

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

The regular bi-monthly meeting of the Directors of The Water Works Board of the City of Birmingham was held on Wednesday, December 8, 2021 at 11:30 a.m., at 3600 First Avenue North, Birmingham, Alabama – In Person, Training Room. The Public has the option to listen by phone by calling (888) 398-2342 Code: 5608731.

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

Others present were: Michael Johnson, General Manager; Iris Fisher, Derrick Murphy and Jeffrey Thompson, Assistant General Managers; K. Mark Parnell, Parnell Thompson Law, LLC; Byron Perkins, Perkins-Law, LLC; Kelvin Howard, Kelvin Howard, LLC; Cynthia Williams, Board Administrator; Tammy F. Wilson, Executive Assistant to Assistant General Managers Derrick Murphy and Jeff Thompson; Anitra Clark, Corporate Governance Specialist; Terrell Jones, Interim Security Manager; Colandus Mason, Information Technology Manager; Tim Garrett, Technical Support Analyst I; Paul Lloyd, Human Resources Manager; Jeff Wade and Charles McGee, Electrical and Mechanical Shop; Olivia Martin, Office of the Attorney General; Patrick Flannelly, ARCADIS; Martha Bozeman, Agency 54; Michael Bell, BCIA; Mark Hamby, Volkert, Inc.; Lashunda Scales, Jefferson County Commissioner and speaker; Fred Primm, citizen; William R. Muhammad, former Board Member and speaker.

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

Following a roll call, all directors were present, so a quorum was in attendance.

Next, Director Munchus recommended amending the agenda to allow the Speakers to address the Board right after Item 11. 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. Tereshia Huffman, that the Board of Directors hereby approves the December 8, 2021 Regular Board of Directors’ meeting agenda, amending it to allow Speakers directly after Item 11.

Resolution No. 8932 is hereby adopted by unanimous vote.”

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Following, there were no Minutes for Approval. Director Blankenship stated there were some routine items from the Human Resources Committee that would be on the next Board Meeting agenda. There were no Reports from Officers and no Unfinished Business discussed.

Next, under New Business, as set forth in agenda Item 1, the Board was asked to adopt resolutions authorizing monthly retirement benefits from the Board’s Retirement Trust Fund for Steven Anderson, as set forth in agenda Item 1. The Board voted on all of the retirements together at the Board Chairman’s request. Agenda Items 1 through 5, for retirees Steven Anderson, Johnny Hawthorne, Derrell Miles, Floyd Robinson and Jeffery Smith were read into the record. Chairman Mims congratulated the retirees stating he knew these retirees and they were great employees, adding he hoped they would be replaced with likeminded people. Director Munchus asked about filling the vacant positions. GM Johnson stated there were employees ready to step up. On a motion duly made and seconded, the following resolutions were adopted:

“WHEREAS, Steven Anderson, an employee of The Water Works Board of the City of Birmingham ("the Board"), is retiring, effective January 1, 2022, at an age of 55, and

WHEREAS, Steven Anderson has 26 years and 7 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 \$2,628.33; 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. George Munchus and seconded by Ms. Tereshia Huffman, that the Trustee be, and is hereby instructed to pay monthly benefit payments of \$2,628.33 to Mr. Anderson from the Board’s Retirement Trust Fund, in accordance with the terms of the Pension Plan, with the first payment to be made January 1, 2022.

Resolution No. 8933 is hereby adopted by unanimous vote.”

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“WHEREAS, Steven Anderson, an employee of The Water Works Board of the City of Birmingham, is retiring, effective January 1, 2022, after 26 years and 7 months of service with the Board; and

WHEREAS, management has informed the Board of Steven Anderson’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, Steven Anderson 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, Steven Anderson is hereby commended for his efficiency, reliability, and loyal service to the Board.

BE IT FURTHER RESOLVED, that in recognition of Steven Anderson’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. Anderson.

Resolution No. 8934 is hereby adopted by unanimous vote.”

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“WHEREAS, Johnny Hawthorne, an employee of The Water Works Board of the City of Birmingham ("the Board"), is retiring, effective January 1, 2022, at an age of 55, and

WHEREAS, Johnny Hawthorne has 35 years and 6 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 \$5,256.57; 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. George Munchus and seconded by Ms. Tereshia Huffman, that the Trustee be, and is hereby instructed to pay monthly benefit payments of \$5,256.57 to Mr. Hawthorne from the Board’s Retirement Trust Fund, in accordance with the terms of the Pension Plan, with the first payment to be made January 1, 2022.

