

**MINUTES OF THE REGULAR BI-MONTHLY MEETING OF DIRECTORS
OF THE WATER WORKS BOARD OF THE CITY OF BIRMINGHAM
April 24, 2024**

A regular meeting of the directors of The Water Works Board of the City of Birmingham was held on Wednesday, April 24, 2024, at 11:30 a.m.

The following directors were present: Tereshia Huffman, William “Butch” Burbage, Jr., Larry Ward, Dalton NeSmith, Lucien Blankenship, Thomas Henderson, and George Munchus. Director Mashonda Taylor was not present.

Others present were: Michael Johnson, General Manager; Derrick Murphy, Iris Fisher, and Philip King, Assistant General Managers; Cynthia Williams, Board Administrator; Anitra Clark, Corporate Governance Specialist; Elyse Page, Executive Assistant to the General Manager; Brad Steffens, Michael Tartt, Jeff Wade, Robert Green, Rosalind Jones, Cassandra Bell, Colandus Mason, Marsha Hammonds, Paul Lloyd, Platon Crowell, Ahki King, Geoffrey Goodwin, Marilyn Vertison, Jeremy Ervin, Shirley Russell, Tim Harris, Brittany Reynolds, Wendell Cox, Lorenzo Clay, Jaquice Boyd, Edward Witt, Tamika Yancy, Meridith Hollins, and David Walker, BWWB Employees; K. Mark Parnell, Parnell Thompson, LLC; Kelvin Howard, Kelvin W. Howard, LLC; Kessia Crenshaw, State of Alabama Attorney General’s Office; Patrick Flannelly ARCADIS; Bill Todd, O2 Ideas; Sidney May, Sidney H. May, P.E., LLC; Lindsey McAdory, CBG Strategies; Kashondra Crews, and Jasmine Swain, Sold South Realty; Brittney McClure, Chariel Brown, Aniya Erskine, Lauren Robinson, and Jaise Ward, Birmingham Promise; and Kamilah Gray Lewis, City of Birmingham.

Chairwoman Huffman declared a quorum in attendance.

Chairwoman Huffman called the meeting to order at 11:30 a.m., and Assistant General Manager Iris Fisher opened the meeting with prayer.

Following, Chairwoman Huffman asked the Board to approve 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 Mr. Dalton NeSmith, and seconded by Mr. George Munchus, that the Board hereby approves the agenda for the April 24, 2024 Regular Board of Directors Meeting. Resolution No. 9550 is hereby adopted by unanimous vote.”

Following, the Board moved to the first item on the agenda, Request Board to approve minutes from its Regular Board of Directors’ Meeting held March 20, 2024. On a motion duly made and seconded by, 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. Thomas Henderson, and seconded by Mr. George Munchus, that the Board hereby approves minutes from its Regular Board of Directors’ Meeting held March 20, 2024. Resolution No. 9551 is hereby adopted by unanimous vote.”

Following, Chairwoman Huffman asked to hear Reports of Committees. As there were no reports, the General Manager stated a Human Resources Committee meeting will be held directly following the Board meeting. He stated there will be an Executive Committee Meeting held April 30, 2024 at 11:30 a.m.

Following, Chairwoman Huffman asked to hear Reports of Officers. Director Munchus questioned the status of the Historically Underutilized Business (HUB) Program. The General Manager stated the HUB Program will be discussed at the Executive Committee Meeting, scheduled for Tuesday, April 30, 2024. Director Munchus questioned Board Attorney Mark Parnell regarding the status of the Customer Assistance Program. Mr. Parnell stated he will provide the Board with an update soon.

