

**NMINUTES OF EXECUTIVE COMMITTEE MEETING
OF THE WATER WORKS BOARD OF THE CITY OF BIRMINGHAM
APRIL 10, 2023**

An Executive Committee meeting of the directors of The Water Works Board of the City of Birmingham was held on Monday, April 10, 2023, at 11:30 a.m.

The following Committee members were present via a roll call: Committee Chairwoman Tereshia Huffman, William “Butch” Burbage, Jr., Larry Ward, Ronald Mims, and Dalton NeSmith. Directors George Munchus, Lucien Blankenship, and Tom Henderson were also present.

Others present were: Michael Johnson, General Manager; Derrick Murphy, Jeffrey Thompson, and Iris Fisher, Assistant General Managers; Cynthia Williams, Board Administrator; Anitra Clark, Corporate Governance Specialist; Michelle Cox, Executive Assistant to the General Manager; Colandus Mason, Rick Jackson, Rosalind Jones, Jackie Hill, LaWanda Bonner, Charles McGee, and Jeff Wade, BWWB Employees; K. Mark Parnell, Parnell Thompson Law, LLC; Kelvin Howard, Kelvin W. Howard, LLC; Tiffanie Agee, Agee Law, LLC; Kessia Crenshaw and Stacey Williams, State of Alabama Attorney General’s Office; Lindsey McAdory, and Brian Gunn, CBG Strategies.

Committee Chairwoman Huffman declared a quorum in attendance.

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

Following, Committee Chairwoman Huffman asked the Committee to approve the agenda. Director Burbage made a motion to approve the agenda and Director NeSmith seconded the motion. The motion was approved by unanimous vote.

Following, the Committee moved to the first item on the agenda, Request Committee to approve minutes from an Executive Committee Meeting held February 9, 2023. Director NeSmith then made a motion to approve the minutes and Director Mims seconded the motion. The minutes were approved by unanimous vote.

Following, Committee Chairwoman Huffman asked to hear Report of Officers. Committee Chairwoman Huffman stated she did not have anything to report, and the General Manager stated he did not have anything to report.

Following, the Committee moved to the second item on the agenda, Request Committee to consider and recommend the Board to approve the Joint Billing and Collection Agreement between Jefferson County and The Water Works Board of the City of Birmingham which is a five (5) year agreement, effective January 1, 2024 through December 31, 2029, and to authorize the Chairwoman and/or the Vice-Chairman to execute the agreement. Director Munchus questioned Board Attorney Mark Parnell whether Jefferson County approved the agreement. Mr. Parnell stated that Jefferson County has a meeting scheduled this week to consider approval. Director Munchus questioned if Mr. Parnell knew whether Jefferson County’s bond counsel or their underwriter had seen the agreement. Mr. Parnell stated he did not know. Director Mims questioned if Jefferson County has not approved this agreement, why is the committee discussing it.

Committee Chairwoman Huffman stated there have been several discussions regarding agenda item 2. She then stated there have been Executive Committee meetings and our leadership team, along with Director Ward has had several meetings with Jefferson County. Director Ward stated that the Jefferson County Commissioners had voiced support for the agreement. He also mentioned that the Jefferson County Commissioners have a meeting coming up the day after the Board's Regular Board of Director's Meeting, April 12, 2023, if approved. Director Mims indicated this item hadn't been discussed with all Board members. Director Blankenship requested a high-level overview of the agreement and questioned Mr. Parnell to provide it. A document was presented to the Committee regarding details of the agreement. A copy is on file in Diligent. Next, Director NeSmith made a motion to approve agenda item 2, and Director Ward seconded the motion. The motion was approved by unanimous vote.

