## MINUTES OF THE REGULAR BI-MONTHLY MEETING OF DIRECTORS OF THE WATER WORKS BOARD OF THE CITY OF BIRMINGHAM September 18, 2024

A regular meeting of the directors of The Water Works Board of the City of Birmingham was held on Wednesday, September 18, 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 (via telephone), and Lucien Blankenship.

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, Rick Jackson, Jeff Wade, Charles McGee, Colandus Mason, Derrick Maye, Matthew Pritchett, and David Walker, BWWB Employees; K. Mark Parnell, Parnell Thompson, LLC; Cynthianther May, May Law Group; Oliva Martin, State of Alabama Attorney General's Office; General Ron Burgess; Patrick Flannelly and Dhiraj Parekh, ARCADIS; Frank Adams, and Collier Craft, Direct Communications; Brian Hamilton, Trillion; Jeff Drew, Alexander Insurance Agency; Phillip Moultrie, Valent Group; Lindsey McAdory, CBG Strategies; Joseph Bryant, AL.com; Stuart Sanderson; and Dana Bright, and Rinesha Coleman, Allied Security.

Chairwoman Huffman declared a quorum in attendance.

Chairwoman Huffman called the meeting to order at 11:31 a.m. and Interim Assistant General Manager Barry Williams opened the meeting with prayer.

Following, Chairwoman Huffman asked the Board to approve the agenda. The Interim General Manager requested Item 5.4.1 regarding Mohawk Lifts be removed from 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 Ms. Tereshia Huffman, that the Board hereby removes item 5.4.1 from the agenda, and approves the agenda for the September 18, 2024 Regular Board of Directors' Meeting and. Resolution No. 9625 is hereby adopted by a roll call vote: Director Huffman, Yes; Director Burbage, Yes; Director Henderson, Yes; Director Ward, Yes; Director NeSmith, Yes; Director Taylor, Yes; Director Blakenship, Yes; and Director Munchus, Yes."

Following, Chairwoman Huffman asked to hear Reports of Committee. As there were no reports, the Interim General Manager stated an Executive Committee Meeting would be held Wednesday, September 25, 2024 at 11:30 a.m.

Following, Chairwoman Huffman asked to hear Reports of Officers. Director Ward stated the budget for 2025 is currently being drafted and consideration is being given to rate increases. He stated he has been questioned by two members of Birmingham City Council regarding how much legal expense will the Board entertain from lawsuits being filed by Directors against other Directors, and whether there is an estimation of cost. Board Attorney Mark Parnell responded there are two (2) lawsuits in their initial stages. He indicated as of September 18, 2024 the expenses related to those cases has been over \$82,000.00, and there could be additional costs incurred. Chairwoman Huffman questioned whether that amount is related to lawsuits involving directors suing other directors and Mr. Parnell responded yes. Next, Director Munchus questioned the status of the H2O Foundation making a presentation at a meeting. Chairwoman Huffman responded the Executive Director was not available for this meeting; however, she has been asked to forward her available dates. Director Munchus questioned whether the H2O Foundation would be able to present at the next Board meeting. Chairwoman Huffman indicated she would forward the dates when they become available from the Executive Director.

Following, the Board moved to Speakers. As there were no Speakers, 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 for Rosalind Jones, Comptroller – Executive Department, as stated on the respective calculation, effective October 1, 2024, and commending Ms. Jones for her for 14 years and 1 month of service. On a motion duly made and seconded, the following resolution was adopted:

"WHEREAS, Rosalind Jones, an employee of The Water Works Board of the City of Birmingham ("the Board"), is retiring, effective October 1, 2024, at an age of 56, and

WHEREAS, Rosalind Jones has 14 years and 1 month 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 \$1,980.74; 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. William Burbage and seconded by Ms. Tereshia Huffman, that the Trustee be, and is hereby instructed to pay monthly benefit payments of \$1,980.74 to Ms. Jones from the Board's Retirement Trust Fund, in accordance with the terms of the Pension Plan, with the first payment to be made October 1, 2024.

Resolution No. 9626 is hereby adopted by a roll call vote: Director Huffman, Yes; Director Burbage, Yes; Director Henderson, Yes; Director Ward, Yes; Director NeSmith, Yes; Director Taylor, Yes; Director Blakenship, Yes; and Director Munchus, Yes."

"WHEREAS, Rosalind Jones, an employee of The Water Works Board of the City of Birmingham, is retiring, effective October 1, 2024, after 14 years and 1 month of service with the Board; and

WHEREAS, management has informed the Board of Rosalind Jones'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, Rosalind Jones, 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, Rosalind Jones is hereby commended for her efficiency, reliability, and loyal service to the Board.

