

**MINUTES OF THE REGULAR BI-MONTHLY MEETING OF DIRECTORS
OF THE WATER WORKS BOARD OF THE CITY OF BIRMINGHAM
September 8, 2021**

A regular bi-monthly meeting of the directors of The Water Works Board of the City of Birmingham was held on Wednesday, September 8, 2021 at 11:30 a.m., in person and electronically [via telephone].

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

Others present were: Michael Johnson, General Manager; Derrick Murphy, and Iris Fisher, Assistant General Managers; Cynthia Williams, Board Administrator; Anitra Clark, Corporate Governance Specialist; Rick Jackson, Terrell Jones, Jeff Wade, Tim Garrett, Charles McGee and Colandus Mason, BWWB Employees; K. Mark Parnell, Parnell Thompson, LLC; Emory Anthony, Emory Anthony, Jr. Attorney at Law; Byron Perkins, Perkins Law; Michael Bell, Birmingham Construction Industry Authority; Patrick Flannelly, ARCADIS; and Kirk Mills, Kimley Horn.

Chairman Mims declared a quorum in attendance.

Chairman Mims called the meeting to order at 11:32 a.m. and BWWB Employee Colandus Mason opened with prayer.

Following, Chairman Mims asked for a motion to approve the agenda. Director Burbage then made a motion to approve the agenda and Director NeSmith second the motion. 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. Burbage and seconded by Mr. Dalton NeSmith, that the Board hereby approves the agenda for the September 8, 2021 Regular Board of Directors’ Meeting. Resolution No. 8853 is hereby adopted by unanimous vote.”

Following, the Board moved to the first item on the agenda, Request Board to approve the minutes from its Regular Board of Directors’ Meeting held July 14, 2021. 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. George Munchus, and seconded by Mr. Tom Henderson, that the Board hereby approves minutes from Regular Board of Directors’ Meeting held July 14, 2021. Resolution No. 8854 is hereby adopted by unanimous vote.”

Following, Chairman Mims asked to hear Reports of Committee. Director Huffman stated the Communications Committee would be holding a meeting on September 13, 2021 at 8:30 a.m.

Director Munchus stated the Engineering & Maintenance Committee would be holding a meeting on September 13, 2021 at 4:00 p.m. Director Blankenship stated the Human Resources Committee would be holding a meeting on September 15, 2021 at 11:30 a.m.

Following, Chairman Mims asked to hear Reports of Officers. There were no reports given.

Following, the Board moved to the second item on the agenda, Request Board to approve, revisions to the Education Assistance Program in Section 7.9 of the Employee Handbook and in Section 7090 in the HR Management Guide as set out in Exhibits “A” and “B” attached hereto for the following purposes (1) add language to clarify that certificate programs may be covered under the Policy, (2) remove provision that employees cannot participate in the program during their Introductory Period, (3) raise the maximum allowable lifetime reimbursement from \$34,000 to \$60,000, and (4) adds language that allows the General Manager to make minor procedural deviations from the Policy that are consistent with the overall objective and requirements of the Policy, as recommended by the Human Resources Committee. Director Rice recommended this item go back to the Human Resources Committee for further discussion. He indicated he has an issue with waiving the 180-day introductory period and stated the trade certificate option is good. Director Blankenship stated he is not opposed to sending the item back to Committee and indicated the Board needs to consider this item because it has been tabled a few times. Director Rice then made a motion to send the item to the Human Resources Committee and Director NeSmith seconded the motion. The General Manager stated he didn’t know if there would be enough time to get the item on the Human Resources Committee next week. 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. Chris Rice, and seconded by Mr. Dalton NeSmith, that the Board hereby tables revisions to the Education Assistance Program in Section 7.9 of the Employee Handbook and in Section 7090 in the HR Management Guide as set out in Exhibits “A” and “B” attached hereto for the following purposes (1) add language to clarify that certificate programs may be covered under the Policy, (2) remove provision that employees cannot participate in the program during their Introductory Period, (3) raise the maximum allowable lifetime reimbursement from \$34,000 to \$60,000, and (4) adds language that allows the General Manager to make minor procedural deviations from the Policy that are consistent with the overall objective and requirements of the Policy, as recommended by the Human Resources Committee. Resolution No. 8855 is hereby adopted by unanimous vote.”

