

**MINUTES OF THE REGULAR BI-MONTHLY MEETING OF DIRECTORS
OF THE WATER WORKS BOARD OF THE CITY OF BIRMINGHAM
August 24, 2017**

The regular bi-monthly meeting of the directors of The Water Works Board of the City of Birmingham was held on Thursday, August 24, 2017, at 9:00 a.m., at 3600 First Avenue North, Birmingham, Alabama.

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

The meeting was also attended by: Mac Underwood, General Manager; Michael Johnson, T. M. “Sonny” Jones, and Darryl Jones, Assistant General Managers; Grace E. Amison, Executive Assistant to the Board of Directors; Vanessa Washington, Executive Assistant to AGM Michael Johnson, Mary H. Thompson, Parnell Thompson, LLC; Kelvin Howard, KWH, LLC.; Jesse Lewis, Dorian Kendrick and Bre Rudolph, Agency 54; Jerry Jones and Brian T. Ruggs, ARCADIS US, Inc.; David Merrida, BCIA; Olivia Martin, Attorney General’s Office; Dan Devane, Zenner USA; Mark Johnson and Nicole Perry, Creative Benefit Solutions; Ben Sorrell, Michael Griffin, Barry Williams, Rick Jackson, Paul Lloyd, Greg Henslee, and Derrick Maye; Board Employees; Nelda B. Thompkins and Valton Johnson, Visitor. K. Mark Parnell, Parnell Thompson, LLC was absent.

Inasmuch as a majority of Board members were present, a quorum was in attendance. GM Underwood called the meeting to order at 9:02 a.m. and Information Technology Manager George Anderson opened the meeting with prayer. GM Underwood informed the meeting body that three Board members were absent.

Next, GM Underwood asked the Board to adopt a resolution commending Greg Henslee (Superintendent Water Resources) of the Operations and Technical Services Division for Employee of the Month for August 2017, as set forth on the agenda. HR Manager Paul Lloyd introduced Greg Henslee. Mr. Henslee was nominated for repairing the boat dock at Lake Purdy. AGM Darryl Jones thanked Greg Henslee for an exceptional job. In addition, Chairwoman Lewis also thanked Mr. Henslee for providing safety and security through his work and saving the Board six thousand dollars. 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 Mr. Ronald A. Mims, that the Board hereby recognizes and commends Greg Henslee as the Operations and Technical Services Division’s Employee of the Month for August 2017, on having achieved outstanding job performance, attendance, and work above expected levels;

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 a copy presented to Mr. Henslee. Resolution No. 7582 is hereby adopted by unanimous vote.”

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Following, GM Underwood asked the Board to adopt a resolution authorizing surviving monthly retirement benefits from the Board's Retirement Trust Fund in accordance with the terms of the pension plan, effective September 1, 2017, for Ms. Marilyn Williams, the surviving spouse of Floyd Williams. Ms. Williams will also receive a past due payment of \$1,324.77 for the month of August as well. On a motion duly made and seconded, the following resolution was adopted:

“WHEREAS, Floyd Williams, a retiree of The Water Works Board of the City of Birmingham (“The Board”), passed away on July 6, 2017; and

WHEREAS, Floyd Williams was receiving, up until the time of his death, monthly retirement benefits from the Board’s Retirement Trust Fund in the amount of \$2,649.53, 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, Marilyn F. Williams will begin receiving her surviving spouse monthly benefit of \$1,324.77, effective September 1, 2017 and will receive a past due payment of \$1,324.77 for the month of August.

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. William R. Muhammad and seconded by Mrs. Brenda J. Dickerson, that the Trustee be, and is hereby instructed to pay a pension of \$1,324.77 per month to Marilyn F. Williams from the Board’s Retirement Trust Fund, in accordance with the terms of the Trustee Pension Plan, with the payment to be effective September 1, 2017. Resolution No. 7583 is hereby adopted by unanimous vote.”

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Next, GM Underwood asked the Board to approve the minutes, as set forth on the agenda, and GM Underwood indicated that staff has reviewed the referenced minutes and recommends them for approval. Director Dickerson stated that in the minutes for February 9, 2017 and February 23, 2017, she did not vote to terminate Mr. French’s contract. Per Director Dickerson her vote was a “no” and in her opinion those minutes are contaminated and reprehensible. She indicated that her vote was changed or recorded incorrectly. Director Dickerson stated that the referenced minutes reflects facts that are not true (alternative facts) with regards to her vote. It is ludicrous for her to have voted yes to terminated Mr. French’s contract. Chairwoman Lewis noted Director Dickerson’s statement. 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 Mr. Ronald A. Mims, that the Board hereby approves minutes of the following meetings:

- Regular Board of Directors’ Meeting held February 9, 2017
- Regular Board of Directors’ Meeting held February 23, 2017
- Regular Board of Directors’ Meeting held March 16, 2017
- Regular Board of Directors’ Meeting held March 30, 2017

Resolution No. 7584 is hereby adopted by Directors Lewis, Alexander, Clark, Mims; Directors Dickerson and Muhammad voted no for the minutes of February 9, 2017 and February 23, 2017.”

