

**MINUTES OF THE REGULAR BI-MONTHLY MEETING OF DIRECTORS  
OF THE WATER WORKS BOARD OF THE CITY OF BIRMINGHAM  
January 29, 2025**

A regular meeting of the directors of The Water Works Board of the City of Birmingham was held on Wednesday, January 29, 2025 at 11:30 a.m.

The following directors were present: Tereshia Huffman, William “Butch” Burbage, Jr., Thomas Henderson, Larry Ward, Dalton NeSmith, Jonathan Harris, Ivan Holloway, Dr. Andre McShan, and Dr. Monique Gardner Witherspoon.

Others present were: Darryl Jones, Interim General Manager; Mac Underwood, Interim Deputy General Manager; Barry Williams, Derrick Murphy, and Philip King, Interim/Assistant General Managers; Cynthia Williams, Board Administrator; Anitra Clark, Corporate Governance Specialist; Michael Parker, Jeff Wade, Charles McGee, Colandus Mason, Derrick Maye, Ahki King, David Walker, Connie Ash, Cedric Austin, Desmond Barnes, Freddie Boone, Darrius Breckenridge, Robert Calvert, Mason Champion, Raymond Chaney, LaCharles Fitts, Kenneth Glover, Joeshedrick Harrison, Allen Lane, Price Lanier, Kenon Macon, Brett Marcum, Carey Mays, Charisse McQueen, Daniel Melton, Raphael Miller, Jecory Peoples, Chauncey Pleasant, Christopher Pullom, Rex Salter, Cortez Seales, Deionte Smith, Jedarian Solid, Courtney Tolbert, Randy Towns, Joshua Waldrop, and Robert Ward, BWWB Employees; K. Mark Parnell, Parnell Thompson, LLC; Bobby Davis, The Law Office of Bobby L. Davis; General Ron Burgess; Trisha Brown, ARCADIS; Frank Adams, Direct Communications; Phillip Moultrie, Valent Group; Fred Primer, Loop Capital; Stuart Sanderson, MARS Company; Derek Mathews, Lord & Company; George Munchus, Citizen of Birmingham; and Rinesha Coleman, Allied Security.

Chairwoman Huffman declared a quorum in attendance.

Chairwoman Huffman called the meeting to order at 11:30 a.m. and Interim Assistant General Manager Barry Williams 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 Ms. Tereshia Huffman and seconded by Mr. Larry Ward, that the Board hereby approves the agenda for the January 29, 2025 Regular Board of Directors’ Meeting. Resolution No. 9704 is hereby adopted by unanimous vote.”

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Following, Chairwoman Huffman asked to hear Reports of Committee. As there were no reports, the Chairwoman Huffman asked to hear Reports of Officers. Chairwoman Huffman recognized members of the Distribution Department for repairing a leak in the City of Birmingham in Ensley near I-20/I-59 and 20<sup>th</sup> Street Ensley in 12-degree weather before 5:00 a.m. and staying until the evening. Chairwoman Huffman expressed her gratitude to the employees for making BWWB customers a priority and for their hard work. Subsequently, introductions were made by the employees. Next, Chairwoman Huffman distributed the assignments for the 2025 Board Committees. A copy is on file in Diligent.

Following, as there were no Speakers, the Board moved to the first item on the agenda, Request Board to adopt a resolution affirming various established Board Committees for calendar year 2025. On a motion duly made and seconded, the following resolution was adopted:

“WHEREAS, on May 8, 1997, The Water Works Board of the City of Birmingham (“The Water Works Board”) adopted certain committees for the purpose of working with staff in certain areas in helping the Board to establish overall policies.

WHEREAS, on January 29, 2025, on a motion duly made by Ms. Tereshia Huffman and seconded by Mr. William Burbage, that The Water Works Board hereby approves and establishes certain Board committees and membership on said committees.

NOW, THEREFORE, BE IT RESOLVED that The Water Works Board’s Committees and respective members shall be as reflected on the list of Board Committees attached hereto these minutes. Resolution No. 9705 is hereby adopted by unanimous vote.”

