

**MINUTES OF THE REGULAR BI-MONTHLY MEETING OF DIRECTORS  
OF THE WATER WORKS BOARD OF THE CITY OF BIRMINGHAM  
May 22, 2024**

A regular meeting of the directors of The Water Works Board of the City of Birmingham was held on Wednesday, May 22, 2024 at 11:30 a.m.

The following directors were present: Tereshia Huffman, William “Butch” Burbage, Jr., Thomas Henderson, Larry Ward, Dalton NeSmith, George Munchus, Mashonda Taylor, and Lucien Blankenship.

Others present were: Michael Johnson, General Manager; Iris Fisher, Derrick Murphy, and Philip King, Assistant General Managers; Cynthia Williams, Board Administrator; Anitra Clark, Corporate Governance Specialist; Rick Jackson, Jeff Wade, Charles McGee, Rosalind Jones, Cassandra Bell, Colandus Mason, Jonathan Jett, Derrick Maye, Anthony Hazel, Jaquice Boyd, Tim Harris, Valecia Dulaney, Michael Tartt, Jessica Fadlevich, Paul Lloyd, Platon Crowell, 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; Trisha Brown, ARCADIS; Bill Todd, O2 Ideas; Lindsey McAdory, and Kyle Adams, CBG Strategies; Joseph Bryant, Hannan Denham, and Roy Johnson, AL.com; Eric Atwater, and Ben Law, Aon; Phillip Moultrie, Valent Group; Bobby L. Davis, The Law Office of Bobby L. Davis; Cynthiather May, May Law Group; Don Lupo, and Alyssa Thomas, City of Birmingham; Jarad Hall, Anthony Henry, and Nina Taylor, Birmingham Fire and Rescue – Station 18; Justin McKenzie, Fultondale Fire and Rescue; Justin Whaley, Walmart 1158; Kirk Ingram, and Shannon Walker, Buffalo Rock; Chris Tate, Jefferson County Emergency Management Agency; and Dr. Willie Maye, BWWB Customer.

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. The General Manager stated he would like to move Item C under Reports of Officers before Item A and he would like to table Item 1.1. 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. Larry Warry, that the Board hereby approves the agenda for the May 22, 2024 Regular Board of Directors Meeting, including moving Reports of Officers - Item C before Item A, and tables Item 1.1. Resolution No. 9565 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 General Manager stated a Finance Committee Meeting was held prior to the Board meeting at 10:00 a.m.

Following, Chairwoman Huffman asked to hear Reports of Officers and recognized the General Manager to present his report. The General Manager stated the Board would like to acknowledge its appreciation for community support and resources during the water outage. He stated a main break occurred on May 10, 2024 which significantly impacted customers located in the western area of Jefferson County, including issuing a boil water notice. He stated the decision was made to distribute bottled water to the affected customers. The General Manager stated due to community partners, this was accomplished. He then distributed certificates

to representatives from the City of Adamsville, City of Birmingham, Birmingham Fire and Rescue, Fultondale Fire and Rescue, Buffalo Rock, Coca Cola, Jefferson County Sheriff's Department, Jefferson County Emergency Management Agency, West Jefferson Baptist Church, Birmingham Fire Station 18, State Representative Juandalynn Givan, and Adamsville Walmart. He also expressed the Board's gratitude to employees who assisted with distributing 13,000 cases of water and indicated a Dream Team Ceremony would be held on May 30, 2024 to recognize these employees. Chairwoman Huffman expressed her gratitude to the community partners and employees for their hard work.

