

**MINUTES OF THE REGULAR BI-MONTHLY MEETING OF DIRECTORS
OF THE WATER WORKS BOARD OF THE CITY OF BIRMINGHAM
July 22, 2020**

A regular board meeting of the directors of The Water Works Board of the City of Birmingham was held on Wednesday, July 22, 2020 at 11:30 a.m.

The following Board members were present: Ronald A. Mims, Tommy J. Alexander, Brenda J. Dickerson, Deborah Clark, William “Butch” Burbage, Jr., Lucien Blankenship, William Muhammad, and George Munchus. Director Brett A. King was absent.

Others present were: Michael Johnson, General Manager; Derrick Murphy, Jeffrey Thompson and Iris Fisher, Assistant General Managers; Grace Amison, Executive Assistant to the Board of Directors; Anitra Hendrix, Executive Assistant to the General Manager; Marsha Hammonds, and Colandus Mason, BWWB Employees; K. Mark Parnell, Parnell Thompson Law, LLC; Kelvin Howard, Kelvin Howard, LLC; Emory Anthony, Esq.; Clay Ragsdale, Esq.; and Earl Hilliard, Esq.

Chairman Mims declared a quorum in attendance.

Chairman Mims called the meeting to order at 11:37 a.m. and Assistant General Manager Iris Fisher opened with prayer.

Following, Director Blankenship made a motion to approve the agenda and Director Munchus seconded the motion. Director Muhammad then made a request to discuss agenda item 3.3 in Executive Session. The General Manager then stated that a request was made to first discuss agenda item 5 in Executive Session. Director Blankenship then amended his motion by making a motion to approve the agenda and to discuss agenda item 5 first; Director Muhammad also added a legal matter relative to agenda item 3.3. Director Clark seconded 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. Lucien Blankenship and seconded by Ms. Deborah Clark, that the Board hereby approves the agenda of the Regular Board of Directors’ Meeting for July 22, 2020 and to discuss agenda item 5 first. Resolution No. 8413 is hereby adopted by a roll call vote: Director Blankenship, Aye; Director Alexander, Aye; Director Clark, Aye; Director Burbage, Aye; Director Mims, Aye; Director Munchus, Aye; Director Muhammad, Aye; and Director Dickerson, Aye.”

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Next, Board Attorney Mark Parnell then certified the Executive Session to discuss pending litigation and agenda item 3.3 for thirty minutes and indicated action would probably be taken after said session. 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. George Munchus and seconded by Dr. Brenda Dickerson,

that the Board hereby approves an Executive Session to discuss pending litigation and agenda item 3.3. Resolution No. 8414 is hereby adopted by unanimous vote.”

At 11:41 a.m. the Board, Executive Management, and the Board’s Attorneys entered into an Executive Session.

At 12:23 p.m. a motion was duly made and seconded to adjourn the Executive Session and the meeting reopened.

Following, Director Dickerson made a motion to adopt a resolution as presented and Director Munchus seconded the motion. On a motion duly made and seconded, the following resolution was adopted:

“WHEREAS, The Water Works Board of the City of Birmingham is involved in litigation along with Washington Suburban Sanitary Commission and U.S. Bank in the United States District Court for the District of South Dakota involving efforts to recover moneys lost over the acquisition of certain bonds; and

WHEREAS, there are ongoing efforts to mediate a resolution to this litigation; and

WHEREAS, in order to provide flexibility in the possible resolution of said litigation, the board of directors of the Water Works Board hereby provides the following authorization to the General Manager of the Water Works Board.

NOW, THEREFORE, BE IT RESOLVED on a motion made by Dr. Brenda J. Dickerson and seconded by Dr. George Munchus, as follows:

1. The General Manager is authorized to take any and all actions needed to resolve said litigation in the event the following occurs:
 - a. The terms of a settlement are ones that are recommended by the General Manager;
 - b. The terms of a settlement are ones that are recommended by the mediator;
 - c. The terms of a settlement are agreed to by the Water Works Board’s co-plaintiff, Washington Suburban Sanitary Commission;
 - d. The terms of a settlement are recommended by the Water Works Board’s legal counsel;
 - e. Any final documents needed to resolve said litigation are in a form approved by the Water Works Board’s General Manager and legal counsel.

Resolution No. 8515 is hereby adopted by a roll call vote: Director Blankenship, Abstain; Director Alexander, Aye; Director Clark, Aye; Director Burbage, Aye; Director Mims, Aye; Director Munchus, Aye; Director Muhammad, Aye; and Director Dickerson, Aye on July 22, 2020.”

Following, the Board moved to the second item on the agenda, Request Board to approve minutes from the January 29, 2020 Regular Board of Directors' Meeting; and the March 25, 2020 Regular Board of Directors' Meeting, necessary to perform essential minimum functions of the governmental body. Director Dickerson questioned whether the minutes were behind. The General Manager stated the minutes were circulated previously and there were corrections made. 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. George Munchus and seconded by Mr. William R. Muhammad, that the Board hereby approves minutes of Regular Board of Directors' Meeting held January 29, 2020, and Regular Board of Directors' Meeting held March 25, 2020. Resolution No. 8416 is hereby adopted by a roll call vote: Director Blankenship, Abstain; Director Alexander, Aye; Director Clark, Abstain; Director Burbage, Aye; Director Mims, Aye; Director Munchus, Aye; Director Muhammad, Aye; and Director Dickerson, Aye.”

