

**MINUTES OF THE REGULAR MEETING OF DIRECTORS
OF THE WATER WORKS BOARD OF THE CITY OF BIRMINGHAM
September 9, 2020**

The regular meeting of the Directors of The Water Works Board of the City of Birmingham was held on Wednesday, September 9, 2020 at 11:30 a.m., at 3600 First Avenue North, Birmingham, Alabama – via electronic equipment.

The following Directors were present via a roll call vote: Tommy Joe Alexander, Lucien Blankenship, William “Butch” Burbage, Jr., Deborah Clark, Brenda J. Dickerson, Ronald A. Mims, William Muhammad and George Munchus. Director King 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, Kelvin Howard, KWH, LLC; Emory Anthony, Emory Anthony Attorney; Grace Amison, Executive Assistant to the Board of Directors; Cynthia Williams, Board Administrator; Vanessa Washington, Executive Assistant to Assistant General Manager, Iris Fisher; Tammy F. Wilson, Executive Assistant to Assistant General Managers Derrick Murphy and Jeff Thompson; Marsha Hammonds, Systems Support Supervisor; Terrell Jones, Interim Security Manager; Colandus Mason, Information Technology Manager.

Chairman Mims called the meeting to order at 11:32 a.m. and Information Technology Manager, Colandus Mason opened the meeting with prayer.

Next, a roll call confirmed there were eight directors present, so a quorum was in attendance.

Following, Director Munchus pointed out that Item 7 was not recommended by the Engineering and Maintenance Committee but, moved from the Engineering and Maintenance Committee. Items 12 and 13 were swapped on the agenda. 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 of Directors hereby approves the Regular Board of Directors’ meeting agenda for September 9, 2020.

Resolution No. 8463 is hereby unanimously adopted by a roll call vote.”

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Next, the Board was asked to authorize monthly retirement benefits from the Board’s Retirement Trust Fund for Linda Sanders, as set forth in agenda Item 1. On a motion duly made and seconded, the following resolutions were adopted:

“WHEREAS, Linda Sanders, an employee of The Water Works Board of the City of Birmingham ("the Board"), is retiring, effective October 1, 2020, at an age of 61, and

WHEREAS, Linda Sanders has 24 years and 5 months of continuous service with the Board at her retirement date, and in accordance with the terms of the Trusteed Pension Plan, is entitled to receive a monthly Retirement payment from the Board’s Retirement Trust Fund in the amount of \$2,394.53; 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 Dr. Brenda Dickerson and seconded by Ms. Deborah Clark, that the Trustee be, and is hereby instructed to pay monthly benefit payments of \$2,394.53 to Ms. Sanders from the Board’s Retirement Trust Fund, in accordance with the terms of the Pension Plan, with the first payment to be made October 1, 2020.

Resolution No. 8464 is hereby adopted by unanimous vote.”

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“WHEREAS, Linda Sanders, an employee of The Water Works Board of the City of Birmingham, is retiring, effective October 1, 2020, after 24 years and 5 months of service with the Board; and

WHEREAS, management has informed the Board of Linda Sanders’s efficiency, reliability, and loyal service which contributed to the effective operation and growth of The Water Works Board of the City of Birmingham; and

WHEREAS, Linda Sanders, leaves behind a record which deserves a sincere word of gratitude for a job well done; and the Board does hereby express its best wishes for many happy years ahead.

NOW, THEREFORE, BE IT RESOLVED, By the Board of Directors of the Water Works Board of the City of Birmingham, Linda Sanders is hereby commended for her efficiency, reliability, and loyal service to the Board.

BE IT FURTHER RESOLVED, that in recognition of Linda Sanders’s services to the Board, a copy of this resolution be spread upon the minutes of The Water Works Board of the City of Birmingham and an official resolution presented to Ms. Sanders.

Resolution No. 8465 is hereby adopted by unanimous vote.”