Subsequently, Chairwoman Huffman questioned Director Munchus regarding the length of time he has served on the Board. Director Munchus responded he began serving in either 2013 or 2014. Chairwoman Huffman questioned whether he is the longest serving Board member and Director Munchus responded yes. Chairwoman Huffman questioned Director Munchus regarding his awareness of his responsibilities of serving as a Board member. Director Munchus responded he thinks he is aware. Chairwoman Huffman stated she has reviewed previous Board meeting minutes, and she believes there have been statements Director Munchus has made to the public recently that have been incorrect. She stated Director Munchus currently has a lawsuit against the Board regarding legal invoices. She stated until recently, the minutes state Director Munchus has seconded motions to approve the legal invoices. She stated the Board passed a policy regarding reviewing detailed legal invoices at BWWB offices. She indicated Director Munchus made one attempt to review the invoices; however, he did not keep the appointment. She stated Director Munchus states in his lawsuit he does not have access to detailed legal invoices. However, Chairwoman Huffman stated all Board members have access to detailed legal invoices by making an appointment with the Board Administrator. She indicated Director Munchus has not exercised that right, and instead is wasting ratepayers' money with a lawsuit. Next, she stated Director Munchus has voted to acquire licenses at Inland Lake, including seconding motions for approval. She indicated Director Munchus has made contradicting statements to the public regarding his voting history regarding Inland Lake to criticize the Board. Next, Chairwoman Huffman stated at the last Board meeting there was discussion regarding evaluating the Moody Water System being possibly sold back to the City of Moody. She indicated in 2014, Director Munchus made a statement saying, "It is very good business sense to sell the system back to Moody.". She indicated in 2019, Director Munchus made a statement saying it was still a good idea to sell the system; however, two weeks ago Director Munchus criticized the Board for considering selling the system. Next, Chairwoman Huffman indicated the Board has a Media Policy which states one voice for the Board. She indicated no Board member owns the Board's vote; therefore, once a vote is passed Board members are to respect the vote of the Board and abide by the policies. Chairwoman Huffman stated Director Munchus has refused to sign the Board's Self-Governance Policy which states Board members will do what is best in the interest of the ratepayers. She indicated Director Munchus has made several comments during Board meetings stating he wants to do what is in the best interest for ratepayers; however, his actions contradict those statements. She stated it appears Director Munchus is only thinking of himself. Lastly, Chairwoman Huffman stated since she has been on the Board, she has served with Directors Ronald Mims, Chris Rice, and William Burbage serving as Chair. She stated she did not witness Director Munchus act out when they were serving; however, since she has been serving as Chair Director Munchus has been acting out. She indicated since she has been Chair, Director Munchus has made more speeches, more comments to the media, and spent more time contradicting the actions of the Board. Chairwoman Huffman indicated she does not understand why Director Munchus is behaving this way, and she is frustrated because she has tried to compromise. She indicated the Board is there to do what is in the best interests of its employees and ratepayers. She then questioned Director Munchus why he is serving on the Board. Director Munchus stated he would respond by sending Chairwoman Huffman an email. Chairwoman Huffman then requested Director Munchus to work with the Board and to not be against it. Director Ward stated he appreciates the service Chairwoman Huffman has provided to the Board and appreciated her remarks. Director Munchus stated he would like to make one statement; however, Chairwoman Huffman indicated she had given Director Munchus an opportunity to respond, and he chose not to. Chairwoman Huffman then closed the discussion.

