

BUSINESS OFFICE, 4725 MOFFETT ROAD, MOBILE, ALABAMA
June 7, 2021

The Board of Water and Sewer Commissioners of the City of Mobile met virtually this Monday in their regular session at 2:00 p.m. at MAWSS' Park Forest Plaza.

PRESENT:

Mr. Walter Bell, Chair
Ms. Sheri N. Weber, Vice Chair
Ms. Barbara Drummond, Commissioner
Mr. Kenneth Nichols, Commissioner
Ms. Maria Gonzalez, Commissioner
Mr. Raymond L. Bell, Jr., Commissioner

Mr. Bud McCrory, Jr., Director
Mr. Douglas L. Cote, Assistant Director
Mr. Bradley Dean, Attorney

ABSENT: Mr. Thomas Zoghby, Secretary-Treasurer

Chair W. Bell called the meeting to order and Commissioner R. Bell gave the invocation. **Committee Reports** was next and Chair W. Bell updated the Board on the **External Affairs Committee**, which conducted its initial meeting on May 12. The purpose of the committee is to develop appropriate responses to our local, state and national community stakeholders. The External Affairs Committee will not be providing or handling employee relations, that task will remain with the Human Resources Committee. The minutes from the meeting are included in the agenda packet for Board review.

Visitors was next and Mr. McCrory read the following Resolutions for Retirees into record:

WHEREAS, MRS. SHARON Y. KING, Director of Human Resources, began her employment with the Board of Water and Sewer Commissioners on August 20, 1984, as a temporary employee, became a classified employee on February 2, 1985, and has worked continuously since; and

WHEREAS, she served the System faithfully for over 36 years, performing her duties with the highest quality, working in a cooperative spirit with her fellow employees, and

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF WATER AND SEWER COMMISSIONERS OF THE CITY OF MOBILE that **MRS. SHARON Y. KING**, whose retirement was effective June 1, 2021, be recognized and commended for her years of service to the Board of Water and Sewer Commissioners of the City of Mobile and to the citizens of Mobile.

ADOPTED this 7th Day of June, 2021.

Mr. McCrory continued and said Mrs. King has always had the best interest of the Board in every decision she has made for the organization. She also developed a wonderful relationship with Ms. Washington throughout her career at MAWSS and has been able to mentor and guide her to successfully be appointed as our new Human Resources Director.

Mrs. King has been an asset to MAWSS and she is a great part of our family. She will be greatly missed and we wish her the best in her well-deserved retirement.

Chair W. Bell stated that from the Board, Mrs. King has been a treasure. Her process for interviewing incoming employees to the organization has enabled us to achieve many great things. She was an integral part of ensuring employee talent and without good people; we would not have been able to accomplish our goals over the years. Mrs. King has dedicated many years of her life to the Board and it is only fitting that she enjoys her retirement. Congratulations are in order for a job well done.

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Mrs. King addressed the Board and thanked everyone for the great career she has had at MAWSS for 36 years. It is strange to be listed on today's agenda as a retiree, given that she has presented many policies and amendments over the years. MAWSS established their Human Resources Department in 1991 and she is appreciative of the past Board member's confidence in appointing her to the role of Human Resources Officer in November 1996. Since her employment began, she transitioned through eight job titles. The opportunity to receive and attend training sessions has been invaluable and she would like to thank the Board for continuing to allow employees this amenity. It is instrumental for all that have chosen to utilize it to further their career path within the organization.

She was able to attend many conferences; enabling her to maintain credits, skills, knowledge and obtain certifications on the national and state levels. Serving on the board for our state and national Human Resources Organization(s) taught her many aspects of Human Resources and she is grateful to her previous supervisors that permitted her to do that.

COVID-19 presented many challenges for the Human Resources Department, but her staff rose to the occasion and did an excellent job of creating all of the new forms, policies and procedures that had to be quickly developed. She is grateful for them and knows that they will continue to do a wonderful job based on their education and under the tutelage of Ms. Washington. She is proud to have been an employee and retiree of MAWSS and feels MAWSS has the best employees in the merit system, she will always consider them her '*MAWSS Family*'.