Next, the General Manager stated the Board of Directors approved a \$5,000.00 sponsorship of the Alabama/Mississippi Water Joint Annual Conference held April 7-10, 2024 in Mobile, AL. The General Manager provided the Board with a press release regarding the conference. A copy of the handout is on file in Diligent. He stated BWWB Employee Dr. April Nabors serves as Chairwoman of the Alabama/Mississippi Section. He stated the BWWB is recognized in the industry as an award-winning utility, and BWWB employees are the key to BWWB's success. The General Manager then recognized BWWB Employee Tim Harris to recognize the performance and awards received by employees at the conference. Mr. Harris stated he along with superintendents in the Water Treatment Department will nominate an employee to be recognized at the conference that has displayed excellence in performance and demonstrated leadership skills throughout the year. He stated Ms. Brittany Reynolds, Operator for Western Filter Plant, was nominated, and she won Operator of the Year for the Alabama/Mississippi section of AWWA. He indicated Ms. Reynolds is the first African American woman from BWWB to receive the award. Ms. Reynolds was recognized and she expressed her gratitude for receiving the award and gave an overview of her career at BWWB. She also expressed her gratitude for those who helped her along the way, including her fellow male peers. She indicated her goal is to be the first African American woman General Manager of BWWB. Director George Munchus stated he was glad to hear Ms. Reynolds' comments regarding men and women working together. Director Ward then commended Ms. Reynolds by giving a standing ovation. Next, Mr. Harris stated the conference had a water taste competition. He stated BWWB's Carson Filter Plant won the competition. Mr. Harris then recognized Mr. Wendell Cox, Carson Filter Plant, Superintendent. Mr. Cox expressed his appreciation to the excellent staff at all filter plants. He indicated this was the second time the Carson Filter Plant won best tasting water. Mr. Harris stated the Water Treatment Department looks forward to representing BWWB at the AWWA 2024 Annual Conference and Exposition (ACE24), June 10-13, 2024, in Anaheim, California, in hopes of winning on the national level. Mr. Harris thanked the Board for recognizing BWWB employees. Chairwoman Huffman stated she agreed with Director Munchus' comment regarding men and women working together. Chairwoman Huffman then recognized Brittany Reynolds, Sidney May, and Kashondra Crews as three African American women who were on the agenda and she indicated this is a testament of more opportunities for women of color at BWWB.

Subsequently, the General Manager recognized Jeremy Erwin, Workforce Development Administrator, to introduce the Birmingham Promise Student Interns. Mr. Ervin stated this is the second year of BWWB's partnership with Birmingham Promise. Mr. Ervin stated the importance of having student programs as another pipeline of recruitment for the younger generation. Mr. Ervin then recognized four students: Lauren Robinson, Ramsay High School; Jaise Ward, Woodlawn High School; Aniya Erskine, Woodlawn High School; and Chariel Brown, Wenonah High School, to make brief presentations regarding their 14-week internship with BWWB.

Following, the Board moved to Speakers. As there were no speakers, the Board moved to the second item on the agenda, Request Board to approve payment of invoices. 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 Ms. Tereshia Huffman, that the Board hereby authorizes staff to execute payments to the following:

- 2.1 Dominick Feld Hyde, P.C. for the following:
 - 2.1.1 For professional services rendered March 1, 2024 through March 31, 2024 related to the Pension Plan in the amount of \$885.20.
 - 2.1.2 For professional services rendered March 1, 2024 through March 31, 2024 related to the Other Benefit Plans in the amount of \$1,606.80.
- 2.2 Raftelis Financial Consultants, Inc., for professional services rendered March 2024 related to Consolidated Invoices in the amount of \$23,747.50.
- 2.3 Birmingham Construction Industry Authority for professional services rendered through December 2023 in the amount of \$25,000.00.
- 2.4 Kelvin W. Howard, LLC for professional services rendered March 2024 in the amount of \$33,266.08.
- 2.5 Parnell Thompson, LLC for professional services rendered March 2024 in the amount of \$60,870.00.
- 2.6 Perkins Law, LLC for the following:
 - 2.6.1 For professional services rendered January 2024 in the amount of \$22,791.00.
 - 2.6.2 For professional services rendered February 2024 in the amount of \$12,528.00.
 - 2.6.3 For professional services rendered March 2024 in the amount of \$28,782.00.