Next, Chairwoman Huffman recognized the General Manager and his staff to present their reports. The General Manager stated he would also like to recognize the leak crews who worked on the water main break and expressed his gratitude for their hard work. He then recognized Aon to make a presentation regarding the Pension and Other Post-Employment Benefits (OPEB) Actuarial Reports. Eric Atwater, Aon, stated the Pension Plan had a good year last year and earned 14.5 percent, stating the target return on liabilities is around 7 percent. He indicated that return allowed the fund ratio to go from 72 percent to 78 percent, and amortization went from 17 years to 12 years. He stated BWWB made a contribution to the plan of \$6.4 million, and employees made a contribution of \$3.2 million. He stated the Other Post Employment Benefits Plan (OPEB) had a slightly less return than the Pension Plan. He stated the OPEB Plan had a return of 13.5 percent and the contribution to the plan was \$1.5 million. He indicated the contribution for 2025 will go down to \$1 million. Mr. Atwater stated there will be an experience study for the last 4 to 5 years to ensure the assumptions are in line. Ben Law, Aon, gave an overview of the key results for Pension Plan. He stated the unfunded decreased by \$15 million due to smoothing of gains and losses over a five-year period. He stated BWWB is set to make a contribution to the plan of \$6.7 million. He indicated for the plan to be fully funded dropped by 5 years. He indicated the funding status improved by \$12 million. Mr. Law stated the last 10 years of the pension liability is currently \$241 million as of January 1, 2024; therefore, the asset value of the plan is \$180 million to \$190 million. He then gave an overview of the market value versus the actuarial. He stated the Pension Plan’s positive returns offset the bad returns from 2022. Mr. Law stated Aon then examines whether BWWB is using the right assumptions. He stated the plan is using a 7 percent rate of return. He indicated over the past 5 years the rate of return has been 9.7 percent with a smoothing of 8.7 percent, and over the past 10 years the rate of return has been a little below 7 percent. He indicated the long-term assumption is solid. He then gave an overview of peer comparisons, stating BWWB is above the 50th percentile. He then gave an overview of the key results for the OPEB Plan. He stated the plan is almost fully funded. He then gave an overview of the expected rate of returns for the Pension Plan, including whether 7 percent is a reasonable market assumption. He stated the assumption is slightly above average. He stated the yearly contribution is a fixed dollar; however, if that amount decreases it will take an additional 5 years to fund the plan. Mr. Law then gave an overview of the expected rate of returns for the OPEB Plan. He stated the OPEB Plan is based on a fixed amortization period and any time there are changes the contribution amount changes. He stated for 2024 the required contribution amount is \$1 million. He stated the active population for the plan grew by 3 people to 611 participants. Subsequently, Director Munchus questioned whether this information has been shared with BWWB retirees. The General Manager stated the retirees will receive this report by the end of June. Director Munchus questioned whether the retirees will be presented with speculative or real numbers. Mr. Law responded it will be actual numbers. Director Munchus questioned whether Aon will provide a response to a previous request from retirees. The General Manager responded yes, and indicated Aon is doing research regarding retirees receiving a one-time payment or a monthly increase.

and meter malfunction. The General Manager stated staff spoke with Dr. Maye regarding his issues and they would provide a resolution. Chairwoman Huffman requested an email be sent to the Board regarding the resolution regarding Dr. Maye’s issues.

Following, the Board moved to the first item on the agenda, Request Board to adopt resolutions authorizing monthly retirement benefits from the Board’s Retirement Trust Fund to the following. On a motion duly made and seconded, the following resolution were 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. Larry Ward, that the Board hereby tables the retirement of LyTonja Levert, an employee of The Water Works Board of the City of Birmingham. Resolution No. 9566 is hereby tabled by unanimous vote.”

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“WHEREAS, Debborah Barnes, an employee of The Water Works Board of the City of Birmingham ("the Board"), is retiring, effective June 1, 2024, at an age of 65, and

WHEREAS, Debborah Barnes has 16 years and 2 months of continuous service with the Board at her 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 \$1,823.31; 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 Ms. Tereshia Huffman and seconded by Ms. Mashonda Taylor, that the Trustee be, and is hereby instructed to pay monthly benefit payments of \$1,823.31 to Ms. Barnes from the Board’s Retirement Trust Fund, in accordance with the terms of the Pension Plan, with the first payment to be made June 1, 2024. Resolution No. 9567 is hereby adopted by unanimous vote.”

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“WHEREAS, Debborah Barnes, an employee of The Water Works Board of the City of Birmingham, is retiring, effective June 1, 2024, after 16 years and 2 months of service with the Board; and

WHEREAS, management has informed the Board of Debborah Barnes’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, Debborah Barnes, 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, Debborah Barnes is hereby commended for her efficiency, reliability, and loyal service to the Board.

BE IT FURTHER RESOLVED, that in recognition of Debborah Barnes’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 Ms. Barnes.

Resolution No. 9568 is hereby adopted by unanimous vote.”

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Following, 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 Ms. Mashonda Taylor, and seconded by Mr. Larry Ward, that the Board hereby authorizes staff to execute payment of invoices from the following:

- 2.1 Dominick Feld Hyde, P.C. for the following:
  - 2.1.1 For professional services rendered April 1, 2024 through April 30, 2024 related to the Pension Plan in the amount of \$221.20.
  - 2.1.2 For professional services rendered April 1, 2024 through April 30, 2024 related to Occupational Tax in the amount of \$600.80.