BE IT FURTHER RESOLVED, that in recognition of Rosalind Jones'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. Jones.

Minutes of Regular Board of Directors' Meeting September 18, 2024 Page 2 of 10 Resolution No. 9627 is hereby adopted by a roll call vote: Director Huffman, Yes; Director Burbage, Yes; Director Henderson, Yes; Director Ward, Yes; Director NeSmith, Yes; Director Taylor, Yes; Director Blakenship, Yes; and Director Munchus, Yes."

Following, the Board moved to the second 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. Larry Ward, and seconded by Mr. William Burbage, 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 July 2024 in the amount of \$2,158.00.
  2.1.2 For professional services rendered August 2024 in the amount of \$2,912.00.
- 2.2 Terminus Municipal Advisors, LLC for professional services rendered August 2024 in the amount of \$10,000.00.
- 2.3 The Jones Group, LLC for professional services rendered August 2024 in the amount of \$15,000.00.
- 2.4 The Law Office of Bobby L. Davis for professional services rendered August 2024 in the amount of \$26,220.00.
- 2.5 May Law Group, LLC for professional services rendered August 2024 in the amount of \$26,820.00.
- 2.6 Kelvin W. Howard, LLC for professional services rendered August 2024 in the amount of \$28,890.00.
- 2.7 Parnell Thompson, LLC for professional services rendered August 2024 in the amount of \$67,185.00.
- 2.8 Raftelis Financial Consultants, Inc. for the following:
  - 2.8.1 For professional services rendered August 2024 related to the Moody Analysis in the amount of \$40,967.50.
  - 2.8.2 For professional services rendered August 2024 related to Consolidated Invoices in the amount of 43,774.26.

Resolution No. 9628 is hereby adopted by a roll call vote: Director Huffman, Yes; Director Burbage, Yes; Director Henderson, Yes; Director Ward, Yes; Director NeSmith, Yes; Director Taylor, Yes; Director Blakenship, No; and Director Munchus, No on items 2.4, 2.5, 2.6, and 2.7."

Following, the Board moved to the third item on the agenda, Request Board adopt a resolution to approve, ratify, and affirm Interim General Manager Darryl Jones to contract with Mac Underwood,

Minutes of Regular Board of Directors' Meeting September 18, 2024 Page 3 of 10 Underwood Financial, LLC, to serve as a consultant with the authority of Interim Deputy General Manager, Barry Williams to serve as a consultant with the authority of Interim Assistant General Manager for Finance and Administration, and Michael Parker to serve as a consultant with the authority of Interim Senior Manager Customer Care; and to authorize the Interim General Manager to execute the necessary documents; and to suspend certain provisions of the Employee Handbook and Management Guide to assist in filling critical vacant positions. Director Blankenship stated he supports the team the Interim General Manager wants to put in place; however, he is concerned about how this will be done. He questioned whether the Board can just suspend the rules of the Employee Handbook as it relates to these positions. Mr. Parnell responded if the Board passes the resolution, it has the authority to suspend the rules. Director Blankenship stated he wants staff to be able to do this; however, he questioned whether the Ethics Law prohibits employees and officials of the Board from having financial interest in contracts paid for with Board funds. He clarified he's trying to determine whether these individuals are employees or independent contractors. He reiterated he would like to see this happen and he would like to know how it can be done to avoid having an issue. Mr. Parnell responded he wasn't sure if he fully understood Director Blankenship's question. He stated the Ethics Law is not implicated in this arrangement. Director Blankenship stated if these individuals are being paid as employees the law prohibits an employee from having an economic interest in a contract that's paid with rate payer funds. Mr. Parnell stated these individuals are still consultants, and they have the same authority to act as an employee would have under those job descriptions. He indicated they are not employees of BWWB, they are still consultants. Director Blankenship questioned once the resolution is passed, what provisions of the Employee Handbook and Management Guide would the Board be suspending. Mr. Parnell responded the suspension of the Employee Handbook is not related to the contracting of these individuals for these positions. He indicated the suspension is related to other positions that are vacant that are critical that need to be filled in a timely manner. He then gave an example regarding the Purchasing Manager position. He stated there are time constraints caused by the handbook in the current condition of the operations of BWWB that need to be filled in a timely manner instead of being hampered by the process that needs to be temporarily suspended. Director Munchus questioned whether the items could be voted on separately because suspending the rules bothers him. He stated circumventing the Employee Handbook and Management Guide is a "slippery slope"; although, he's assuming the Interim General Manager exercises good judgment and maybe that won't become an issue. On a motion duly made and seconded, the following resolution was adopted:

"WHEREAS, over the past four years, The Water Works Board of the City of Birmingham has experienced unprecedented customer and billing issues; and

WHEREAS, over this same time period, there have been a number of personnel issues including an increase in vacant positions, an inability to properly fill said vacancies, and low employee morale (including a "Vote of No Confidence" in the Senior Management of the Water Works Board); and,

WHEREAS, all of this has led to employees, customers, and in general the public lacking confidence in Water Works Board; and,

WHEREAS, in an effort by the Board of Directors of the Water Works Board to correct and improve customer service, improve employee confidence and morale and to improve the overall confidence of the general public, the Board of Directors has engaged a team of consultants to advise the Board of Directors and to effectuate any and all necessary changes to the personnel and operations of the Water Works Board; and,

WHEREAS, in particular, the Board of Directors has contracted with Darryl R. Jones to serve in the capacity of Interim General Manager and has charged IGM Jones with the authority to take actions he deems appropriate to accomplish these improvements; and,

WHEREAS, the Board of Directors desires to approve, ratify and affirm the various actions taken and needed to accomplish these improvements.

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. The Board of Directors hereby approves, ratifies, and affirms, IGM Jones contracting with Mac Underwood d/b/a Underwood Financial, LLC to serve as a consultant with the authority of Deputy General Manager; Barry Williams to serve as a consultant with the authority of Assistant General Manager for Finance and Administration, and Michael Parker to serve as a consultant with the authority of Senior Manager Customer Care.
- 2. Due to the pressing and emergent personnel needs of the Water Works Board and the overall compelling business needs of the Water Works Board, the Board of Directors for a period of six (6) months hereby suspends the provisions of Section 5.9 of the Employee Handbook and the provisions of Section 4020, paragraphs 5, 6, 8, and 13 of the Management Guide. In this regard, the Board of Directors hereby approves, ratifies, and affirms any and all personnel changes that IGM Jones has previously made that is not fully in compliance with the Employee Handbook and Management Guide.

Resolution No. 9629 is hereby adopted by a roll call vote: Director Huffman, Yes; Director Burbage, Yes; Director Henderson, Yes; Director Ward, Yes; Director NeSmith, Yes; Director Taylor, Yes; Director Blakenship, Abstain; and Director Munchus, Abstain."

Following, the Board moved to the fourth item on the agenda, Request Board to approve an updated banking resolution designating those who are authorized to execute banking transactions at Morgan Stanley on behalf of the Water Works Board of the City of Birmingham. 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 approves Morgan Stanley to serve as the investment advisor for the Board's Pension Plan and Other Post Employment Benefit (OPEB) Plan; report quarterly investment returns; recommend allocation or reallocation of investments, ensure adequate funds are available for Pension and OPEB Plan Benefit Payments; and to transact financial and banking business, including wire transfers, and to open or close any financial or banking business, including wire transfers, and to open or close any financial or brokerage accounts with Morgan Stanley (the "Bank") to the following:

## NAME

Darryl Jones Mac Underwood Barry Williams Cassandra Bell Philip King

## **TITLE**

Interim General Manager Interim Deputy General Manager Interim Assistant General Manager Accounting Manager Assistant General Manager

RESOLVED FURTHER, that Morgan Stanley is authorized to setup automated access to Truist Bank Statement to generate financial reports.

Minutes of Regular Board of Directors' Meeting September 18, 2024 Page 5 of 10 RESOLVED FURTHER, that this resolution hereby revokes all resolutions heretofore delivered to Bank by the Board.

RESOLVED FURTHER, that this resolution shall continue in full force and effect until the Bank shall receive official notice in writing from the Board of the revocation thereof by a resolution duly adopted by the Board of Directors of this Corporation, and that the certification of the Secretary-Treasurer of this Corporation as to the signatures of the above-named persons shall be binding on the Board.

Resolution No. 9630 is hereby adopted by a roll call vote: Director Huffman, Yes; Director Burbage, Yes; Director Henderson, Yes; Director Ward, Yes; Director NeSmith, Yes; Director Taylor, Yes; Director Blakenship, Yes; and Director Munchus, Yes."