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Following, the Board moved to the second item on the agenda, Request Board to adopt a resolution approving the Board of Directors and the General Manager and/or Interim General Manager to travel to and from various cities to attend conferences/annual meetings, or to register for virtual conferences for calendar year 2025, as outlined in the resolution attached hereto, to pay advances necessary and to reimburse all appropriate expenses incurred in connection with the respective conferences/meetings, as required by the company's Travel Expense Reimbursement Policy. On a motion duly made and seconded, the following resolutions were adopted:

“BE IT RESOLVED By The Water Works Board of the City of Birmingham, on a motion duly made by Mr. William Burbage and seconded by Mr. Thomas Henderson, that the Board hereby approves the Board of Directors and the General Manager and/or Interim General Manager to travel to and from various cities to attend conferences/annual meetings, or to register for virtual conferences/meetings for calendar year 2025, as outlined in the resolution attached hereto, to pay any advances necessary and to reimburse all appropriate expenses incurred in connection with the respective conferences/annual meetings, as required by the company’s Travel Expense Reimbursement Policy:

CONFERENCES / MEETINGS DATES	CONFERENCES/ANNUAL MEETINGS	LOCATION
February 11 – 14, 2025	AWWA/WEF The Utility Management Conference 2025 – This is a Utility Leader Forum to hear the latest approaches, practices, processes, techniques, case studies, and research in all aspects of utility management.	Dallas, TX
April 9 -13, 2025	National Forum for Black Public Administrators (NFBPA) – This forum provides Waves of Change, Oceans of Opportunity Repositioning Our Communities for the Future.	San Francisco, CA
April 7 – 9, 2025	Water Policy Conference – Association of Metropolitan Water Agencies – The AMWA provides Utility managers with a Wealth of Ideas and Practical Knowledge.	Washington, D.C.
June 8 - 11, 2025	AWWA Annual Conference & Exposition – The AWWA Annual Conference provides an environment where water professionals can be leaders and learn from leaders in the water industry.	Denver, CO

April 6 – 9, 2025	AL/MS Water Joint Annual Conference – This is a Joint Conference in collaboration between the Alabama’s Water Environment Association, the AL/MS Section of the American Water Works Association, and the Mississippi Water Environment Association.	Mobile, AL
April 22-25, 2025	AICPA & CIMA CFO Conference – This conference is designed for CFOs and senior financial executives who are looking to navigate complexities of increasingly prevalent sustainability requirements.	La Quinta, CA
September 3 – 5, 2025	Annual Alabama Water Resources Symposium Conference – This is a forum for all participants of our water resources community, providing opportunities for conversation about the many multidisciplinary aspects of water resources research and management.	Orange Beach, AL
<b>OTHER CONFERENCES THE BOARD OF DIRECTORS, GENERAL MANAGER AND/OR THE INTERIM GENERAL MANAGER MAY ATTEND</b>		
August 5 – 6, 2025	Water Finance Conference – This conference is tailored to executive-level water utility professionals, including chief financial officers, directors, general managers, CEOs, and other finance managers.	Scottsdale, AZ
September 9 – 10, 2025	SAP for Utilities - SAP offers utility leaders, managers, directors and other utility professionals with best practices, innovative ideas.	Denver, CO
September 24 – 28, 2025	CBCF Annual Legislative Conference (ALC) – The nation’s leading policy conference conducts research and promotes African Americans’ involvement in the national political process.	Washington, D.C.
October 26 – 29, 2025	AMWA Annual Executive Management Conference – The Association of Metropolitan Water Agencies serves CEOs and general managers by providing tools for competitiveness and management.	Austin, TX
<b>DATES TO BE DETERMINED</b>	Various trips in 2025 to meet with rating agencies and bond underwriters <b>[As Needed]</b>	New York, NY

BE IT FURTHER RESOLVED, that prepayment of registration and workshop fees are hereby approved for the Board of Directors, the General Manager and/or Interim General Manager and other Board employees as set out above for the referenced conferences/seminars/annual meetings. Resolution No. 9706 is hereby adopted by unanimous vote.”