Resolution No. 9552 is hereby adopted by Directors Huffman, Burbage, Ward, Henderson, and NeSmith; Director Blankenship abstained from voting; and Director Munchus abstained from voting on items 2.4, 2.5, and 2.6.”

Following, the Board moved to the third item on the agenda, Request Board to approve the following, as recommended by the Engineering and Maintenance Committee. Director NeSmith then made a motion to approve the items and Director Burbage seconded the motion. Director Munchus questioned Director NeSmith if all items under agenda item 3 had come before the Engineering and Maintenance Committee and Director NeSmith responded yes. Director Ward questioned how the price was reached regarding agenda item 3.5 for the vacant parcels. Mr. Parnell stated one (1) of the parcels is large enough to get appraised, and the others are smaller. He stated the next steps are to perform an initial determination to see how much the parcels are worth and to determine whether an appraisal is needed. Director Ward then questioned the process and who will determine whether the pricing is fair. Mr. Parnell stated an appraiser would be hired for one of the parcels and Realtor Kashondra Crews, Sold South Realty, will be utilized to assist in providing the value of the other parcels. Director NeSmith gave an overview of the tax benefit related to the parcels and stated if there is a potential buyer this item will come back to the Board to approve the individual contract. Director Munchus questioned whether the appraisal from a county government would be accurate. Director NeSmith responded yes and no, and stated it depends on the price of the parcel, whether there is a good buyer and a good seller in the market. Director Munchus then questioned whether a governmental entity can have a different appraisal option, other than a realtor and Director NeSmith responded yes. Director Blankenship questioned whether these properties have been declared properties and was there an evaluation of the cost of maintaining these properties versus selling them. The General Manager responded yes and stated there are several variables that are taken into

consideration. Assistant General Manager Derrick Murphy stated BWWB has more than eleven (11) vacated properties with different assets. He then gave an overview of the process for evaluating properties. He stated there are three (3) categories our Independent Engineer and Team reviews: (1) Could the property be utilized again for future assets, (2) If the property is sold will it have an impact on our watershed, and (3) Are these properties in close proximity to a great deal of the work being done in the different regions. Director Munchus questioned when a property is sold will the new owner be responsible for the maintenance and upkeep of this property. The General Manager responded yes. Director Blankenship questioned the status of other properties, and if one of the larger parcels could be used in the future. Assistant General Manager Murphy responded no. Chairwoman Huffman then called for a vote on 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. Dalton NeSmith, and seconded by Mr. William Burbage, that the Board hereby authorizes staff to execute the necessary documents and awards bids to the following, as recommended by the Engineering and Maintenance Committee:

- 3.1.1 Empire Pipe and Supply, the lowest responsible and responsive bidder, for estimated quantities of polymer concrete Armorcast vaults, at an estimated out-of-pocket cost to the Board of \$82,460.56.
- 3.1.2 Mobile Communications Inc., the lowest responsible and responsive bidder, for seventy-five (75) Panasonic rugged devices, plus accessories, for use by the Field Services and Meter Shop Departments at an out-of-pocket cost to the Board of \$271,497.42.
- 3.1.3 Ranger Environmental, LLC, the lowest responsible and responsive bidder, for lead service line inventory of BWWB’s distribution system for field investigation and potholing of service lines for the East and South Districts, at an out-of-pocket cost to the Board of \$449,820.00; and for the Central and West Districts, at an out-of-pocket cost to the Board of \$449,822.00; for a total out-of-pocket cost to the Board of \$899,642.00.

Resolution No. 9553 is hereby adopted by unanimous vote.”

“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. William Burbage, that the Board hereby exercises its bid option with the following, as recommended by the Engineering and Maintenance Committee:

- 3.2 Extend a second, one-year agreement with APAC-Alabama, Inc., previously known as Midsouth Paving, Inc., for Asphalt-HOT Mix, at an estimated out-of-pocket cost to the Board of \$1,767,460.00; and authorizes the General Manager and/or Assistant General Manager to execute the agreement.