Resolution No. 8935 is hereby adopted by unanimous vote.”

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“WHEREAS, Johnny Hawthorne, an employee of The Water Works Board of the City of Birmingham, is retiring, effective January 1, 2022, after 35 years and 6 months of service with the Board; and

WHEREAS, management has informed the Board of Johnny Hawthorne’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, Johnny Hawthorne 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, Johnny Hawthorne is hereby commended for his efficiency, reliability, and loyal service to the Board.

BE IT FURTHER RESOLVED, that in recognition of Johnny Hawthorne’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. Hawthorne.

Resolution No. 8936 is hereby adopted by unanimous vote.”

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“WHEREAS, Derrell Miles, an employee of The Water Works Board of the City of Birmingham ("the Board"), is retiring, effective January 1, 2022, at an age of 65, and

WHEREAS, Derrell Miles has 18 years and 11 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 \$2,207.21; 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. George Munchus and seconded by Ms. Tereshia Huffman, that the Trustee be, and is hereby instructed to pay monthly benefit payments of \$2,207.21 to Mr. Miles from the Board’s Retirement Trust Fund, in accordance with the terms of the Pension Plan, with the first payment to be made January 1, 2022.

Resolution No. 8937 is hereby adopted by unanimous vote.”

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“WHEREAS, Derrell Miles, an employee of The Water Works Board of the City of Birmingham, is retiring, effective January 1, 2022, after 18 years and 11 months of service with the Board; and

WHEREAS, management has informed the Board of Derrell Miles’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, Derrell Miles, 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, Derrell Miles is hereby commended for his efficiency, reliability, and loyal service to the Board.

BE IT FURTHER RESOLVED, that in recognition of Derrell Miles’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. Miles.

Resolution No. 8938 is hereby adopted by unanimous vote.”

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“WHEREAS, Floyd Robinson, an employee of The Water Works Board of the City of Birmingham ("the Board"), is retiring, effective January 1, 2022, at an age of 60, and

WHEREAS, Floyd Robinson has 35 years and 10 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 \$4,579.72; 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. George Munchus and seconded by Ms. Tereshia Huffman, that the Trustee be, and is hereby instructed to pay monthly benefit payments of \$4,579.72 to Mr. Robinson from the Board’s Retirement Trust Fund, in accordance with the terms of the Pension Plan, with the first payment to be made January 1, 2022.

Resolution No. 8939 is hereby adopted by unanimous vote.”

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“WHEREAS, Floyd Robinson, an employee of The Water Works Board of the City of Birmingham, is retiring, effective January 1, 2022, after 35 years and 10 months of service with the Board; and

WHEREAS, management has informed the Board of Floyd Robinson’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, Floyd Robinson, 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, Floyd Robinson is hereby commended for his efficiency, reliability, and loyal service to the Board.

BE IT FURTHER RESOLVED, that in recognition of Floyd Robinson’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. Robinson.

Resolution No. 8940 is hereby adopted by unanimous vote.”

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“WHEREAS, Jeffery Smith, an employee of The Water Works Board of the City of Birmingham ("the Board"), is retiring, effective January 1, 2022, at an age of 59, and

WHEREAS, Jeffery Smith has 34 years and 6 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 \$5,222.39; 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. Georg Munchus and seconded by Ms. Tereshia Huffman, that the Trustee be, and is hereby instructed to pay monthly benefit payments of \$5,222.39 to Mr. Smith from the Board’s Retirement Trust Fund, in accordance with the terms of the Pension Plan, with the first payment to be made January 1, 2022.

Resolution No. 8941 is hereby adopted by unanimous vote.”

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“WHEREAS, Jeffery Smith, an employee of The Water Works Board of the City of Birmingham, is retiring, effective January 1, 2022, after 34 years and 6 months of service with the Board; and

WHEREAS, management has informed the Board of Jeffery Smith’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, Jeffery Smith, 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, Jeffery Smith is hereby commended for his efficiency, reliability, and loyal service to the Board.

BE IT FURTHER RESOLVED, that in recognition of Jeffery Smith’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. Smith.

Resolution No. 8942 is hereby adopted by unanimous vote.”