Following, the Committee moved to the third item on the agenda, Request Committee to recommend to the Board to approve an agreement with Pat Lynch & Associates to provide legislative, financial opportunity and local cooperation services for the period of April 16, 2023 through December 15, 2023 at a monthly out-of-pocket cost to the Board of \$10,000.00. Committee Chairwoman Huffman requested the General Manager to provide an explanation for agenda items 3 and 4 being on the agenda and why the agreements need to be extended until December 2023. The General Manager stated agenda items 3 and 4 are expiring April 15, 2023 and the Board needs to retain their services until December 2023. He also stated the Jones Group agreement expires December 2023 and the decision to renew these agreements can be made in December 2023. Next, Director Ward made a motion to approve agenda item 3, and Director NeSmith seconded the motion. The motion was approved by Committee Chairwoman Huffman, Directors Burbage, Ward, and NeSmith; and Director Mims voted No.

Following, the Committee moved to the fourth item on the agenda, Request Committee to recommend to the Board to approve an agreement with Hilliard, Smith and Hunt, LLC to provide federal government consulting and governmental relations services for the period of April 16, 2023 through December 15, 2023 at a monthly out-of-pocket cost to the Board of \$13,000.00. Director NeSmith made a motion to approve agenda item 4, and Director Ward seconded the motion. The motion was approved by Committee Chairwoman Huffman, Directors Burbage, Ward, and NeSmith; and Director Mims voted No.

Following, the Committee moved to the fifth item on the agenda, Request Committee to consider and recommend the Board to approve the purchase of property located at 100 Lucerne Lane to be used as Birmingham Water Works Laboratory. Director Blankenship questioned if the terms of the purchase and sale agreement were shared with the Board. Mr. Parnell responded he sent all the Directors the Purchase and Sale Agreement regarding this property. Next, Director NeSmith made a motion to approve agenda item 5, and Director Ward seconded the motion. The motion was approved by Committee Chairwoman Huffman, Directors Burbage, Ward, and NeSmith; and Director Mims voted No.

Following, the Committee moved to the sixth item on the agenda, Request Committee to discuss and consider the Self Governance Policy and Pledge for the Water Works Board of the City of Birmingham. Mr. Parnell stated he received a request from the Board Chairwoman and the Vice Chairman to draft this policy. He indicated he sent the proposed policy to all Directors. Mr. Parnell stated he believed everyone had heard about the policy because details were disclosed in the media. He also stated if any of the Directors had any questions, he would be happy to answer

them. Director Munchus questioned the driver for this policy. Committee Chairwoman Huffman stated there had been a couple of Board members that had gone against policies, and she feels it is important to have it documented stating what the Board members responsibilities are to the Board. She indicated there should be consequences when a Board member violates the policies in place. She also stated she believes additional training should be required of all Board members so they are educated to be able to make informed decisions when voting. She indicated a lot of decisions are made regarding BWWB customers and it's important for the Board to be educated when making those decisions. A discussion then ensued. Director NeSmith stated he believes this policy is the same pledge that Director Mims had drafted when he was Chairman that ultimately got tabled for two and a half years. He then stated he is glad the pledge is being reconsidered. Next, Director NeSmith made a motion to approve agenda item 6, and Director Burbage seconded the motion. The motion was approved by unanimous vote.

Subsequently, Director Ward questioned who released the pledge to the press. He questioned both Rick Jackson, Public Relations Manager, and the General Manager whether they released information to the press. The General Manager and Mr. Jackson responded no. Director Ward indicated he wants to know who leaked the pledge to the press. Committee Chairwoman Huffman then stated that members of the Board were contacted regarding this pledge. She expressed her hope that Board policy had not been violated due to sharing information with the media. She stated she would request the Information Technology Department to investigate this matter.

Next, Director Mims made a motion to adjourn the meeting and Director NeSmith seconded the motion. On a motion duly made and seconded, the meeting was adjourned at 11:50 a.m.

/s/
Michael Johnson
General Manager

/s/
Tereshia Huffman
Executive Committee Chairwoman

/s/
William "Butch" Burbage
Director

/s/
Ronald Mims
Director

/s/
Larry Ward
Director

/s/
Dalton NeSmith
Director