Following, GM Underwood asked the Board to approve payments as set forth on the agenda, and he indicated management recommends approval of said items. After the motions were made, it was requested that the invoices be voted on separately. On a motion duly made and seconded, the following resolutions 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 Mrs. Brenda J. Dickerson, that the Board hereby authorizes staff to execute payment to the following:

5.1 Dominick Feld Hyde, P.C.

For professional services rendered for:

- 5.1.1 BWWB OPEB performed July 24, 2017 through July 25, 2017 \$452.40
- 5.1.2 BWWB Pension Plan performed July 5, 2017 through July 6, 2017 \$3,236.40

Resolution No. 7585 is hereby adopted by unanimous vote.”

Next, the GM called for a vote to approve item 5.2. 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 Mrs. Brenda J. Dickerson, that the Board hereby authorizes staff to execute payment to the following:

5.2 BCIA

- 5.2.1 For professional services rendered for July 2017 \$2,000.00
- 5.2.2 For professional services rendered for August 2017 \$2,000.00

Resolution No. 7586 is hereby adopted by unanimous vote.”

Next, the GM called for a vote to approve item 5.3. 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 Ms. Deborah Clark, that the Board hereby authorizes staff to execute payment to the following:

- 5.3 The Jones Group \$7,500.00
For professional services rendered for August 2017

Resolution No. 7587 is hereby adopted by unanimous vote.”

Next, the GM called for a vote to approve item 5.4. 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. Ronald A. Mims and seconded by Mrs. Brenda J. Dickerson, that the Board hereby authorizes staff to execute payment to the following:

5.4 Agency 54 (The Lewis Group) \$25,000.00
For professional services rendered for July 2017

Resolution No. 7588 is hereby adopted by unanimous vote.”

Following, the next item on the agenda, requested the Board to approve the 2018 health insurance plan design, premiums and COBRA rates. Former IWWB Employees & Under 65 IWWB Retirees Plan Design and Premium Rates will not change, as recommended by the Human Resources Committee. 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 Mrs. Brenda J. Dickerson, that the Board hereby authorizes the following:

- The 2018 Health insurance plan design - Option One (Do Nothing), healthcare premiums, and COBRA rates, effective January 1, 2018, attached hereto the resolution. The COBRA rates are to be paid on a monthly basis.
- The above changes do not affect current or post-employment healthcare benefits for former Industrial Water Works Board employees.

Resolution No. 7589 is hereby adopted by Directors Lewis, Alexander, Clark, Muhammad, Dickerson; Director Mims abstained from voting.”

The final agenda item requested Board approval to enter into a standard CSX Transportation, Inc. Encroachment Agreement for Water Board facilities to be installed underneath a CSX Transportation, Inc. railway. The Board is installing a 16-inch water main for current and future growth on Elvira Road (County Road 269) located in the City of Hoover in Shelby County, Alabama. The one-time Facility Encroachment Fee is \$5,100.00, and to authorize the General Manager and/or the Assistant General Manager to execute said agreement.

“BE IT RESOLVED By the Water Works Board of the City of Birmingham (“the Board”), on a motion duly made by Mr. Tommy J. Alexander and seconded by Mr. William R. Muhammad, that the Board hereby authorizes the General Manager and/or the Assistant General Manager to execute a standard CSX Transportation, Inc. Encroachment Agreement for Water Board facilities to be installed underneath a CSX Transportation, Inc. railway. Resolution No. 7590 is hereby adopted by unanimous vote.”

Subsequently, under new business, Director Dickerson stated she read an email stating the Alabama-Mississippi Section AWWA was having a 2017 best tasting water contest. She asked if BWWB was participating in the contest. AGM Sonny Jones confirmed that BWWB entered contest. AGM Michael Johnson provided an update on the final audit report issued by the Banks, Finley, White and Company (a copy of the final audit report was provided to the Board and is on file with the Board meeting book). Director Muhammad requested a cutoff time on the Friday before a Board meeting to receive information for review. Chairwoman Lewis indicated she would take Director Muhammad's request under consideration and discuss it with the other Directors.

Afterwards, Chairwoman Lewis stated the speaker, Valton Johnson had three minutes to speak. Valton Johnson inquired about the process and procedures for proposals. Then, Valton Johnson, stated he has a program called Idle Eddy that is in 115 schools. The program teaches children about air quality. However, he would like to teach the kids about water quality. Valton Johnson indicated he submitted a proposal for review to be considered on the agenda for the next Communications Committee Meeting Agenda. He wanted to create a curriculum for the Birmingham City Schools and any schools within the BWWB service area. Valton Johnson stated he wanted to improve the image of BWWB. Chairwoman Lewis, indicated to Valton Johnson that BWWB already has a program (Wonderful Works of Water) in the school system. GM Underwood stated the program should be further evaluated and reviewed before submitting to the Board. Afterwards, there was a brief discussion on the process for submitting proposals and contract compliance. Chairwoman Lewis indicated she would send the request for a contract compliance program to the Communications Committee for the Board to vote on.

As there was no further business to be brought before the Committee, a motion to adjourn the meeting was duly made and seconded, and the meeting adjourned at 9:53 a.m.

_____/s/_____
Sherry W. Lewis
Chairwoman/President

Attest:

_____/s/_____
Brett A. King, Esq.
Secretary-Treasurer