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Following, the Board moved to the third item on the agenda, Request Board to approve payment of invoices from the following. 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 Burbage, and seconded by Mr. Larry Ward, that the Board hereby authorizes staff to execute payment of invoices from the following:

- 3.1 Janine Smith Law Firm, LLC for professional services rendered December 2024 in the amount of \$3,300.00.
- 3.2 BHM Law Group, LLC for professional services rendered January 7, 2025 through January 21, 2025 in the amount of \$8,400.00.
- 3.3 The Law Office of Bobby L. Davis for professional services rendered December 2024 in the amount of \$22,140.00.
- 3.4 Raftelis Financial Consultants, Inc. for professional services rendered December 2024 in the amount of \$31,276.23.

- 3.5 Birmingham Business Resource Center for professional services rendered December 2024 through January 2025 in the amount of \$35,000.00.
- 3.6 Direct Communications, LLC for professional services rendered January 2025 in the amount of \$38,350.00.
- 3.7 Parnell Thompson, LLC for professional services rendered December 2024 in the amount of \$52,800.00.

Resolution No. 9707 is hereby adopted by unanimous vote.”

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Following, the Board moved to the fourth item on the agenda, Request Board to approve the following items, as recommended by the Engineering and Maintenance 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. Dalton NeSmith, and seconded by Mr. William Burbage, that the Board hereby authorizes staff to award bids to the following, as recommended by the Engineering and Maintenance Committee:

- 4.1 Awards bids to:
  - 4.1.1 Ferguson Waterworks, the lowest responsible and responsive bidder, for estimated annual quantities of Polymer Concrete Armorcast Vaults, to include torsion assists, at an estimated out-of-pocket cost to the Board of \$182,621.10; and authorizes the Interim General Manager and/or the Interim Assistant General Manager to execute a signed agreement.
  - 4.1.2 Southeast Maintenance, Inc., the lowest responsible and responsive bidder, for Filter Underdrain Repairs at the Western Filter Plant, at a total out-of-pocket cost to the Board of \$263,000.00; and authorizes the Interim General Manager and/or the Assistant General Manager to execute the agreement.
  - 4.1.3 Viking Painting LLC, the lowest responsible and responsive bidder, for the WIFIA-Painting and Repairs to Cahaba Cove and Warrior Potable Water Tanks Project, for a total out-of-pocket cost to the Board of \$1,147,850.00; and authorizes the Interim General Manager and/or Assistant General Manager to execute the agreement.
  - 4.1.4 Willoughby Contracting Company, Inc., the lowest responsible and responsive bidder, for WIFIA Set #1 consisting of three (3) independent water main replacement projects to be awarded to a “single” bidder, which are (1) Grasselli Avenue SW / Doby Avenue SW project involving the replacement of approximately 5,390 feet of 2-inch galvanized steel pipe / 2-inch unlined cast iron pipe with approximately 3,310 feet of 6-inch DICL pipe; 3,090 feet of 4-inch DICL pipe and related appurtenances; and 100 water services located in the City of Birmingham; (2) Brenda Avenue SW / Alvin Avenue SW project involving the

replacement of approximately 2,540 feet of 2-inch galvanized steel pipe / 2-inch unlined cast iron pipe and 4,430 feet of 6-inch unlined cast iron pipe with approximately 1,200 feet of 8-inch DICL pipe; 2,850 feet of 6-inch DICL pipe; 950 feet of 4-inch DICL pipe and related appurtenances; and 57 water services located in the City of Birmingham; and (3) Hillandale Drive / Rutledge Way project involving the replacement of approximately 6,640 feet of 2-inch galvanized steel pipe / 2-inch unlined cast iron pipe with approximately 2,900 feet of 6-inch DICL pipe; 3,720 feet of 4-inch DICL pipe; 400 feet of 2-inch Municipex (PEXa) pipe and related appurtenances; and 125 water services located in the City of Fairfield, at a bid amount of \$3,691,767.05; plus estimated cost of materials and Water Board labor in the amount of \$1,519,869.02; at an out-of-pocket cost to the Board of \$5,211,636.07; and authorizes the Interim General Manager and/or Assistant General Manager to execute the agreements.