Resolution No. 9554 is hereby adopted by unanimous vote.”

“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. William Burbage, that the Board hereby approves expenditures with the following and authorizes the General Manager and/or Assistant General Manager to execute the necessary documents:

- 3.3.1 Stivers Ford, for thirteen (13) Ford Mavericks to replace aging vehicles and/or non-repairable vehicles in BWWB’s fleet, at an estimated out-of-pocket cost to the Board of \$326,911.00.
- 3.3.2 Bridgestone Americas Tire, for Tires, pursuant to the State of Alabama Contract #MA 230000004059, at an estimated out-of-pocket cost to the Board of \$550,000.00, for a period of up to one year.
- 3.3.3 Petroleum Traders, for Unleaded 89 (Mid-Grade) Gasoline and Low-Sulfur On-Road Diesel, pursuant to the State of Alabama Contract # MA23000004238, for fuel shipments, for BWWB vehicles, at an estimated out-of-pocket cost to the Board of \$2,815,046.00 annually, for a period of up to three years.

Resolution No. 9555 is hereby adopted by unanimous vote.”

“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. William Burbage, that the Board hereby approves a scope of services with the following:

- 3.4 Sidney May P.E., LLC, for the design and inspection of a water main replacement project located along Pineview Road Ensley; Court M Ensley; Meadow Lane Ensley; and Avenue K Ensley located in the Ensley Community within the City of Birmingham, at a total out-of-pocket cost to the Board of \$179,432.15; and authorizes the General Manager and/or the Assistant General Manager to execute the necessary documents.

Resolution No. 9556 is hereby adopted by unanimous vote.”

“WHEREAS, The Water Works Board of the City of Birmingham (“Water Works Board”) has determined that it owns eleven (11) parcel of vacant and surplus real estate that are more particularly described on Exhibit “A” attached hereto (“Surplus Property”); and,

WHEREAS, the Water Works Board desires to dispose of said surplus properties and use said funds for needed capital improvements; and,

WHEREAS, the Water Works Board will need the services of a real estate agent to assist in listing the Surplus Properties for sale.

NOW, THEREFORE, 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. William Burbage, as recommended by the Engineering and Maintenance Committee, as follows:

- 1. The Water Works Board’s General Manager is hereby authorized to enter into an agreement with Realtor Kasondra Crews with Sold South Realty to list the Surplus Property for sale. Said agreement will provide a term of 12 months with a real estate commission not to exceed 6 % of the sales price.

2. The Water Works Board’s General Manger is also authorized to retain any other necessary real estate services (i.e., appraiser or title company) to assist in selling the Surplus Properties.
3. Final approval of a sales contract to sell all, or any portion, of the Surplus Property will require authorization by the Board of Directors of the Water Works Board.

Resolution No. 9557 is hereby adopted by unanimous vote.”

“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. William Burbage, that the Board hereby does the following:

- 3.6 Declares BWWB’s Mobile Testing Trailer as surplus; and approves to donate the Mobile Testing Trailer to The Water Tower, a non-profit organization, for water related research.

Resolution No. 9558 is hereby adopted by unanimous vote.”

“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. William Burbage, that the Board hereby approves emergency work with the following:

- 3.7 Centrisys Corporation, a sole source provider, for the repair of Solids Handling Facility Centrifuge No. 2, located at Shades Mountain Filter Plant, at an estimated out-of-pocket cost to the Board of \$224,00.00; and authorizes the General Manager and/or Assistant General Manager to execute the necessary documents.

Resolution No. 9559 is hereby adopted by unanimous vote.”

Next, Director Burbage then made a motion to adjourn the meeting and Chairwoman Huffman seconded the motion. On a motion duly made and seconded, the motion was approved, and the meeting was adjourned at 12:08 p.m.

/s/
Tereshia Q. Huffman
Chairwoman

Attest:

/s/
Raymond L. Ward
Secretary-Treasurer