Following, the Board moved to the fifth item on the agenda, Request Board to approve the following items, as recommended by the Engineering and Maintenance Committee. Chairwoman Huffman commended staff for increasing the HUB participation for the Lake Purdy Dam Project. She indicated when that item came out of Committee the numbers were at 17 percent and she appreciates their work to increase the numbers following the Executive Committee's recommendation. Next, Director Munchus questioned the Interim General Manager whether he received the email he sent to him on September 6, 2024. The Interim General Manager responded ves. Director Munchus then questioned why he has not received a response of at least acknowledgment. He then requested a receipt of acknowledgement be sent even if there will not be a response. The Interim General Manager apologized to Director Munchus, and stated he will respond with acknowledgement in the future. Director Munchus stated he still considers the Interim General Manager a friend and a colleague, and indicated he has no issues with him. He indicated he appreciates the team the Interim General Manager is putting together. Director Munchus then questioned Chairwoman Huffman whether he could read the contents of that email into the record, and if not why. Chairwoman Huffman responded No. She then recognized Mr. Parnell. Mr. Parnell requested Director Munchus speak to his attorney regarding the reason why he has not received a response. He indicated he has emailed attorneys for Directors Munchus and Blankenship several times explaining why they haven't received information. 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. Larry Ward, and seconded by Mr. William Burbage, that the Board hereby approves the following items, as recommended by the Engineering and Maintenance Committee:

- 5.1 Awards bids to:
  - 5.1.1 Consolidated Pipe & Supply Company, Inc., the lowest responsible and responsive bidder, for estimated quantities of MJ Retainer Glands, at an estimated out-of-pocket cost to the Board of \$165,845.00; and authorizes the Interim General Manager and/or the Interim Assistant General Manager to execute the necessary documents.
  - 5.1.2 Empire Pipe & Supply, Inc., the lowest responsible and responsive bidder, for estimated quantities of MJ Valve Adapters, at an estimated out-of-pocket cost to the Board of \$272,676.00; and authorizes the Interim General Manager and/or the Interim Assistant General Manager to execute the necessary documents.

Resolution No. 9631.5.1 is hereby adopted by a roll call vote: Director Huffman, Yes; Director Burbage, Yes; Director Henderson, Yes; Director Ward, Yes; Director NeSmith, Yes; Director Taylor, Yes; Director Blakenship, Yes; and Director Munchus, No."

"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 the following items, as recommended by the Engineering and Maintenance Committee:

- 5.2 Awards bid and scope of service for the Lake Purdy Dam Rehabilitation Project:
  - 5.2.1 Thalle Construction Co., the sole bidder, for the Lake Purdy Dam Rehabilitation Project, at a negotiated, estimated out-of-pocket cost to the Board of \$78,714,010.00; and authorizes the Interim General Manager and/or Assistant General Manager to execute the agreement.
  - 5.2.2 ARCADIS U.S., Inc. (and associated Subconsultants) for Construction Administration Services for the Lake Purdy Dam Rehabilitation Project, at an out-of-pocket cost to the Board of \$6,848,290.36; and authorizes the Interim General Manager and/or Assistant General Manager to execute the agreement.

Resolution No. 9631.5.2 is hereby adopted by a roll call vote: Director Huffman, Yes; Director Burbage, Yes; Director Henderson, Yes; Director Ward, Yes; Director NeSmith, Yes; Director Taylor, Yes; Director Blakenship, Yes; and Director Munchus, No."

"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 the following items, as recommended by the Engineering and Maintenance Committee:

- 5.3 Exercises its bid option to:
  - 5.3.1 Chemrite Inc., the lowest responsible and responsive bidder, to extend a one-year agreement (second of two) effective January 1, 2025 through December 31, 2025, for estimated quantities of Potassium Permanganate, for a \$2.72 per pound cost, at an estimated out-of-pocket cost to the Board of \$30,872.00; and authorizes the Interim General Manager and/or the Assistant General Manager to execute the necessary documents.
  - 5.3.2 Univar USA, Inc., the lowest responsible and responsive bidder, to extend a one-year agreement (second of two) effective January 1, 2025 through December 31, 2025, for estimated quantities of Hydrofluosilicic Acid (Fluoride), for a \$0.30 per pound cost, at an estimated out-of-pocket cost to the Board of \$320,400.00; and authorizes the Interim General Manager and/or Assistant General Manager to execute the necessary documents.