- 2.1.3 For professional services rendered April 1, 2024 through April 30, 2024 related to Other Benefit Plans in the amount of \$699.20.
- 2.1.4 For professional services rendered April 1, 2024 through April 1, 2024 related to the Cafeteria Plan in the amount of \$1,808.40.
- 2.2 Agee Law, LLC for professional services rendered April 2024 in the amount of \$7,560.00.
- 2.3 Terminus Municipal Advisors, LLC for professional services rendered April 2024 in the amount of \$10,000.00.
- 2.4 The Jones Group, LLC for professional services rendered April 2024 in the amount of \$15,000.00.
- 2.5 o2 Ideas for professional services rendered April 2024 in the amount of \$17,900.00.
- 2.6 CBG Strategies, LLC for professional services rendered April 2024 in the amount of \$25,350.00.
- 2.7 Raftelis Financial Consultants, Inc. for professional services rendered April 2024 related to Consolidated Invoices in the amount of \$28,153.75.
- 2.8 Kelvin W. Howard, LLC for professional services rendered April 2024 in the amount of \$32,360.00.
- 2.9 Parnell Thompson, LLC for professional services rendered April 2024 in the amount of \$59,880.00.

Resolution No. 9569 is hereby adopted by Directors Huffman, Burbage, Henderson, Ward, NeSmith, and Taylor; Director Blankenship abstained from voting; and Director Munchus abstained from voting on items 2.8 and 2.9.”

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Following, the Board moved to the third 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. William Burbage, and seconded by Ms. Mashonda Taylor, that the Board hereby approves the following items, as recommended by the Engineering and Maintenance Committee:

- 3.1 Awards bids to:
  - 3.1.1 First Hand Property Preservation, LLC, the lowest responsible and responsive bidder, for Lawn Maintenance at BWB Main Campus, at an estimated out-of-pocket cost to the Board of \$166,000.00; and authorizes the General Manager and/or the Assistant General Manager to execute the necessary documents.
  - 3.1.2 Consolidated Pipe & Supply Company, the lowest responsible and responsive bidder, for annual quantities of NON-AIS certified Tapping Sleeves, at an out-of-pocket cost

to the Board of \$113,355.00, and to Ferguson Water Works, the lowest responsible and responsive bidder, for annual quantities of AIS certified Tapping Sleeves, at an out-of-pocket cost to the Board of \$358,903.19; and authorizes the General Manager and/or the Assistant General Manager to execute the necessary documents.

- 3.1.3 Willoughby Contracting Company, Inc., the lowest responsible and responsive bidder, for the replacement of approximately 3,400 feet of 2-inch cast iron cement lined (CICL) pipe with approximately 4,750 feet of 6-inch DICL pipe and related appurtenances; and 45 water services along 1st Place West; 1st Street West; Center Place West; Center Street West; 37th Avenue West and 39th Avenue West located in the Hooper City and North Birmingham Communities in the City of Birmingham, Alabama at a bid amount of \$967,103.25; plus estimated cost of materials and Water Board labor in the amount of \$471,060.36; for an estimated out-of-pocket cost to the Board of \$1,438,163.61; and authorizes the General Manager and/or Assistant General Manager to execute the necessary documents.
  - 3.1.4 Gillespie Construction, LLC, the lowest responsible and responsive bidder, for the replacement of approximately 5,350 feet of 2-inch galvanized steel pipe / 2-inch unlined cast iron pipe with approximately 5,250 feet of 6-inch DICL pipe and related appurtenances; and 110 water services along 6th Avenue West; 6th Street West; 4th Court West; 7th Street West; 4th Avenue West; 17th Street Ensley and 7th Avenue West in the Graymont Community of the City of Birmingham, Alabama at a bid amount of \$1,326,589.00; plus estimated cost of materials and Water Board labor in the amount of \$544,539.06; for an estimated out-of-pocket cost to the Board of \$1,871,128.06; and authorizes the General Manager and/or the Assistant General Manager to execute the necessary documents.
  - 3.1.5 Landscape Unlimited of Alabama LLC, the sole bidder, for landscape services throughout the BWWB distribution system, at an estimated out-of-pocket cost to the Board of \$2,043,747.50; and authorizes the General Manager and/or the Assistant General Manager to execute the necessary documents.
  - 3.1.6 Tren-Tay, Inc., the lowest responsible and responsive bidder, for the replacement of approximately 6,960 feet of 16-inch DICL pipe (non-restrained); 3,900 feet of 12-inch DICL pipe (non-restrained); 4,320 feet of 8-inch DICL pipe (non-restrained); directional drilling HDPE pipe at each Gurley Creek crossing; and related appurtenances along Highway 79, Bethel Road and Bone Dry Road located in unincorporated Jefferson County and along Highway 79 and Kiowa Road located in unincorporated Blount County, Alabama at a bid amount of \$9,981,350.00; plus estimated cost of materials and Water Board labor in the amount of \$2,737,693.00; for an estimated out-of-pocket cost to the Board of \$12,719,043.00; and authorizes the General Manager and/or Assistant General Manager to execute the necessary documents.
- 3.2 Exercises its bid option to Wade Sand & Gravel Company, Inc., to extend a one-year agreement for estimated annual quantities of Crushed Limestone - Backfill Materials for use throughout the BWWB service area, at an estimated out-of-pocket cost to the Board of \$827,620.00; and authorizes the General Manager and/or the Assistant General Manager to execute the necessary documents.

