation of approximately 1,860’ of 6” DICL pipe and related appurtenances; and 8 water services along Berrywood Road and McCombs Mill Road located in the City of Pinson in Jefferson County, Alabama at a bid amount of \$135,300.40; plus estimated cost of materials and Water Board labor in the amount of \$92,925.81; less Jefferson County Commission reimbursement totaling \$228,226.21; for an estimated out-of-pocket cost to the Board of \$0.00.

Resolution No. 8406 is hereby adopted by a roll call vote. Directors Alexander, Blankenship, Dickerson, King, Muhammad and Munchus voted yes. Directors Burbage, and Mims voted no. Director Clark abstained.”

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Next, as there was no further business before the Board, a motion was duly made and seconded, and the meeting was adjourned at 2:15 p.m.

_____/S/
Ronald A. Mims
Chairman/President

Attest:

_____/S/
William R. Muhammad
Secretary-Treasurer