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Following, the Board was asked to adopt a resolution authorizing surviving spouse monthly retirement benefits for Mary R. Parkin, as set forth in agenda Item 6. On a motion duly made and seconded, the following resolution was adopted:

“WHEREAS, Edgar Parkin, a retiree of The Water Works Board of the City of Birmingham (“The Board”), passed away on November 26, 2021; and

WHEREAS, Edgar Parkin was receiving, up until the time of his death, monthly retirement benefits from the Board’s Retirement Trust Fund in the amount of \$2,947.61, 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, Mary R. Parkin will begin receiving her surviving spouse monthly benefit of \$1,473.81, effective January 1, 2022 and a one-time retroactive payment for the month of December 2021, the month she became eligible to start receiving a retirement benefit.

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. George Munchus and seconded by Mr. Dalton NeSmith, that the Trustee be, and is hereby instructed to pay a pension of \$1,473.81 per month to Mary R. Parkin 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, 2022 and a one-time retroactive payment for the month of December 2021, the month she became eligible to start receiving a retirement benefit.

Resolution No. 8943 is hereby adopted by unanimous vote.”

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Next, the Board was asked to approve, in a roll call vote, actual travel expenses and fees for the 2021 SAP Utilities Conference held October 17 -19, 2021, held virtually, for Directors Blankenship and Rice, as set forth in agenda Item 7. Director Munchus asked if the information learned on SAP could be passed on to other Board Members. It was explained that Director Blankenship was unable to attend; however Director Rice volunteered to share information he gained from the conference which he attended virtually. GM Johnson stated Staff would put

together a history of SAP as it pertains to the Birmingham Water Works Board (BWVB) and pass it along to the Board. 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. 8716 adopted by the Board of Directors on April 14, 2021, approval was given to attend the 2021 SAP for Utilities Annual Conference scheduled October 17-19, 2021, in San Diego, California and virtually; and

WHEREAS, in accordance with Act. No. 2015-164, approval is requested for the following actual expenses and fees relative to the above referenced conference.

NOW, THEREFORE, BE IT RESOLVED By The Water Works Board of the City of Birmingham, on a motion duly made by Dr. George Munchus and seconded by Mr. Dalton NeSmith, that the following actual expenses and fees are approved pertaining to said conference as follows:

- Lucien Blankenship for total actual expenses and fees incurred relative to the SAP for Utilities Annual Conference, including conference registration, mileage, lodging, business meals and other in the amount of \$749.50 (as listed on the attached Itemized Travel and Business Expense Reimbursement); and
- Chris Rice for total actual expenses and fees incurred relative to the SAP for Utilities Annual Conference, including conference registration, mileage, lodging, business meals and other in the amount of \$599.00 (as listed on the attached Itemized Travel and Business Expense Reimbursement).

Resolution No. 8944 is hereby adopted by a roll call vote as follows: Blankenship, Abstain; Burbage, Yes; Henderson, Yes; Huffman, Yes; Mims, Yes; Munchus, Yes; NeSmith, Yes; Rice, Abstain Ward, Yes.”

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Following, the Board was asked to approve payment of an invoice to Kelvin Howard, LLC, as set forth in agenda Item 8. Some discussion occurred regarding processes and reports from attorneys. Director Blankenship stated he had not seen enough detailed information to be comfortable approving legal work. Chairman Mims asked if the legal invoices are reviewed. GM Johnson indicated all invoices are reviewed. Attorney Parnell concurred. GM Johnson informed the Board that a presentation would be given by Board attorneys in January 2022 to give updates on active cases in an Executive Session, as stated in the resolution adopted; which is on a quarterly basis. On a motion duly made and seconded, the following resolution was adopted:

“BE IT RESOLVED By The Water Works Board of the City of Birmingham (“the Board”), on a motion duly made by Mr. Larry Ward and seconded by Ms. Tereshia Huffman, that the Board hereby authorizes staff to execute payment to the following:

- Kelvin W. Howard, LLC, for professional services provided October 2021, in the amount of \$17,392.00.

Resolution No. 8945 is hereby adopted. Director Blankenship voted No.”

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Next, the Board was asked to approve payment of an invoice to American Flow Control (sole source provider), for pressure monitoring devices, as set forth in agenda Item 9. Director Munchus asked if Staff was staying on top of the other dams in the system. GM Johnson indicated that Staff continues to monitor all dams. On a motion duly made and seconded, the following resolution was adopted:

“BE IT RESOLVED By The Water Works Board of the City of Birmingham (“the Board”), on a motion duly made by Mr. Larry Ward and seconded by Ms. Tereshia Huffman, that the Board hereby authorizes the General Manager and/or Assistant General Manager to authorize payment of invoice to American Flow Control, the Sole Source for AFC SEMPER RPM pressure monitoring devices, for the emergency purchase of 20 AFC SEMPER RPM pressure monitoring devices needed in conjunction with the Shades Mountain Filter Plant South-Dam Tie-In, at an out-of-pocket cost to the Board of \$57,420.62. [No bid required].

