

**MINUTES OF THE REGULAR BI-MONTHLY MEETING OF DIRECTORS
OF THE WATER WORKS BOARD OF THE CITY OF BIRMINGHAM
April 13, 2022**

The regular bi-monthly meeting of the directors of The Water Works Board of the City of Birmingham was held on Wednesday, April 13, 2022, at 11:30 a.m., at 3600 First Avenue North, Birmingham, Alabama.

The following Directors were present via a roll call: Christopher B. Rice, William “Butch” Burbage, Jr., Tereshia Q. Huffman, Raymond “Larry” Ward, Carl Dalton NeSmith, Thomas E. Henderson and George Munchus. Director Ronald A. Mims participated by telephone.

Others present: Michael Johnson, General Manager; Iris Fisher and Derrick Murphy, Assistant General Managers; Cynthia Williams, Board Administrator; Anitra Clark, Corporate Governance Specialist; Vanessa Washington, Executive Assistant; Colandus Mason, Rick Jackson, Terrell Jones, Jeff Wade and Charles McGee, Board Employees; K. Mark Parnell, Parnell Thompson Law, LLC; Byron Perkins, Perkins Law, LLC; Kelvin Howard, KWH, LLC; Martha Bozeman, Agency 54; Olivia Martin and Sherri Richardson, State of Alabama Attorney General’s Office (AGO); Kirk Mills, Kimley-Horn; Michael Bell, BCIA; and Jay Roberson, City of Birmingham.

Inasmuch as seven directors were present, a quorum was in attendance. Chairman Rice called the meeting to order at 11:32 a.m. AGM Murphy opened the meeting with prayer.

Following, Chairman Rice asked the Board to approve the agenda as printed. Director NeSmith made a motion to approve the agenda and Director Ward seconded 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. Carl Dalton NeSmith and seconded by Mr. Raymond “Larry” Ward, that the Board of Directors hereby approves the Regular Board of Directors’ Meeting Agenda as printed. Resolution No. 9022 is hereby adopted by unanimous vote.”

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Next, Chairman Rice asked GM Johnson to proceed with approval of the minutes. GM Johnson requested the Board to approve minutes from its Regular Board of Directors’ Meeting held January 26, 2022, as set forth in agenda item 1. Director Mims made a motion to move said item. Attorney Parnell informed Director Mims that since he was listening to the meeting via phone call, he was not allowed to participate as a voting member nor be counted. Director Mims stated that he remembered that to be so and he withdrew his motion. Director Munchus asked if he could ask a question regarding the subject. Chairman Rice responded that it could be addressed a little later, when recognized for comments. Subsequently, Director Burbage made a motion to approve said agenda item and Director Henderson seconded 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 “Butch” Burbage, Jr., and seconded by Mr. Thomas E. Henderson, that the Board hereby approves minutes of a Regular Board of Directors’ Meeting held on January 26, 2022. Resolution No. 9023 is hereby adopted by unanimous vote.”

Following, Chairman Rice proceeded to Committee Reports and Scheduled Meetings, which GM Johnson read as follows:

- An Engineering and Maintenance Committee Meeting - Wednesday, April 13, 2022, at 12:30 p.m., or immediately following the previously scheduled Board of Directors’ Meeting.
- A Communications Committee Meeting – Monday, April 25, 2022, at 1:00 p.m.