- 5.3.3 Harcros Chemicals, the lowest responsible and responsive bidder, to extend a one-year agreement (second of two) effective January 1, 2025 through December 31, 2025, for estimated quantities of Liquified Chlorine, for a \$0.91 per pound cost, at an estimated out-of-pocket cost to the Board of \$546,000.00; and authorizes the Interim General Manager and/or Assistant General Manager to execute the necessary documents.
- 5.3.4 Burnett Lime Company, Inc., the lowest responsible and responsive bidder, to extend a one-year agreement (second of two) effective January 1, 2025 through December 31, 2025, for estimated quantities of Liquid Calcium Hydroxide (Cal-Flo), for a \$0.0653 per pound cost, at an estimated out-of-pocket cost to the Board of \$835,840.00; and authorizes the Interim General Manager and/or Assistant General Manager to execute the necessary documents.
- 5.3.5 USALCO, the sole bidder, to extend a one-year agreement (first of two) effective January 1, 2025 through December 31, 2025, for estimated quantities of Liquid Aluminum Sulfate, for a \$0.1470 per pound cost, at an estimated out-of-pocket cost to the Board of \$882,000.00; and authorizes the Interim General Manager and/or Assistant General Manager to execute the necessary documents.
- 5.3.6 Allied Universal Corporation, the lowest responsible and responsive bidder, to extend a one-year agreement (second of two) effective January 1, 2025 through December 31, 2025, for estimated quantities of Liquid Sodium Hypochlorite, for a \$2.07 per gallon cost, at an estimated out-of-pocket cost to the Board of \$1,552,500.00; and authorizes the Interim General Manager and/or Assistant General Manager to execute the necessary documents.
- 5.3.7 Empire Pipe and Supply, the lowest responsible and responsive bidder, to extend a oneyear agreement (first of two) effective January 1, 2025 through December 31, 2025, for estimated quantities of Water Meters, at an estimated out-of-pocket cost to the Board of \$6,000,000.00; and authorizes the Interim General Manager and/or Interim Assistant General Manager to execute the necessary documents.

Resolution No. 9631.5.3 is hereby adopted by a roll call vote: Director Huffman, Yes; Director Burbage, Yes; Director Henderson, Yes; Director Ward, Yes; Director NeSmith, Yes; Director Taylor, Yes; Director Blakenship, Yes; and Director Munchus, No."

"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 the following items, as recommended by the Engineering and Maintenance Committee:

- 5.4 To approve expenditures with:
  - 5.4.2 Tractor and Equipment Company, for the purchase of one (1) D61PX-24 Dozer, for use by the Raw Water Department, at an estimated out-of- pocket cost to the Board of \$314,900.00; and authorizes the Interim General Manager and/or Assistant General Manager to execute applicable purchase orders.

5.4.3 Tractor and Equipment Company, for the purchase of six (6) Komatsu PC35MR-5 Mini Excavators for use by the Distribution Department at an estimated out-of-pocket cost to the Board of \$327,030.00; and authorizes the Interim General Manager and/or Assistant General Manager to execute applicable purchase orders.

Resolution No. 9631.5.4 is hereby adopted by a roll call vote: Director Huffman, Yes; Director Burbage, Yes; Director Henderson, Yes; Director Ward, Yes; Director NeSmith, Yes; Director Taylor, Yes; Director Blakenship, Yes; and Director Munchus, No."

"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 the following items, as recommended by the Engineering and Maintenance Committee:

- 5.5 Approves agreements with:
  - 5.5.1 CSpire, for a three-year agreement for Network Switch Replacement and Meraki License, Support and Maintenance, effective December 15, 2024 through December 14, 2027, at a total out-of-pocket cost to the Board of \$257,770.75; and authorizes the Interim General Manager and/or the Interim Assistant General Manager to execute the necessary documents.
  - 5.5.2 Layer3 Communications, for a three-year Renewal Agreement of License and Maintenance Support effective January 5, 2025 through January 4, 2028, for the Palo Alto 3250 and 5250 Firewall License to provide network security support to BWW's network, at an out-of-pocket cost to the Board of \$544,065.00; and authorizes the Interim General Manager and/or the Interim Assistant General Manager to execute the renewal.
  - 5.5.3 Allied Universal Security, to extend a one-year agreement effective October 1, 2024 through September 30, 2025 to provide security services at various sites referenced in the contract, at an estimated out-of-pocket cost to the Board of \$949,577.00; and authorizes the Interim General Manager and/or the Assistant General Manager to execute the agreement.

Resolution No. 9631.5.5 is hereby adopted by a roll call vote: Director Huffman, Yes; Director Burbage, Yes; Director Henderson, Yes; Director Ward, Yes; Director NeSmith, Yes; Director Taylor, Yes; Director Blakenship, Yes; and Director Munchus, No."

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 11:56 a.m.

/s/ Tereshia Q. Huffman Chairwoman Attest:

/s/

Raymond L. Ward Secretary-Treasurer