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Following, the Board was asked to authorize monthly disability retirement benefits from the Board’s Retirement Trust Fund for Clinton Bush, as set forth in agenda Item 2. On a motion duly made and seconded, the following resolutions were adopted:

“WHEREAS, Clinton Bush, an employee of The Water Works Board of the City of Birmingham ("the Board"), is retiring due to a disability, effective October 1, 2020, at an age of 46, and

WHEREAS, Clinton Bush has 25 years and 2 months of continuous service with the Board at his retirement date, and in accordance with the terms of the Trusteed Pension Plan, is entitled to receive a monthly retirement payment from the Board’s Retirement Trust Fund in the amount of \$1,066.08; 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 Dr. Brenda Dickerson and seconded by Ms. Deborah Clark, that the Trustee be, and is hereby instructed to pay monthly benefit payments of \$1,066.08 to Mr. Bush from the Board’s Retirement Trust Fund, in accordance with the terms of the Pension Plan, with the first payment to be made October 1, 2020. Mr. Bush was declared disabled as of April 1, 2020 and his retirement disability benefits become effective October 1, 2020. The Board’s Trust Fund retirement disability benefit is reduced by the Social Security disability amount paid to the participant.

Resolution No. 8466 is hereby adopted by unanimous vote.”

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“WHEREAS, Clinton Bush, an employee of The Water Works Board of the City of Birmingham, is retiring, effective October 1, 2020 under the Board’s Disability provision of its Retirement plan; and

WHEREAS, management has informed the Board of Clinton Bush’s efficiency, reliability, and loyal service which contributed to the effective operation and growth of The Water Works Board of the City of Birmingham; and

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors expresses its best wishes to Clinton Bush; and

BE IT FURTHER RESOLVED, that in recognition of Clinton Bush’s services to the Board, 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 Mr. Bush.

Resolution No. 8467 is hereby adopted by unanimous vote.”

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Next, the Board was asked to amend the policy for the responsibility of the Corporate minutes, to provide that the Executive Assistant to the General Manager, the Executive Assistants to the Assistant General Managers, The Corporate Governance Specialist and the Board Administrator shall prepare the initial draft of the minutes for any Regular and Special meetings

of the Board and Committee meetings of the Board, as set forth in agenda Item 3. On a motion duly made and seconded, the following resolution was adopted:

“WHEREAS, it is the desire of The Water Works Board of the City of Birmingham (the “Board”) to clarify and revise the procedure in which corporate minutes are prepared, approved and maintained.

NOW, THEREFORE, BE IT RESOLVED on a motion made by Dr. George Munchus and seconded by Dr. Brenda Dickerson, as follows:

1. Effective September 1, 2020, the following procedure will control the manner in which all regular and special meetings of the Board of Directors, as well as all committees established by the Board, are prepared, approved, and maintained.

A. While it is the responsibility of the Board’s Secretary-Treasurer and in his/her absence, the Assistant Secretary-Treasurer, to prepare and maintain the minutes of all regular and special meetings of the Board, the administrative responsibility for preparing such minutes shall be delegated to the Executive Assistant for the General Manager, the Executive Assistants to the Assistant General Managers and/or the Corporate Governance Specialist.

B. It shall be the responsibility of the Board’s General Manager to prepare and maintain the minutes of all committee meetings of the Board. While it is the responsibility of the Board’s General Manager to prepare and maintain the minutes of all committee meetings of the Board, the administrative responsibility for preparing such committee minutes shall be delegated to the Executive Assistant for the General Manager, the Executive Assistants to the Assistant General Managers and/or the Corporate Governance Specialist.

C. With the exception of executive sessions, and subject to the below limitations, all regular and special meetings of the Board and all committee meetings may be electronically recorded to assist in the preparation of all minutes.

D. Subject to the terms of this resolution, the format of the minutes of all regular and special meetings of the Board, as well as the minutes of all committees of the Board, shall be in the same general format as previously existing prior to this resolution being adopted. That is to say that the form of said minutes shall be the hybrid format which shall include Board or committee members’ comments verbatim when said Board or committee member indicates their desire to have their comments reflected verbatim.

E. The Executive Assistant for the General Manager, the Executive Assistants to the Assistant General Managers, the Corporate Governance Specialist and Board Administrator shall prepare the initial draft of the minutes for any regular and special meetings of the Board and any committee meetings of the Board.