Resolution No. 9708.4.1 is hereby adopted by a unanimous vote.”

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“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 expenditures and executes an agreement with MARS Company, a sole source provider, for a Meter Testing Bench, at a cost of \$1,197,013; a Software Upgrade, at cost of \$1,674,658; and Maintenance, at a cost of \$189,839.00, for five (5) years effective January 29, 2025 through January 28, 2030 at a total out-of-pocket cost to the Board of \$3,061,510.00; and authorizes the Interim General Manager and/or the Assistant General Manager to execute the agreement, as recommended by the Engineering and Maintenance Committee. Resolution No. 9708.4.2 is hereby adopted by a unanimous vote.”

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“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 agreements with the following, as recommended by the Engineering and Maintenance Committee:

4.3 Approves agreements with:

- 4.3.1 Software House International (SHI) for a one-year license and support renewal for CrowdStrike Manage Detection and Response Service, effective April 28, 2025 through April 27, 2026, at a total out-of-pocket cost to the Board of \$90,444.10; and authorizes the Interim General Manager and/or the Interim Assistant General Manager to execute the renewal.
- 4.3.2 Software House International (SHI) for a three-year license and maintenance support renewal for VMware vSphere renewal to support the BWW server environment, effective April 16, 2025 through April 15, 2028, at a total out-of-pocket cost to the Board of \$173,641.60; and authorizes the Interim General Manager and/or the Interim Assistant General Manager to execute the renewal.

4.3.3 Schneider Electric, a sole source provider, for the Schneider Electric Customer First Premium Level Support and Services Agreement for a 3-year period at a cost of \$238,232.00 for the first year, \$249,204.00 for the second year and \$260,718.00 for the third year, for use by the SCADA Core, Carson Filter Plant, Putnam Filter Plant, Shades Mountain Filter Plant, Western Filter Plant, Cahaba Pump Station, Cane Creek Pump Station, Mulberry Pump Station, Sipseyp Pump Station, and Inland Pump Station, effective June 1, 2025 through May 31, 2028, at a total out-of-pocket cost to the Board of \$748,154.00; and authorizes the Interim General Manager and/or Assistant General Manager to execute the agreement.

Resolution No. 9708.4.3 is hereby adopted by unanimous vote.”

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“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 Morin Services, Inc. and their proposal to provide, install, and warranty two (2) 722 TRI-Ram LB Roots Rotary Lobe Blower pumps for the Western Filter Plant Blower Replacement Project, at a total out-of-pocket cost to the Board of \$90,792.00; and authorizes the Interim General Manager and/or Assistant General Manager to execute the agreement, as recommended by the Engineering and Maintenance Committee. Resolution No. 9708.4.4 is hereby adopted by unanimous vote.”

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Following, the Board moved to the fifth item on the agenda, Request Board to approve a Master Services Agreement with Lord & Company, a subsidiary of EWP Group, for a comprehensive Cyber Security and Resiliency Assessment within BWWB’s SCADA Department for a period of twelve (12) months at a total out-of-pocket cost to the Board of \$580,605.00; and to authorize the Interim General Manager and/or Assistant General Manager to execute the agreement. On a motion duly made and seconded, the following resolutions were 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. William Burbage, that the Board hereby approves a Master Services Agreement with Lord & Company, a subsidiary of EWP Group, for a comprehensive Cyber Security and Resiliency Assessment within BWWB’s SCADA Department for a period of twelve (12) months at a total out-of-pocket cost to the Board of \$580,605.00; and authorizes the Interim General Manager and/or Assistant General Manager to execute the agreement. Resolution No. 9709 is hereby adopted by unanimous vote.”

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Next, Director Ward 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 11:47 a.m.

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/s/  
Tereshia Q. Huffman  
Chairwoman

Attest:

/s/

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Raymond L. Ward  
Secretary-Treasurer