3.3 Approves purchase of cubicles from Interior Elements for the System Development Department at an out-of-pocket cost to the Board of \$135,807.90; and authorizes the General Manager and/or the Assistant General Manager to execute the necessary documents.

Resolution No. 9570 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. On a motion duly made and seconded, the following resolution was adopted:

“WHEREAS, pursuant to Resolution No. 8908, The Water Works Board of the City of Birmingham has established its Community Educational Program (the “Program”); and,

WHEREAS, pursuant to the Program, the Water Works Board may participate in events and functions if the Water Works Board’s participation: protects its water sources and its consuming public; obtains optimum utility management, improves water quality and system reliability; improves reliability of high-quality water; provides educational, scientific and technological information about the Water Works Board to its consuming public; ensures access to and the wise use of water resources and the protection of the environment; and, engages in such activities that are beneficial to the entire water system and that are otherwise necessary, appropriate and consistent with the Water Works Board’s corporate powers (all of which is hereinafter referred to as “Corporate Purposes”); and,

WHEREAS, under the Program, the Water Works Board has identified non-ratepayer funding that may be used for funding the Program (the “Funds”); and,

WHEREAS, in June and October of 2024, Birmingham City Schools will host its Camp Wellness that will have a beneficial impact on the Water Works Board’s service area; and,

WHEREAS, the Birmingham City Schools’ Camp Wellness presents the Water Works Board with an opportunity to accomplish its Corporate Purposes; and,

WHEREAS, the Water Works Board desires, subject to the below, to sponsor the Birmingham City Schools’ Camp Wellness in a way that will accomplish the Water Works Board’s Corporate Purposes.

NOW THEREFORE, BE IT RESOLVED on a motion made by Ms. Mashonda Taylor and seconded by Mr. Larry Ward as follows:

1. It is hereby found and declared that the Water Works Board’s participation in the Birmingham City Schools’ Camp Wellness will accomplish its Corporate Purposes. Specifically, the Water Works Board’s participation in the Birmingham City Schools’ Camp Wellness will allow it to: provide educational information about the Water Works Board to its consuming public; help ensure access to and the wise use of water resources; have signage and distribute educational materials about the positive role that drinking water has on a person’s health; and, otherwise engage in activities that are beneficial to the entire water system and is appropriate and consistent with the Water Works Board’s corporate powers.

2. That the General Manager is authorized and instructed to take such steps as is necessary to sponsor the Birmingham City Schools' Camp Wellness. Such sponsorship shall include the Water Works Board accomplishing the corporate purposes set forth above.
3. The sponsorship shall not exceed \$10,000.00 and shall be paid from the Funds. Furthermore, any and all expenses incurred by the Water Works Board such as employee time and educational materials shall also only be paid from the Funds.

Resolution No. 9571 is hereby adopted by unanimous vote.”