F. The initial draft of the minutes for any regular and special meetings of the Board and any committee meetings of the Board shall be forwarded to the General Manager, the Assistant General Managers and Board Administrator for review and comment. The General Manager, Assistant General Managers and Board Administrator shall review and comment on said draft minutes and return their suggested comments back to the Executive Assistant or the Corporate Governance Specialist that prepared the initial draft of said minutes.

G. Following review of such draft minutes by the General Manager, Assistant General Managers, and Board Administrator whether minutes from any regular and special meetings of the Board, or minutes for any committee meetings of the Board, such draft minutes shall be forwarded to legal counsel for the Board for review and comment. Legal counsel shall review and comment on said draft minutes and return any suggested comments back to the preparer of such minutes.

H. Following review of said draft minutes by legal counsel, the Board Administrator shall forward draft copies of such regular or special meetings to the members of the Board of Directors for review and comment. Along with said draft minutes, the Board Administrator to the Board shall indicate the date upon which any suggested changes to said draft minutes should be returned to the Board Administrator, as well as the anticipated date for the regular Board meeting at which said minutes are expected to be presented for approval.

I. Following review of said draft minutes by legal counsel to the Board, said draft minutes for any committee of the Board shall be forwarded to all members of such committee for review and comment. At that time, the preparer of said minutes shall indicate the date upon which any suggested changes should be returned, as well as the anticipated date for the next committee meeting at which said minutes are expected to be presented for approval.

J. If changes are requested by any member of the Board of Directors or any member of a committee, to any draft minutes, whether minutes from any regular and special meetings of the Board or minutes for any committee meetings of the Board, the preparer of the minutes shall make such changes and forward a new draft of said minutes to the Board of Directors or members of the appropriate committee.

K. The review process outlined above should be conducted in a timely manner to allow minutes from regular or special meetings of the Board or minutes for any committee meetings of the Board, to be presented for final approval within 30 to 60 days of the date of such meeting.

L. Once minutes for any regular and special meetings of the Board have been approved, said minutes will be authenticated by the signature of the Chairman/President of the Board and attested by the Secretary-Treasurer of the Board.

M. Once minutes for any committee meetings of the Board have been approved, said minutes will be authenticated by the signature of the members of said committee and the signature of the General Manager for the Board.

N. Subject to any legal requirements relative to litigation holds required by relevant pending legal proceedings, once minutes have been approved, whether minutes from any regular and special meetings of the Board or minutes for any committee meetings of the Board, all electronic recordings, notes taken for purposes of preparing said minutes, and drafts of said minutes, whether in paper or electronic form, shall be returned to the Board Administrator to be properly destroyed.

O. The only electronic form of approved minutes shall be the version approved by the Board of Directors or the committee and shall only be maintained in a PDF format.

P. The official minutes of the Board shall only be those minutes approved by the Board of Directors or the committee. Any electronic recordings, notes taken for purposes of preparing said minutes, notes taken by individuals present at any such regular and special meetings of the Board or any committee meetings of the Board, and drafts of said minutes, whether in paper or electronic form, shall not constitute official minutes of the Board.

Q. In the event minor changes become necessary after minutes have been approved to correct such things as typographical errors, such changes may be made without formal approval of the Board of Directors or the appropriate committee of the Board. However, any substantive change to approved minutes shall only be made at a regular or special meeting of the Board and at a committee meeting.

R. Effective January 1, 2007, all approved minutes of regular and special meetings of the Board shall no longer be printed on sequentially numbers paper.

S. Until further action by the Board, all minutes, whether minutes of regular or special meetings of the Board or minutes of meetings of committees of the Board, shall continue to be maintained in book format.

T. Effective January 1, 2007, approved minutes of regular and special meetings of the Board and committee minutes of the Board shall be displayed on the Board's official web site.

2. This resolution hereby repeals and replaces Resolution No. 8233, as well as any other prior resolution that is inconsistent with the provisions hereof.

Resolution No. 8568 is hereby adopted by a roll call vote. Director Clark voted no. Director Blankenship abstained.”