Next, Chairman Rice proceeded to the Reports of Officers. He began by thanking everyone for the condolences and support extended to his family during the loss of his father. Following, Chairman Rice recognized Director Munchus to ask the question(s) that he was requesting to do so earlier. Director Munchus voiced concern regarding a director not being able to vote when participating in meetings via conference call and if this was related to a state law or as practice. Attorney Parnell stated that this is part of the Open Meetings Act. Director Munchus requested a copy on the referenced subject and asked Attorney Parnell to provide the document. Director Munchus voiced concern regarding an update on the status of paying small vendors. Chairman Rice responded that during a previous meeting, he thought he yielded such to Director Munchus and AGM Murphy to resolve. Afterwards, Chairman Rice provided a brief, high level overview of a meeting that took place a few weeks ago with regional agencies within the city regarding funds related to the CARES ACT. He stated that at some point when solid plans are developed, the management team would present for discussion. Next, during the General Managers Report/Assistant General Managers reports, GM Johnson introduced his new Executive Assistant, Tracey Godbold. Ms. Godbold greeted everyone and provided information on her background. Afterwards, GM Johnson informed the meeting body that the governmental affairs project list is in the process of being developed and the goal is to share said list with the BWWB’s five county areas and to meet with them for collaboration. AGM Murphy gave a brief update regarding the supply chain; he pointed out that due to the long wait in receiving materials needed to help with tap water line services, the pipeline replacement program was modified, which is on hold for 60-days. He added that staff’s attention is focused on replacing valves and other things wherein material is not limited. He also stated that more detailed information would be provided in the next Engineering and Maintenance Committee Meeting. Chairman Rice requested a report on vendors relative to small projects whose invoices were past due by 45 days or more.

Following, Chairman Rice proceeded to unfinished business which there was none. Director Blankenship entered the meeting at 11:45 a.m.

Next, Chairman Rice proceeded to new business. GM Johnson requested the board to adopt a resolution authorizing monthly retirement benefits from the Board's Retirement Trust Fund for

Stephen Franks, Principal Engineer/Civil, Engineering Department for 10 years of service, as stated on the respective calculation, effective May 1, 2022, and commending Mr. Franks for his years of service, as set forth in agenda item 2. Director Henderson made a motion to approve said agenda item and Director NeSmith seconded the motion. On a motion duly made and seconded, the following resolution was adopted:

“WHEREAS, Stephen Franks, an employee of The Water Works Board of the City of Birmingham ("the Board"), is retiring, effective May 1, 2022, at an age of 70, and

WHEREAS, Stephen Franks has 10 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 \$2,219.99; 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. Tom E. Henderson and seconded by Mr. Carl Dalton Nesmith, that the Trustee be, and is hereby instructed to pay monthly benefit payments of \$2,219.99 to Mr. Franks from the Board’s Retirement Trust Fund, in accordance with the terms of the Pension Plan, with the first payment to be made May 1, 2022. Resolution No. 9024 is hereby adopted by unanimous vote.”

“WHEREAS, Stephen Franks, an employee of The Water Works Board of the City of Birmingham, is retiring, effective May 1, 2022, after 10 years of service with the Board; and

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

BE IT FURTHER RESOLVED, that in recognition of Stephen Franks’ 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. Franks. Resolution No. 9025 is hereby adopted by unanimous vote.”

Following, GM Johnson requested the board to adopt a resolution authorizing monthly retirement benefits from the Board's Retirement Trust Fund for Ruben Struggs, Utility Worker I,

Distribution Department for 10 years and 3 months of service, as stated on the respective calculation, effective May 1, 2022, and commending Mr. Struggs for his years of service, as set forth in agenda item 3. Director Ward made a motion to approve said agenda item and Director Huffman seconded the motion. On a motion duly made and seconded, the following resolution was adopted:

“WHEREAS, Ruben Struggs, an employee of The Water Works Board of the City of Birmingham ("the Board"), is retiring, effective May 1, 2022, at an age of 62, and

WHEREAS, Ruben Struggs has 10 years and 3 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 \$807.82; 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. Raymond “Larry” Ward and seconded by Ms. Tereshia Q. Huffman, that the Trustee be, and is hereby instructed to pay monthly benefit payments of \$807.82 to Mr. Struggs from the Board’s Retirement Trust Fund, in accordance with the terms of the Pension Plan, with the first payment to be made May 1, 2022. Resolution No. 9026 is hereby adopted by unanimous vote.”

“WHEREAS, Ruben Struggs, an employee of The Water Works Board of the City of Birmingham, is retiring, effective May 1, 2022, after 10 years and 3 months of service with the Board; and

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

BE IT FURTHER RESOLVED, that in recognition of Ruben Struggs’ 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. Struggs. Resolution No. 9027 is hereby adopted by unanimous vote.”