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“WHEREAS, pursuant to Resolution No. 8908, The Water Works Board of the City of Birmingham has established its Community Educational Program (the “Program”); and,

WHEREAS, pursuant to the Program, the Water Works Board may participate in events and functions if the Water Works Board’s participation: protects its water sources and its consuming public; obtains optimum utility management, improves water quality and system reliability; improves reliability of high-quality water; provides educational, scientific and technological information about the Water Works Board to its consuming public; ensures access to and the wise use of water resources and the protection of the environment; and, engages in such activities that are beneficial to the entire water system and that are otherwise necessary, appropriate and consistent with the Water Works Board’s corporate powers (all of which is hereinafter referred to as “Corporate Purposes”); and,

WHEREAS, under the Program, the Water Works Board has identified non-ratepayer funding that may be used for funding the Program (the “Funds”); and,

WHEREAS, on June 14, 2024, the District Attorney's Foundation League of Gentlemen will host its Second Annual Juneteenth Unity Breakfast that will have a beneficial impact on the Water Works Board’s service area; and,

WHEREAS, the District Attorney's Foundation League of Gentlemen’s Second Annual Juneteenth Unity Breakfast presents the Water Works Board with an opportunity to accomplish its Corporate Purposes; and,

WHEREAS, the Water Works Board desires, subject to the below, to sponsor the District Attorney's Foundation League of Gentlemen’s Second Annual Juneteenth Unity Breakfast in a way that will accomplish the Water Works Board’s Corporate Purposes.

NOW THEREFORE, BE IT RESOLVED on a motion made by Ms. Mashonda Taylor and seconded by Mr. Larry Ward as follows:

1. It is hereby found and declared that the Water Works Board’s participation in the District Attorney's Foundation League of Gentlemen’s Second Annual Juneteenth Unity Breakfast will accomplish its Corporate Purposes. Specifically, the Water Works Board’s participation in the District Attorney's Foundation League of Gentlemen’s Second Annual Juneteenth Unity Breakfast will allow it to: provide educational information about the Water Works Board to its consuming public; help ensure access to and the wise use of water resources; have signage and distribute educational materials about the positive role that drinking water has on a person’s health; and,



otherwise engage in activities that are beneficial to the entire water system and is appropriate and consistent with the Water Works Board’s corporate powers.

2. That the General Manager is authorized and instructed to take such steps as is necessary to sponsor the District Attorney's Foundation League of Gentlemen’s Second Annual Juneteenth Unity Breakfast. Such sponsorship shall include the Water Works Board accomplishing the corporate purposes set forth above.
3. The sponsorship shall not exceed \$10,000.00 and shall be paid from the Funds. Furthermore, any and all expenses incurred by the Water Works Board such as employee time and educational martials shall also only be paid from the Funds.

Resolution No. 9572 is hereby adopted by unanimous vote.”

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Following, the Board moved to the fifth item on the agenda, Request Board to adopt a resolution that revises the Board’s current panel of attorneys by replacing Attorneys Byron Perkins and Tiffanie Agee with May Law Group, LLC and the Law Office of Bobby L. Davis; and thanks Attorneys Byron Perkins and Tiffanie Agee for their prior representation of the Board. Director Munchus questioned the General Manager why these agreements are being terminated with these two law firms and was he involved. The General Manager responded the Board has the authority to make these changes. Director Munchus questioned the General Manager whether he was involved in the decision. The General Manager responded he was provided information on both attorneys and the selection process. Director Munchus questioned the General Manager whether this was his recommendation. The General Manager responded he was not asked to provide a recommendation. Director Taylor questioned what process was used to determine whether these two attorneys were necessary to shift out and why wasn’t this decision made in January. Chairwoman Huffman responded stating Director Taylor sent her an email in November 2023 regarding a process to review all contracts. She stated in response to that email she stated she would appoint each Chair of the Committees to review certain consultants. She stated a review process for attorneys was led by Director NeSmith and she supports his decision, along with each Chair’s decision when they led reviews. She indicated if Director Taylor wants more detailed information regarding this process, it could be provided off the record. She clarified the attorneys were interviewed and a recommendation was made. On a motion duly made and seconded, the following resolution was adopted:

“WHEREAS, The Water Works Board of the City of Birmingham (the “Water Works Board”) desires to revise its panel of attorneys as follows;

NOW, THEREFORE, 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. William Burbage, as follows:

1. Parnell Thompson, LLC shall continue to serve as the Water Works Board’s General Counsel. The General Counsel will oversee and manage the provision of all legal services to the Water Works Board to ensure maximum protection of its legal rights and to maintain its operations within the limits prescribed by law. The General Counsel will assist officers of the Water Works Board and its upper management in carrying out the corporate purposes of the Water Works Board.