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Following, the Board was asked to approve personnel actions for the job description, a change in pay grade from a grade level 15 to a grade level 19 and a starting salary of \$80,369.00, for the Corporate Governance Specialist position, as set forth in agenda Items 4.1 through 4.3. The items were voted on separately. On motions duly made and seconded, the following resolutions

were adopted following a brief discussion. Item 4.3, the starting salary for the Corporate Governance Specialist (grade level 19) of \$80,369.00 failed in a roll call vote, with three yes votes, three no votes and two abstentions.

“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 the following personnel actions.

4.1 Job Description for the Corporate Governance Specialist

Resolution No. 8469 is hereby adopted by a roll call vote. Directors Blankenship and Clark voted no.”

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“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 the following personnel actions.

4.2 Change in the Grade for the Corporate Governance Specialist from Grade Level 15 to Grade Level 19

Resolution No. 8470 is hereby adopted by a roll call vote. Director Clark voted no. Director Alexander, Blankenship, Burbage and Dickerson abstained.”

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Next, the Board was asked to approve payments of invoices, as set forth in agenda items 5.1 through 5.4. Items 5.1 through 5.3 were voted on together and Item 5.4 was voted on separately. On motions duly made and seconded, the following resolutions were 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 execute payments to the following:

- 5.1 Hilliard, Smith & Hunt, LLC
For professional services rendered July 2020 \$ 7,500.00
- 5.2 Raftelis Financial Consultants, Inc.
For professional services rendered August 2020 \$ 21,042.60
- 5.3 Agency 54
For services rendered July 2020 \$ 25,000.00

Resolution No. 8471 is hereby adopted. Director Clark abstained.

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“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 payments to the following:

5.4 ARCADIS U.S., Inc.
For professional services per May 2020 Progress Report \$ 244,222.87

Resolution No. 8472 is hereby adopted. Directors Blankenship and Clark abstained.”

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Following, the Board was asked for approval to take bids, as set forth in agenda Items 6.1 through 6.3, as recommended by the Engineering and Maintenance Committee. The items were voted on separately. On motions duly made and seconded, the following resolutions were 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. Brenda Dickerson, that the Board hereby authorizes staff to take bids on the following:

6.1 For an OPEX Falcon+ Scanner at an estimated cost of \$62,000.00.

Resolution No. 8473 is hereby adopted by unanimous vote.”

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“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. Brenda Dickerson, that the Board hereby authorizes staff to take bids on the following:

6.2 For replacement of approximately 3,100’ of 2” galvanized steel pipe, 970’ of 2” cast iron cement lined (CICL) pipe, 810’ of 6” cast iron cement lined (CICL) pipe and 2,690’ of 8” cast iron cement lined (CICL) pipe with approximately 280’ of 4” DICL pipe; 1,100’ of 6” DICL pipe; 5,770’ of 8” DICL pipe and related appurtenances; and 138 water services along Rumson Road, Windsor Drive and Yorkshire Drive at an estimated cost of \$1,751,750.00.

Resolution No. 8474 is hereby adopted. Director Blankenship abstained.”

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“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. Brenda Dickerson, that the Board hereby authorizes staff to take bids on the following:

6.3 For forty-five (45) replacement vehicles for Transportation at an estimated cost of

\$2,008,000.00.

Resolution No. 8475 is hereby adopted by unanimous vote.”

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Next, the Board was asked for approval to award a bid and to authorize the General Manager and/or the Assistant General Manager to execute a signed contract with REV Construction, for a pipeline replacement project along 4th Terrace West, 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 Dr. Brenda Dickerson and seconded by Ms. Deborah Clark, that the Board hereby authorizes staff to award bid to authorize the General Manager and/or the Assistant General Manager to execute a signed contract with REV Construction, Inc., the lowest responsible and responsive bidder, for the replacement of approximately 4,300’ of 2” unlined cast iron pipe / 2” galvanized steel pipe with approximately 520’ of 6” DICL pipe; 3,860’ of 8” DICL pipe and related appurtenances; and 126 water services along 4th Terrace West, 4th Court West and 11th Street West located in the City of Birmingham, Alabama at a bid amount of \$914,145.10; plus estimated cost of materials and Water Board labor in the amount of \$490,794.40; at an estimated cost of \$1,404,939.50.

Resolution No. 8476 is hereby adopted. Director Blankenship voted no. Directors Clark and Munchus abstained.”

