

**Minutes of
Engineering And Maintenance Committee Meeting
of The Water Works Board
of The City Of Birmingham
March 6, 2024**

An Engineering and Maintenance Committee Meeting of the directors of The Water Works Board of the City of Birmingham was held on Wednesday, March 6, 2024, at 12:30 p.m. or immediately following the Regular Board of Directors' Meeting, at the Birmingham Water Works Board, 3600 First Avenue North, Training Room, to discuss engineering and maintenance issues. The Public has the option to listen by phone by calling (888) 398-2342 Code: 5608731.

The following Committee members were present via roll call: Dalton NeSmith (Chair), Tereshia Huffman and Larry Ward. Board member George Munchus was also present and entered the meeting at 1:05 p.m.

Others present were: Michael Johnson, General Manager; Derrick Murphy, Iris Fisher and Philip King, Assistant General Managers; Tammy Wilson, Executive Assistant to Derrick Murphy and Philip King; Elyse Page, Executive Assistant to Michael Johnson; Cynthia Williams, Board Administrator; Anitra Clark, Corporate Governance Specialist; Brandon Sims, Business Analyst/Project Manager; Rosalind Jones, Comptroller; Cassandra Bell, Assistant Accounting Manager; Colandus Mason, Information Technology Manager; David Walker, Security Manager; Anthony Hazel, Security Superintendent; Akhi King, Security Systems Technician; Rick Jackson, Public Relations Manager; Jeff Wade and Charles McGee, Electrical and Mechanical Shop; Mark Parnell, Parnell Thompson, LLC; Kelvin Howard, Kelvin Howard Law, LLC; Olivia Martin, Office of the State of Alabama Attorney General; Patrick Flannelly, ARCADIS U. S.; Bill Todd, O2 Ideas; Birmingham City Police Officer.

Committee Chair, Dalton NeSmith called the meeting to order at 1:03 p.m. A roll call confirmed all three Committee members were present, so there was a quorum in attendance.

Next, a motion was made by Director Huffman and seconded by Director Ward, and the Committee unanimously approved the March 6, 2024, Engineering and Maintenance Committee Meeting agenda as printed. Director Munchus entered the meeting at 1:05 p.m.

Following, the Committee was asked to approve minutes from the October 11, November 29, and December 6, 2023, Engineering and Maintenance Committee Meetings. A motion was made by Director Ward and seconded by Director Huffman, and the Committee unanimously approved the referenced minutes.

Next, there were no Reports from the Committee Chair or Committee Members. Assistant General Manager Derrick Murphy requested the Committee to hear information and view a presentation on a change order for the Carson Loop Phase 6D Project, which is directly related to a request, Item 1, on the agenda. A handout containing the Birmingham Water Works Board change order procedure was provided to the Committee members (a copy of which is on file in Diligent BoardBooks). AGM Murphy explained that it is the Change Order Review Committee who deems that a Change Order is necessary and required and consistent with the scope of the project. Historically, in 2020 the Change Order Procedure process was updated and in 2024 the

procedure implemented put rules in place for change order approval amounts for the Change Order Committee and the General Manager. AGM Murphy explained the two types of projects; Lump Sum and Unit Price. Limits of authority were talked about, which are that change orders for a construction project have a goal of less than 5% and must not exceed 10% of the total, a single change order must not exceed 5% without Board approval, any individual change order greater than \$250K must be approved by the General Manager, and individual change orders over \$400K must be approved by the Board. Some examples of Bid Forms and Change Order Justification Forms were included in the presentation. Updated photographs of the Carson Loop 6D Project progress were included in the presentation. Unforeseen conditions discovered during the boring process, near the railroad, include what is believed to be a former brickyard near the tracks and additional work will have to be done to ensure solid footing, similar to what is used at dams where grout is injected to fill any voids. The railroad company is fine with our design, AGM Murphy stated. The cost summary for this project is estimated at \$939,653.00 for the change order, which equals 1.2% of the projected change order percentage. The estimated projected completion date is January 2025. Director Munchus asked who the contractor is. AGM Murphy responded that Russo Corporation is doing the work and doing a good job.

Following, there was no Unfinished Business. Under New Business, the Committee was asked to recommend to the Board to authorize the General Manager and/or Assistant General Manager to execute a change order, requested by Russo Corporation, for the Carson Loop, Phase 6D main reinforcement project, at an additional out-of-pocket cost of \$939,653.00, as set forth in agenda Item 1. A motion was made by Director Ward and seconded by Director Huffman and the Committee unanimously recommended to move the referenced item to the Board for approval.