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Following, the Board moved to New Business and considered the third item on the agenda, Request Board to adopt a resolution for Mr. Anthony Gates, a BWWB employee who passed away on August 31, 2021. On a motion duly made and seconded, the following resolution was adopted:

“WHEREAS, Anthony Gates passed away on Tuesday, August 31, 2021, wherein The Water Works Board of the City of Birmingham (hereinafter known as the “Board”) mourns the death of Anthony Gates; and

WHEREAS, Anthony Gates had been a dedicated and valued employee of the Board for 25 years and 1 month; and

WHEREAS, The Board wishes to pause from its Board of Directors' Meeting on Wednesday, September 8, 2021, to convey its respect and deepest sympathy to the family, friends and co-workers of Anthony Gates; and

NOW, THEREFORE, BE IT RESOLVED, on a motion duly made by Mr. George Munchus and seconded by Mr. Chris Rice, that The Water Works Board of the City of Birmingham does hereby perpetuate the memory of Anthony Gates, who was a Maintenance Planner, in the Engineering Department, and hereby expresses its condolences to his family, friends, and co-workers.

BE IT FURTHER RESOLVED, That a copy of this Resolution be spread upon the minutes of The Water Works Board of the City of Birmingham, and that a copy be presented to the Gates family.

Resolution No. 8856 is hereby adopted by unanimous vote.”

Following, the Board moved to the fourth item on the agenda, Request Board to adopt resolutions authorizing monthly retirement benefits from the Board's Retirement Trust Fund for Terrance Carr, Supervisor, Pump Station (Cane Creek) - Water Resources Department, for 30 years of service, as stated on the respective calculation, effective October 1, 2021; and commending Mr. Carr for his years of service. On a motion duly made and seconded, the following resolutions were adopted:

“WHEREAS, Terrance Carr, an employee of The Water Works Board of the City of Birmingham ("the Board"), is retiring, effective October 1, 2021, at an age of 55, and

WHEREAS, Terrance Carr has 30 years 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 \$5,404.95; 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. George Munchus and seconded by Mr. Chris Rice, that the Trustee be, and is hereby instructed to pay monthly benefit payments of \$5,404.95 to Mr. Carr 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, 2021.

Resolution No. 8857 is hereby adopted by unanimous vote.”

“WHEREAS, Terrance Carr, an employee of The Water Works Board of the City of Birmingham, is retiring, effective October 1, 2021, after 30 years of service with the Board; and

WHEREAS, management has informed the Board of Terrance Carr'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, Terrance Carr, 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, Terrance Carr is hereby commended for his efficiency, reliability, and loyal service to the Board.

BE IT FURTHER RESOLVED, that in recognition of Terrance Carr'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 Mr. Carr.

Resolution No. 8858 is hereby adopted by unanimous vote."

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Following, the Board moved to the fifth item on the agenda, Request Board to adopt a resolution to approve a Board holiday on September 10, 2021. Director Munchus made a motion to approve the item and Director Huffman seconded the motion. Director Burbage asked for background information regarding this item. The General Manager stated for the past one and half years BWWB employees have dealt with COVID-19. He stated BWWB employees are not considered essential workers; however, employees have worked throughout the pandemic and Management would like the Board to consider approving the holiday to show its appreciation to employees for their hard work. Director NeSmith stated the resolution needs to spell out the reason for the holiday and to indicate the holiday is for one day, and a one-time reward. The General Manager stated the correct resolution does include that information and then requested the Board to pass on the item until after the last item on the agenda so the correct resolution could be presented. Directors Munchus and Huffman then withdrew their motion. Director Munchus then questioned whether the Board could recommend September 11th as a holiday. The General Manager responded the Board would have to approve the holiday.