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Following, the Board was asked to approve an agreement and to authorize the General Manager and/or the Assistant General Manager to execute a 3-year vehicle tracking system agreement with Fleet Analysis, a Direct Manufacturer, as recommended by the Engineering and Maintenance Committee and 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. George Munchus and seconded by Ms. Deborah Clark, that the Board hereby authorizes Staff to approve an agreement and to authorize the General Manager and/or the Assistant General Manager to execute a 3-year vehicle tracking system agreement with Fleet Analytics (Direct Manufacturer) for the Board's 345-vehicle fleet at an annual estimated cost of \$53,820.00.

Resolution No. 8477 is hereby adopted. Directors Blankenship and Clark abstained.”

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Next, the Board was asked to approve a one-time purchase of a John Deere 6120E Sab Tractor from Tri-Green Equipment, from the Alabama State Bid Listing, as recommended by the

Engineering and Maintenance Committee and set forth in agenda Item 9. 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 a one-time purchase for a John Deere 6120E Cab Tractor from Tri-Green Equipment at an estimated cost of \$63,229.68 (Alabama State Bid Listing).

Resolution No. 8478 is hereby adopted by unanimous vote.”

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Following, the Board was asked to authorize the submission of an application to Jefferson County Commission for an allocation of its portion of Coronavirus Relief Fund Act funding received under the CARES Act to reimburse the Birmingham Water Works (BWVB) for necessary expenditures incurred due to the public health emergency caused by COVID-19, as set forth in agenda Item 10. 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 the submission of an application to Jefferson County Commission for an allocation of its portion of Coronavirus Relief Fund Act funding received under the CARES Act to reimburse the Water Works Board of the City of Birmingham for necessary expenditures incurred due to the public health emergency caused by COVID – 19.

Resolution No. 8479 is hereby adopted by unanimous vote.”

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Next, the Board discussed the security services provided by Blount County Sheriff deputies at Inland Lake, as set forth in agenda Item 11. Attorney Parnell reminded the Board if the discussion led to the good name and character of individuals, the discussion would need to be taken up in Executive Session. Attorney Parnell stated the agreement BWVB has is with the individual deputies, not the sheriff’s department. General Manager, Michael Johnson explained that following September 11, 2001 the Board hired security at various locations across the Board’s distribution system. Director Munchus asked how many sheriffs were employed and how many were African American. GM Johnson stated there are a total of six sheriffs employed working shifts 24/7, but he did not know the race of the individuals. Director Muhammad stated that it was the County Commissioner that made the racial statement, which has nothing to do with the sheriffs that BWVB has contracts with. Interim Security Manager, Terrell Jones stated the Security company BWVB uses could be hired for half the cost of what the sheriffs are being paid. GM Johnson stated that the sheriffs provide a different service than a security company can provide

since they are off-duty sheriffs. Terrell Jones added that to his knowledge, the sheriffs that work in Blount County for BWWB are all Caucasians.

Under new business, Director Muhammad asked to re-address the legal resolution that was passed at the last Board meeting. Director Muhammad stated he would like to make an amendment to that resolution authorizing the Chairman or his designee to approve General Council, Emory Anthony to assign the legal work and distribution therein. 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 Dickerson, that the Board hereby adopts a resolution amending Item 6 of the legal panel approved by the Board on August 26, 2020, authorizing the Chairman or his designee to approve General Council, Emory Anthony to assign the legal work and distribution and distribution therein.

Resolution No. 8480 is hereby adopted. Directors Alexander and Burbage voted no. Director Clark abstained.”

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Following, Attorney Parnell certified an Executive Session to discuss real estate issues and other matters of ongoing litigation. The discussion included the Board, Senior Staff, Board attorneys. If discussions ensued regarding security at Inland Lake, Terrell Jones would be included. 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 Ms. Deborah Clark, that the Board hereby approves an Executive Session to consider real estate transactions and other matters related to ongoing litigation.

Resolution No. 8481 is hereby adopted by unanimous vote.”

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Next, the meeting re-opened at 2:57 p.m. As there was no further business before the Board, a motion was made and seconded, and the meeting adjourned at 2:58 p.m.

/S/
Ronald A. Mims
Chairman/President