2. To assist the General Counsel, the Water Works Board establishes the following panel to serve as legal counsels to the Water Works Board: Kelvin W. Howard, LLC; May Law Group, LLC; and the Law Office of Bobby L. Davis.
3. The General Counsel shall handle and assign all legal matters in consultation with the General Manager.
4. The General Counsel will be responsible for covering (or causing to be covered) all Regular and Special Board of Directors' Meetings as well as Committee Meetings. The General Counsel will ensure that at least two attorneys will attend Board of Directors' and Committee Meetings.
5. May Law Group, LLC, and the Law Office of Bobby L. Davis will execute written agreements with the Water Works Board. Said written agreements will establish (a) the attorneys' hourly rate will be \$300.00; (b) each law firm will be reimbursed for necessary expenses at cost; (c) a term of 12 months, with either party having the right to terminate the agreement upon 30 days' notice; and (d) May Law Group, LLC, and the Law Office of Bobby L. Davis must maintain, at a minimum, professional liability insurance in an aggregate amount of \$1,000,000.00 and general liability in the aggregate amount of \$500,000.00. The Chairperson is authorized to execute said agreements on behalf of the Water Works Board.
6. The General Manager shall send notice to Attorneys Byron Perkins and Tiffanie Agee thanking them for their prior representation and providing them with notice that their agreements will terminate thirty (30) days following said notice.

Resolution No. 9573 is hereby adopted by a roll call vote: Director Huffman, Yes; Director Burbage, Yes; Director Henderson, Yes; Director Ward, Yes; Director NeSmith, Yes; Director Munchus, No; Director Blankenship, No; and Director Taylor, Abstain.”

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Following, the Board moved to the sixth item on the agenda, Request Board to approve an agreement with Southeast Research to perform a Customer/Public Opinion Survey at a total out-of-pocket cost to the Board of \$69,000.00; and to authorize the General Manager and/or Assistant General Manager to execute the agreement, upon approval of the agreement by the Board's Attorney, as recommended by the Communications Committee. Director Taylor stated she agrees this research is necessary. She then questioned whether there will be a public facing dashboard, will it just be internal, or will there be a presentation to the Board for review. She also questioned whether there will be metrics for feedback to be used for improvement. Chairwoman Huffman responded yes, there will be a presentation on feedback that will be presented internally to leadership, and it will also be presented to the Communications Committee. She indicated once the information is submitted to the Communications Committee, it will then go to the full Board to address the feedback. Director Munchus questioned whether a representative from Southeast Research was present. Chairwoman Huffman responded the representative was not asked to be present after they presented at the Communications Committee. Next, Director Ward stated Terminus Municipal Advisors has recommended a Bond Anticipation Note (BAN) for the Board. He stated this will be good for the Board and he commended Matthew Arrington for making the recommendation. 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. Mashonda Taylor, and seconded by Ms. Tereshia Huffman, that the Board hereby approves

an agreement with Southeast Research to perform a Customer/Public Opinion Survey at a total out-of-pocket cost to the Board of \$69,000.00; and authorizes the General Manager and/or Assistant General Manager to execute the agreement, upon approval of the agreement by the Board’s Attorney, as recommended by the Communications Committee. Resolution No. 9574 is hereby adopted by unanimous vote.”

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Next, Director Ward then made a motion to adjourn the meeting and Director Taylor seconded the motion. On a motion duly made and seconded, the motion was approved, and the meeting was adjourned at 12:22 p.m.

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/s/  
Tereshia Q. Huffman  
Chairwoman

Attest:

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/s/  
Raymond L. Ward  
Secretary-Treasurer