

## **SUMMARY OF REGULAR BOARD OF DIRECTORS' MEETING**

HELD Wednesday, August 26, 2020

At 11:30 a.m. – (Electronically [via Teleconference/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.

The regular bi-monthly meeting of the directors of The Water Works Board of the City of Birmingham was held on Wednesday, August 26, 2020, at 11:30 a.m., via electronically [via teleconference/telephone].

The following Directors were present via a roll call: Ronald A. Mims, Brenda J. Dickerson, Deborah Clark, William R. Muhammad, William "Butch" Burbage, Jr., Tommy J. Alexander, Lucien Blankenship, Brett A. King, and George Munchus.

Others were present via telephone: Michael Johnson, General Manager; Derrick Murphy, Jeffrey Thompson and Iris Fisher, Assistant General Managers; K. Mark Parnell, Parnell Thompson Law, LLC; Kelvin Howard, KWH, LLC.; Emory Anthony, Esq.; Grace Amison, Executive Assistant to the Board of Directors; Vanessa Washington, Executive Assistant; Paul Lloyd, Joyce Dupree, Sonja Patterson, Rick Jackson, Colandus Mason, and Marsha Hammonds, BWWB Employees, Mindy Falkner.

Inasmuch as all of the Board members were present, a quorum was in attendance.

Chairman Mims called the meeting to order at 11:30 a.m. Assistant General Manager Iris Fisher opened the meeting with prayer.

Next, Director Blankenship indicated that he wanted agenda item 6.2 handled separately as said attorney already has a contract with the board, therefore, the board only needs to vote to approve the payrate. In addition, Director Alexander asked to move agenda item six and agenda item seven after agenda item one. A roll call vote was taken to approve agenda with suggested modifications. The amended agenda was approved unanimously by a roll call vote.

Following, GM Johnson asked the Board to adopt a resolution authorizing surviving spouse monthly retirement benefits to Ms. Britte Mumford, as set forth in agenda item 1. Director Dickerson made a motion to approve said item. Director Muhammad seconded the motion. On a motion duly made and seconded, the item was approved unanimously by a roll call vote.

Next, GM Johnson asked the Board to adopt a resolution to hire a panel of attorneys to meet legal service needs, as set forth in agenda items 6.1 through 6.5, respectively. There was much discussion on said item. Concerns were expressed regarding the need for more information. Chairman Mims agreed to send the attorneys resumes to the board as requested. There was a failed motion to table the agenda items until the additional information was received. The board agreed

to vote on the agenda items separately. Thus, Director Munchus made a motion on agenda item 6.1. Director Dickerson seconded. On a motion duly made and seconded, the agenda item was approved by a roll call with 8 votes in favor of approval and 1 abstention. Director Blankenship made a motion to approve agenda item 6.2. Director Munchus seconded. Agenda item 6.2 was approved unanimously by a roll call vote. Director Munchus made a motion to approve agenda item 6.3. Director Dickerson seconded. Agenda item 6.3 was approved by a roll call vote with 7 in favor, 1 against, and 1 abstention. There was some discussion on agenda 6.4 relating to a lobbyist; however, a stipulation was added after discussing with the Board's attorney. Director Dickerson made a motion to approve agenda item 6.4. Director Munchus seconded. Agenda item 6.4 was approved by a roll call vote with 6 in favor and 3 abstentions. Afterwards, on agenda 6.5 Director King indicated one attorney was not interested in the being part of the panel at the present time due to current obligations. Therefore, Director Munchus made a motion to approve agenda item 6.5. Director Muhammad seconded the motion. The item was approved by a roll call vote with 6 in favor of approval and 2 abstentions. The budget amount was also reduced. Director Burbage was not present for the vote.

Following, GM Johnson asked the Board to approve establishment of a Business Sustainability and Capacity Building (BSCB) Program and to authorize the General Manager to execute an agreement with the Birmingham Business Resource Center (BBRC), as set forth in agenda item 7. Director Alexander left the meeting at 12:36 p.m. There was discussion on the said item. Director Munchus made a motion to approve. Director Muhammad seconded. The item was approved by a roll call vote with 4 in favor of approval, 2 against and 1 abstention. Directors Alexander and Director King were not present for vote.

Next, GM Johnson asked the Board to approve personnel actions related to the Board Administrator and Corporate Governance Specialist positions grade levels, as set forth in agenda items 2.1 through 2.3, respectively. The board agreed to vote on the agenda items separately. On agenda item 2.1, Director Muhammad made a substitute motion. Director Dickerson seconded. The item was approved by a roll call vote with 8 in favor of approval. Director Alexander was not present for vote. A discussion ensued on agenda item 2.2. Director Blankenship made a substitute motion. Director Clark seconded. The item was approved by a roll call vote with 4 in favor of approval and 3 against. Director Alexander and Director King was not present. As a result of agenda item 2.2, agenda item 2.3 was no longer a voteable item as a result that item 2.2 did not pass.

Following, GM Johnson asked the Board to approve payment of invoices for professional services, as set forth in agenda items 3.1 through 3.4, respectively. The board agreed to vote on the items separately. The items were separately approved with a roll call vote, wherein Director Munchus made the motion to approve agenda item 3.1. Director Blankenship seconded. Agenda item 3.1 was approved by a roll call vote with 7 in favor of approval. Director Alexander and Director King were not present for the vote. Director Munchus made a motion to approve agenda item 3.2 and Director Dickerson seconded. Agenda item 3.2 was approved by a roll call vote with 5 in favor of approval and 1 abstention. Director Muhammad, Alexander and Director King were not present for the vote. Director Munchus made a motion to approve agenda item 3.3 and Director Dickerson seconded. Agenda item 3.3 was approved by a roll call vote with 5 in favor of approval and 1 abstention. Directors Muhammad, Alexander and Director King were not present for the

vote. Director Munchus made a motion to approve agenda item 3.4 and Director Dickerson seconded. Agenda item 3.4 was approved by a roll call vote with 4 in favor of approval and 2 abstentions. Directors Muhammad, Alexander and Director King were not present for the vote.

Next, GM Johnson asked the Board to hear a presentation and to approve the FY2021 health insurance plan design, premium rates and COBRA rates, as set forth in agenda item 4. There would be no change to the plan or rates. Director Munchus made a motion to approve the agenda item. Chairman Mims seconded. The item was approved by a roll call vote with 5 in favor of approval. Directors Dickerson, Muhammad, Alexander and Director King were not present for vote.

Following, GM Johnson asked the Board to amend the BWWB COVID-19 Employee Assistance Policy to allow additional sick leave provided under the Policy to be taken first before, an employee uses sick, vacation, or comp leave, and as set forth in agenda item 5. Director Munchus made a motion to approve the agenda item. Director Dickerson seconded. The item was approved by a roll call vote with 7 in favor of approval. Directors Alexander and Director King were not present for vote.

Next, under new business, agenda item 8, Director Munchus asked the general manager whether a certain attorney's invoice had been received, which he answered no.

As there was no further business before the Board, a motion was made and seconded to adjourn the meeting. Chairman Mims adjourned the meeting at 1:32 p.m. by an unanimously roll call vote.