

SUMMARY OF A BOARD MEETING
HELD Wednesday, December 2, 2020
at 11:30 a.m. – (via video conference/telephone)
[THESE ARE NOT THE OFFICIAL MINUTES]

The Governor’s Open Meeting Act (“OMA”) Proclamation allows members of governmental bodies to hold said meeting electronically (via telephone etc.) for purposes of establishing a quorum, deliberating and taking action; and via electronic equipment allows members of the public to listen to the meeting.

A regular meeting of the directors of The Water Works Board of the City of Birmingham was held on Wednesday, December 2, 2020 at 11:30 a.m.

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

Others present were: Michael Johnson, General Manager; Derrick Murphy, Jeffrey Thompson and Iris Fisher, Assistant General Managers; Cynthia Williams, Board Administrator; Anitra Hendrix, Executive Assistant to the General Manager; Rick Jackson, Terrell Jones and Chad White, BWB Employees; K. Mark Parnell, Parnell Thompson Law, LLC; Emory Anthony, Esq.; Tiffanie Agee, Esq.; Judge Chris Green, Blount County; Sheriff Mark Moon, Blount County.

Chairman Mims declared a quorum in attendance.

Chairman Mims called the meeting to order at 11:31 a.m. and Assistant General Manager Iris Fisher opened with prayer.

Following, Chairman Mims asked the Board to approve the agenda. Director Dickerson made a motion to approve the agenda and Director Muhammad seconded the motion. On a motion duly made and seconded, the agenda was approved by unanimous vote.

Following, the Board moved to the first item on the agenda, Request Board to approve the minutes from the July 8, 2020 Regular Board of Directors’ Meeting; necessary to perform essential minimum functions of the governmental body. Director Dickerson made a motion to approve the item and Director Alexander seconded the motion. Director Burbage left the meeting at 11:36 a.m. On a motion duly made and seconded, the item was approved by a vote of 5-1-1.

Following, the Board moved to the second item on the agenda, Request Board to approve payment of invoice, necessary to perform essential minimum functions of the governmental body. Director Dickerson made a motion to approve the item and Director Alexander seconded the motion. A director questioned the need for staff to consult outside counsel on certain issues versus addressing in house. Director Burbage returned to the meeting at 11:38 a.m. A director stated an official custodian of records is needed to maintain records on campus. A discussion then ensued. On a motion duly made and seconded, the item was approved by unanimous vote.

Following, the Board moved to the third item on the agenda, Request Board to hear an update from Blount County regarding their diversity plan; necessary to perform essential minimum functions of the governmental body. A representative from Blount County expressed his

appreciation to the Board for extending its 60-day deadline. The representative discussed communications sent to the Board and efforts it has made to increase its diversity to several colleges and universities. The representative stated the current makeup of the Blount County Sheriff's Department includes four African Americans, one Hispanic and fourteen Women. Several comments were offered by directors expressing their appreciation to Blount County for their work towards improving its diversity relations.

Following, the Board moved to the fourth item on the agenda, New Business; necessary to perform essential minimum functions of the governmental body. Director Blankenship made a motion to establish a repository for legal opinions for staff and Director King seconded the motion. Discussions ensued regarding security of these documents; past opinions being included; and accessibility to these documents. Director Blankenship stated he would amend his motion to be to establish a repository of legal and other consultants' opinions for staff to review, subject to guidance from BWWB's legal team. Director Munchus arrived at the meeting at 12:06 p.m. A discussion ensued to update Director Munchus on the current motion. The Chairman stated an Ad Hoc Committee may need to be established to address this motion. On a motion duly made and seconded, the motion was approved by a vote of 8-1.

Next, The Chairman made a motion to research information regarding the Help to Others (H2O) Foundation. A discussion ensued regarding administering the foundation in house, grants for the foundation; communications and public outreach, and the use of funds by the foundation. The General Manager stated the foundation has discussed several items and he gave an overview of the actions it has taken. There was no second to the motion; therefore, there was no action taken.

Next, Director Munchus questioned the status of putting up a plaque in the boardroom since it was named the Ronald A. Mims Boardroom. The General Manager stated he would review. Director Munchus then questioned whether another resolution would need to be passed regarding this issue and Director Muhammad seconded the motion. A discussion ensued regarding research for a previously passed resolution on this matter. A board attorney stated a resolution was passed in 2016 regarding this matter. A director offered an amended motion to Director Munchus' motion to include upon verification of previous action taken. Directors Munchus and Muhammad agreed to the amended motion. On a motion duly made and seconded, the motion was approved by unanimous vote.

Next, Director Muhammad stated he would like for the board to discuss the Jefferson County sewer contract at its next meeting. He stated at that meeting he will make a recommendation to vote to cancel the contract. A discussion ensued regarding revenue received from Jefferson County. The Board requested information be presented regarding costs associated with the contract with Jefferson County. The General Manager stated this information would be sent to the directors and this item would be added to the next board meeting agenda.

Next, Director Burbage questioned the status of the reimbursement of legal fees for directors and staff that were involved in previous litigation. A board attorney stated communication was sent to the directors in October 2020 regarding this matter. He indicated this item may need to be discussed in Executive Session and action may need to be taken. A director requested an Executive Session be added to the next board meeting agenda. A director indicated they were opposed to approving this item. The Chairman stated this item would be added to the next board meeting agenda.

Next, Director Alexander then made a motion to adjourn the meeting and Director Dickerson seconded the motion. On a motion duly made and seconded, the motion was approved by unanimous vote and the meeting was adjourned at 1:01 p.m.