Resolution No. 8946 is hereby adopted by unanimous vote.”

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Following, the Board was asked to award a bid to American Cast Iron Pipe Company for estimated annual quantities of pipe, as set forth in agenda Item 10. GM Johnson stated this item was included on an Engineering and Maintenance Committee agenda earlier in the week. Some discussion occurred regarding HUB participation being used in the hauling process for this item. Chairman Mims encouraged the Purchasing Department to work closely with BCIA to get the HUB participation numbers up. Director Rice suggested estimating a “carve-out” for hauling in the future. GM Johnson stated these points were well-taken and Staff would get with attorneys to see what could be done. Director Munchus indicated he knew ACIPCO to be very involved with the local community. AGM Murphy stated pertinent paperwork is included in the bid packages and meetings will be ongoing with vendors on how to do business with BWWB and BCIA despite some Covid challenges. On a motion duly made and seconded, the following resolution was adopted:

“BE IT RESOLVED By The Water Works Board of the City of Birmingham (“the Board”), on a motion duly made by Mr. Dalton NeSmith and seconded by Dr. George Munchus, that the Board hereby authorizes the General Manager and/or Assistant General Manager to execute a signed contract with American Cast Iron Pipe Company, the lowest responsible and responsive bidder, for estimated annual quantities of Pipe (Slip Joints, Pressure Class Pipes and M.J. Fittings), at an estimated out-of-pocket cost to the Board of \$6,592,626.40.

Resolution No. 8947 is hereby adopted by unanimous vote.”

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Next, the Board was asked to approve an agreement with Optum for 2022 Stop Loss Insurance, as set forth in agenda Item 11. Director Ward asked what this insurance actually covers. GM Johnson indicated this type of insurance covers large health insurance claims. Director Rice asked if this amount was budgeted. Human Resources Manager, Paul Lloyd, responded that the 2022 cost is actually under budget. 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 Mr. Ronald A. Mims, that the Board hereby approves an agreement with Optum for the 2022 Stop Loss Insurance for the period January 1, 2022 through December 31, 2022 at a projected annual cost of \$395,499.96 and to authorize the General Manager and/or the Assistant General Manager to execute the necessary documents to effectuate said Agreement.

Resolution No. 8948 is hereby adopted by unanimous vote.”

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Next, the Board heard from two Speakers. Jefferson County Commissioner, Lashunda Scales stated that she was coming as a concerned citizen, questioning BWWB internal policies and how different departments are run within the organization, suggesting if necessary, she meet with the Board to get her specific issue resolved, based on the facts. Ms. Scales asked the Board to use their investigative powers to see what is happening within the internal workings of BWWB. Director Munchus asked Ms. Scales to address the dollar amount the Jefferson County Commission appropriated to its Customer Assistance Program and which agencies it went to. Ms. Scales stated the Commission appropriated \$11 million. Ms. Scales stated Cares Act dollars were actually used for assistance with various utility needs across the county in conjunction with the Urban League contributing. GM Johnson indicated Customer Service Representatives offer payment plans, deferred payments and refer needy customers to various organizations. GM Johnson stated the \$1.2 million BWWB appropriated to match needed review by legal experts. Director Blankenship asked for a binder of BWWB policies. Director Munchus asked Ms. Scales if she knew of something in particular about BWWB policies that she could discuss in an open meeting without harming good name and character. Director Burbage stated the discussion had

gone well beyond the Board's Speaker's Policy. Ms. Scales stated it does involve good name and character. The second speaker, William Muhammad, addressed legal services for the Board and stated he believed all work should be approved by the appropriate Chairperson prior to any legal work being performed.

Following, at 12:32 p.m., Attorney Parnell certified an Executive Session to last approximately 30 minutes, to discuss a lawsuit settlement, procedure for handling pending litigation, a real estate matter and a matter Director Munchus requested relating to potential litigation. 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 Mr. Tom Henderson, that the Board hereby approves an Executive Session to discuss ongoing litigation.

Resolution No. 8949 is hereby adopted by unanimous vote.”

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Director Blankenship exited the Executive Session at 1:00. The Board came out of Executive Session, and as there was no further business before the Board, a motion was made and seconded, and the meeting adjourned at 1:32 p.m.

/S/
Ronald A. Mims
Chairman/President