Next, the Committee was asked to recommend to the Board to approve a one-year agreement with Software House International, effective March 10, 2024, through March 9, 2025, for VMware vSphere renewal license, support, and maintenance, at an out-of-pocket cost of \$58,241.92; and to authorize the General Manager and/or Assistant General Manager to execute the agreement, as set forth in agenda Item 2. Director NeSmith asked if we had the program in place that gives us notice that the contract is nearing its expiration date. Chairwoman Huffman stated that it was her understanding that the software purchased notifies BWW three months in advance of a contract's expiration. GM Johnson responded that it does, and he stated there was a price change on this contract, which created a delay. Chairwoman Huffman asked when we were notified of the price change. Colandus Mason, Information Technology Manager, responded that we were notified at the end of January 2024. Chairwoman Huffman asked if they had considered notifying the chair of this committee. Mr. Mason stated the item was scheduled to go on the Engineering and Maintenance Committee Meeting in February however they did not have the proper documentation to support the cooperative purchasing agreement. Mr. Mason stated he talked to AGM Murphy initially. AGM Murphy stated it should have been brought to Committee in December 2023 but with the company being bought out and pricing being changed, we were unable to proceed. A motion was made by Director Huffman and seconded by Director Ward, and the Committee unanimously recommended to move the referenced item to the Board for approval.

Following, the Committee was asked to recommend to the Board to approve a one-year renewal agreement with Verinext, effective March 29, 2024, through March 28, 2025, for Zerto Data Replication & Cloud Disaster Recovery Service, at an out-of-pocket cost of \$77,840.40; and to authorize the General Manager and/or Assistant General Manager to execute the agreement, as set forth in agenda Item 3. Director NeSmith asked if this item had the same issue as the previous item. Mr. Mason stated this item was actually an oversight. Director NeSmith asked who is responsible for placing these contracts in the system. Mr. Mason said IT is responsible but there is only one person doing the work. Director NeSmith asked about a timeframe on completion. Chairwoman Huffman asked when the issue will be resolved. Mr. Mason responded that IT is working to resolve and find a solution. Mr. Mason stated he would get back to the Board with information on a completion date. Chairwoman Huffman stated she would like to hear dates on when the projects are to be resolved and completed. GM Johnson stated he took responsibility for this and added that the system we purchased is not quite as robust as we anticipated, and we are having to do work arounds. This was discovered as we began to work with it, according to GM Johnson. A motion was made by Director Huffman and seconded by Director Ward, and the Committee unanimously recommended to move the referenced item to the Board for approval.

Next, the Committee was asked to recommend to the Board to approve a Scope of Services; and to authorize the General Manager and/or Assistant General Manager to execute an agreement with WSP USA Environment & Infrastructure, Inc. for geotechnical exploration and structural design services to complete the Inland 60-inch Raw Water Pipeline Improvements Project, at an estimated out-of-pocket cost of \$123,150.00; and to authorize the General Manager and/or Assistant General Manager to execute the agreement, as set forth in agenda Item 4. A motion was made by Director Huffman and seconded by Director Ward, and the Committee unanimously recommended to move the referenced item to the Board for approval.

Following, the Committee was asked to recommend to the Board to approve an Emergency Rental Agreement with Merrell Bros., Inc., for a liquid and dewatered biosolids processing unit for the Shades Mountain Filter Plant Solids Handling Facility, at an estimated out-of-pocket cost of \$1,292,200.00; and to authorize the General Manager and/or Assistant General Manager to execute the agreement, as set forth in agenda Item 5. AGM Murphy explained that we had not anticipated spending this amount; however this facility is so large that it may exceed the original amount, which is under \$500,000.00. The Shades Mountain Filter Plant treats over 40% of our service area, AGM Murphy stated. A motion was made by Director Huffman and seconded by Director Ward, and the Committee unanimously recommended to move the referenced item to the Board for approval.

Next, the Committee was asked to recommend to the Board to award bids to the lowest responsible and responsive bidders; and to authorize the General Manager and/or Assistant General Manager to execute agreements with Gillespie Construction, LLC, at an out-of-pocket cost of \$1,624,959.81; and Willoughby Contracting Company, Inc., at an out-of-pocket cost of \$1,777,750.69, for pipeline replacement projects, as set forth in agenda Items 6.1 and 6.2. AGM Murphy brought to the attention of the Committee a question that Director Henderson had asked at one time regarding contractors working on multiple projects at the same time and AGM Murphy assured the Committee that many contractors have four and five crews, so they are fully capable of working on multiple projects at the same time. Another note, according to AGM Murphy, is that lines are retired because they are redundant, and this is why there are sometimes variations in

the exact amount of pipe replaced on projects. A motion was made by Director Ward and seconded by Director Huffman, and the Committee unanimously recommended to move the referenced item to the Board for approval.

As there was no further business, a motion was made by Director Ward and seconded by Director Huffman, and the meeting adjourned at 1:36 p.m.

_____/S/_____
Michael Johnson
General Manager

_____/S/_____
Dalton NeSmith
Engineering and Maintenance Committee Chair

_____/S/_____
Tereshia Huffman
Director

_____/S/_____
Larry Ward
Director