Following, the Board moved to the sixth item on the agenda, Request Board to approve reimbursement to the Operating Account for the period ended July 31, 2021 in the amount of \$3,833,279.36. On a motion duly made and seconded, the following resolution was adopted:

"WHEREAS, ARCADIS US, Incorporated, in a Certificate dated August 25, 2021, certified that during the period ending July 31, 2021 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 in the preliminary amount of \$3,833,279.36 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. Larry Ward and seconded by Mr. George Munchus, that the Trustee be, and is hereby instructed to immediately transfer \$3,833,279.36 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. 8859 is hereby adopted by unanimous vote.”

Next, the Board moved to the seventh item on the agenda, Request Board to approve payment of invoices from Raftelis Financial Consultants, Inc. for professional services related to BWWB Strategic Plan for the month of July 2021 in the amount of \$7,432.00; and for professional services related to WIFIA Loan, Financial Support, Bill Frequency, and Operations Assessment/Performance for the month of July 2021 in the amount of \$13,865.00. 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. George Munchus, that the Board hereby approves payment of invoices from Raftelis Financial Consultants, Inc. for professional services related to BWWB Strategic Plan for the month of July 2021 in the amount of \$7,432.00; and for professional services related to WIFIA Loan, Financial Support, Bill Frequency, and Operations Assessment/Performance for the month of July 2021 in the amount of \$13,865.00. Resolution No. 8860 is hereby adopted by unanimous vote.”

Following, the Board moved to the eighth item on the agenda, Request Board to approve payment of an invoice from ARCADIS U.S., Inc. for professional services performed during the month of May 2021 in the amount of \$85,995.80. 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, that the Board hereby approves payment of invoice from ARCADIS U.S., Inc. for professional services performed during the month of May 2021 in the amount of \$85,995.80. Resolution No. 8861 is hereby adopted by unanimous vote.”

Following, the Board moved to the ninth item on the agenda, Request Board to enter Executive Session to discuss legal matters. Mr. Parnell certified the Executive Session stating pending litigation would be discussed and Director Munchus had an item that needed to be discussed regarding another pending lawsuit. 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. Lucien Blankenship, that the Board hereby enters into Executive Session to discuss legal matters. Resolution No. 8862 is hereby adopted by unanimous vote.”

The Board entered Executive Session at 11:58 a.m.

Next, Director Burbage made a motion to come out of Executive Session and Director NeSmith seconded the motion. The Board voted unanimously to come out of Executive Session. The Board came out of Executive Session at 12:36 p.m.

Following, the Board then considered agenda item 5, Request Board to adopt a resolution to approve a Board holiday on September 10, 2021. The General Manager then read the resolution for the item. Director Mims then made a motion to approve the item and Director NeSmith seconded the motion. On a motion duly made and seconded, the following resolution was adopted:

“WHEREAS, The Water Works Board of the City of Birmingham (The Board), desires to recognize the dedication and hard work of its employees as they have diligently worked to provide clean, safe drinking water and service, while enduring the challenges of COVID – 19;

WHEREAS, The Board values the morale and welfare of its employees and the role they play in making The Water Works Board of the City of Birmingham an award-winning utility; and

WHEREAS, The Board of Directors desires to grant its employees a Board Holiday in recognition of their appreciation to be observed on Friday, September 10, 2021.

NOW, THEREFORE BE IT RESOLVED on a motion duly made by Mr. Ronald Mims and seconded by Mr. Dalton NeSmith, that the Water Works Board of the City of Birmingham does hereby grant all its employees a one-time Board Holiday on Friday, September 10, 2021; and

BE IT FURTHER RESOLVED, that a copy of this resolution be spread upon the minutes of the Water Works Board of the City of Birmingham.

Resolution No. 8863 is hereby adopted by unanimous vote.”

Next, Director Blankenship then made a motion to adjourn the meeting and Director Henderson seconded the motion. On a motion duly made and seconded, the motion was approved, and the meeting was adjourned at 12:38 p.m.

/s/
Ronald A. Mims
Chairman/President

Attest:

/s/
William Burbage, Jr.
Secretary-Treasurer