Following, the Board moved to the third item on the agenda, Request Board to adopt resolutions authorizing monthly retirement benefits from the Board's Retirement Trust Fund for Eugene “Ben” Sorrell, Chief Engineer, Engineering Department, as stated on the respective retirement calculation, effective August 1, 2020; and commending Mr. Sorrell for his 12 years of service; necessary to perform essential minimum functions of the governmental body. On a motion duly made and seconded, the following resolutions were adopted:

“WHEREAS, Ben Sorrell, an employee of The Water Works Board of the

City of Birmingham ("the Board"), is retiring, effective August 1, 2020, at an age of 71; and

WHEREAS, Ben Sorrell has 12 years of continuous service with the Board at his retirement date, and, in accordance with the terms of the Trusteed Pension Plan, Mr. Sorrell is entitled to receive a monthly Retirement payment from the Board’s Retirement Trust Fund in the amount of \$2,988.97; 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. Lucien Blankenship and seconded by Mr. George Munchus, that the Trustee be, and is hereby instructed to pay monthly benefit payments of \$2,988.97 to Mr. Sorrell, beginning August 1, 2020, from the Board’s Retirement Trust Fund, in accordance with the terms of the Pension Plan.

Resolution No. 8417 is hereby adopted by unanimous vote.”

“WHEREAS, Ben Sorrell, an employee of The Water Works Board of the City of Birmingham, is retiring, effective August 1, 2020, after 12 years of service with the Board; and

WHEREAS, management has informed the Board of Ben Sorrell'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, Ben Sorrell, 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, Ben Sorrell is hereby commended for his efficiency, reliability, and loyal service to the Board.

BE IT FURTHER RESOLVED, that in recognition of Ben Sorrell'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 Mr. Sorrell.

Resolution No. 8418 is hereby adopted by unanimous vote."

Following, the Board moved to the fourth item on the agenda, Request Board to approve payments of invoices, necessary to perform essential minimum functions of the governmental body. The General Manager recognized Mr. Earl Hilliard to address the Board. Earl Hilliard, Hilliard, Smith & Hunt, LLC, stated he has worked to obtain funds from the federal, state and county governments. Director Munchus stated he read the report from Mr. Hilliard and it was very good. Director Clark questioned whether there are any incoming funds for BWWB. Mr. Hilliard responded not at this time. Director Blankenship requested agenda items 4.1 through 4.3 be voted on separately. 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. George Munchus, and seconded by Mr. William Muhammad, that the Board hereby authorizes staff to execute payment to the following:

4.1 Hilliard, Smith & Hunt, LLC \$ 7,500.00
For professional services rendered June 2020

Resolution No. 8419 is hereby adopted by a roll call vote: Director Blankenship, Abstain; Director Alexander, Aye; Director Clark, Abstain; Director Burbage, Aye; Director Mims, Aye; Director Munchus, Aye; Director Muhammad, Aye; and Director Dickerson, Aye."

"BE IT RESOLVED By The Water Works Board of the City of Birmingham ("the Board"), on a motion duly made by Mr. George Munchus, and seconded by Mr. William R. Muhammad, that the Board hereby authorizes staff to execute payment to the following:

4.2 The Jones Group, LLC \$ 10,000.00
For professional services rendered June 2020

Resolution No. 8420 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. George Munchus, and seconded by Mr. William R. Muhammad, that the Board hereby authorizes staff to execute payment to the following:

4.3 Parnell Thompson, LLC
For professional services rendered during June 2020 \$ 35,133.50

Resolution No. 8421 is hereby adopted by a roll call vote: Director Blankenship, Abstain; Director Alexander, Aye; Director Clark, Abstain; Director Burbage, Aye; Director Mims, Aye; Director Munchus, Aye; Director Muhammad, Aye; and Director Dickerson, Aye.”

Following, the Board moved to the fifth item on the agenda, Request Board to approve a price increase of \$0.50/per month upon policy renewal as requested by HomeServe, for their products; necessary to perform essential minimum functions of the governmental body, as recommended by the Communications Committee. Director Alexander left the meeting at 12:32 p.m. Director Munchus stated he attended the Communications Committee Meeting when this item was presented. He commended the Committee for the work they did regarding this item. Director Blankenship requested an explanation of the 50-cent increase for HomeServe. The General Manager stated for several years HomeServe has operated at a loss and has not asked for a price increase. He indicated they need to cover their costs. He stated if a customer renews their policy, the rate would increase 50-cent for each policy that they have. He indicated BWWB would receive 15 percent of any premiums. Director Muhammad stated BWWB needs to review its contract with HomeServe because it is missing out on bonus money. He indicated the HomeServe contract states BWWB would receive a \$100,000.00 bonus for handling billing for them. He stated if 50,000 customers sign up for HomeServe, BWWB would receive another \$100,000.00 bonus. The General Manager stated there could be some confusion with customers seeing HomeServe’s charges on the BWWB bill. Director Dickerson questioned whether there would be significant costs to BWWB. The General Manager responded no. Director Munchus stated he thinks the bills should stay separate. A discussion then ensued. 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. George Munchus and seconded by Mr. William R. Muhammad, that the Board hereby approves a price increase of \$0.50/per month upon policy renewal as requested by HomeServe, for their products; necessary to perform essential minimum functions of the governmental body, as recommended by the Communications Committee. Resolution No. 8422 is hereby adopted by unanimous vote.”

Following, the Board moved to the sixth item on the agenda, New Business. There was no new business to discuss.

Next, Assistant General Manager Iris Fisher introduced Colandus Mason as the new manager of the Information Technology Department. Mr. Mason offered his gratitude for the new position. Chairman Mims offered his condolences to Assistant General Manager Derrick Murphy regarding the loss of his grandmother.

Next, Chairman Mims called for the vote to adjourn the meeting. The motion was approved unanimously by a roll call vote.

Chairman Mims adjourned the meeting at 12:44 p.m.

/s/

Ronald A. Mims
Chairman/President

Attest:

/s/

William R. Muhammad
Secretary-Treasurer