Next, GM Johnson requested the board to approve an agreement with Pat Lynch & Associates to provide legislative, financial opportunity, local cooperation and public relations services for the period April 15, 2022 to April 15, 2023 in the monthly amount of \$10,000.00; and to authorize the General Manager and/or the Assistant General Manager to execute agreement, as set forth in agenda item 4. Director NeSmith made a motion to approve said agenda item and Director Henderson seconded 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. Carl Dalton NeSmith and seconded by Mr. Tom E. Henderson, that the Board hereby approves an agreement with Pat Lynch & Associates to provide legislative, financial opportunity, local cooperation and public relations services for the period April 15, 2022 to April 15, 2023 in the monthly amount of \$10,000.00; and to authorize the General Manager and/or the Assistant General Manager to execute agreement. Resolution No. 9028 is hereby adopted by Directors Rice, Burbage, Henderson, Huffman, Munchus, NeSmith, Ward; and Director Blankenship abstained from voting.”

Following, GM Johnson requested the board to approve an agreement with Hilliard, Smith and Hunt, LLC to provide federal government consulting and governmental relations services for the period April 15, 2022 to April 15, 2023 in the monthly amount of \$13,000.00; and to authorize the General Manager and/or the Assistant General Manager to execute agreement, as set forth in agenda item 5. Director NeSmith made a motion to approve said agenda item and Director Henderson seconded 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. Carl Dalton NeSmith and seconded by Mr. Tom E. Henderson, that the Board hereby approves an agreement with Hilliard, Smith and Hunt, LLC to provide federal government consulting and governmental relations services for the period April 15, 2022 to April 15, 2023 in the monthly amount of \$13,000.00; and to authorize the General Manager and/or the Assistant General Manager to execute agreement. Resolution No. 9029 is hereby adopted by Directors Rice, Blankenship, Burbage, Henderson, Munchus, NeSmith, Ward; and Director Huffman abstained from voting.”

Next, GM Johnson requested the board to approve payment of invoices, as set forth in agenda items 6.1 through 6.9, respectively. GM Johnson read each item into the record. Director Huffman inquired as to why Agency 54 invoices were so late and when would they be caught up. GM Johnson stated the invoices would be caught up by the next board meeting. Director Munchus indicated that he would like to meet with Mr. Michael Bell, BCIA and Attorney Parnell to discuss contract compliance. Director NeSmith made a motion to approve said agenda item and Director Ward seconded 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. Carl Dalton NeSmith and seconded by Mr. Raymond “Larry” Ward, that the Board hereby authorizes staff to execute payments to the following:

- Dominick Feld Hyde, P.C. for professional services related to the Pension Plan performed March 11-31, 2022 in the amount of \$3,720.00.
- Pat Lynch & Associates, for professional services rendered March 1-31, 2022 in the amount of \$10,000.00.
- Agee Law, LLC., for professional services rendered March 2022 in the amount of \$13,530.00.
- Kelvin Howard, LLC., for professional services rendered February 2022 in the amount of \$15,930.00.
- Birmingham Business Alliance for 2022 BBA Investment in the amount of \$25,000.00.
- Birmingham Construction Industry Authority (BCIA), for professional services related to Contract Compliance Program Services Retainer Agreement - February 28, 2022, in the amount of \$25,000.00.
- Agency 54 Inc., for professional services rendered January 2022 in the amount of \$25,000.00.
- Agency 54, Inc., for professional services rendered February 2022 in the amount of \$25,000.00.
- Perkins Law, LLC., for professional services rendered March 2022 in the amount of \$35,649.00.

Resolution No. 9030 is hereby adopted by Directors Rice, Burbage, Henderson, Huffman, Munchus, NeSmith, Ward; and Director Blankenship abstained from voting.”

Following, it was acknowledged that there were no speakers.

As there was no further business before the Board, a motion was made and seconded to adjourn the meeting. Chairman Rice adjourned the meeting at 11:58 a.m.

_____/s/_____
 Christopher B. Rice
 Chairman

Attest:

_____/s/_____
 Raymond “Larry” Ward
 Secretary-Treasurer