Chair W. Bell stated that it speaks volumes about who takes a position once a person retires and it is quite evident from Ms. Washington that Mrs. King has done an excellent job. Thank you again, and we wish Mrs. King the best in her retirement.

Mr. McCrory continued with the Resolutions for Retirees:

WHEREAS, MR. THOMAS F. RANKIN, Pretreatment Supervisor, began his employment with the Board of Water and Sewer Commissioners on February 19, 1990, as an hourly employee, became classified on October 20, 1990, and has worked continuously since; and

WHEREAS, he served the System faithfully for over 31 years, performing his duties with the highest quality, working in a cooperative spirit with his fellow employees, and

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF WATER AND SEWER COMMISSIONERS OF THE CITY OF MOBILE that **MR. THOMAS F. RANKIN**, whose retirement was effective June 1, 2021, be recognized and commended for his years of service to the Board of Water and Sewer Commissioners of the City of Mobile and to the citizens of Mobile.

ADOPTED this 7th Day of June, 2021.

Mr. Rankin started the Pretreatment Department at MAWSS with the "*Easy to be Ungreasy*" campaign. He is a man of great integrity and this in turn earned him a great deal of respect within our organization. Although he served in the military and continued to carry himself in that fashion during his tenure, he was easily approachable and we will miss him. We wish him well during his retirement.

Chair W. Bell said we are losing a great many years of service today, but we thank them both for all they have done to serve the community and the Board and wish them a happy retirement.

The **Minutes of May 3, 2021** and **May 20, 2021** were presented for approval. Commissioner Nichols moved for approval and Commissioner Drummond seconded. The motion then carried with the unanimous vote of the Board present.

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Bids and Purchasing was next:

**Item 4A McCrory & Williams Project No. M5712-2650
 Eslava Creek Force Main Replacement – Phase II**

Original Estimate:		Current Estimate:	
Construction:	\$16,000,000	Construction:	\$16,000,000
Engineering:	<u>\$ 750,000</u>	Engineering:	<u>\$ 750,000</u>
Total Original Estimate:	\$16,750,000	Total Current Estimate:	\$16,750,000

Mr. Cote addressed the Board and said the engineers estimate was \$16,000,000. There were three bidders, with the apparent low bidder being Hemphill Construction Company, Inc. in the base bid amount of \$15,137,460. Due to the protracted lead-time on pipe distribution, staff would like to request that the Board authorize a Directors Award for this project after recommendation and review from the engineer and our DBE Manager.

Commissioner Drummond moved for approval and Commissioner Weber seconded. Chair W. Bell requested that staff provide the Board with updated award information once the final determination has been completed for the award of the project, if it is prior to the July meeting. The motion then carried with the unanimous vote of the Board present.

**Item 4B IFB 21-021 Roof Replacement and HVAC Improvements at Big Creek Lake Pumping
 Station**
Supplier: E Cornell Malone Corp
Project #M5712-2686
Value: \$298,238.60

Mr. Cote presented this item to the Board and requested approval of the amount as referenced. Commissioner R. Bell moved for approval and Commissioner Gonzalez seconded. The motion then carried with the unanimous vote of the Board present.

Item 4C IFB 21-022 Annual Contract – Safety Shoes
Supplier: Ritz Safety
Contract Period: 7/1/21-6/30/22
2021 Est Annual Value: \$32,900
2020 Est Annual Value: \$21,480

Mr. McCrory addressed the Board and asked approval of this item. Commissioner Drummond moved for approval and Commissioner Gonzalez seconded. The motion then carried with the unanimous vote of the Board present.

Item 4D IFB 21-023 Mechanical Joint Ductile Iron Pipe and Fittings – Annual Contract
Supplier: Ferguson Waterworks
Contract Period: 7/1/21-6/30/22
2021 Est Value: \$150,000
2020 Est Value: \$150,000

Mr. McCrory continued and presented this item for approval to the Board. Commissioner R. Bell moved for approval and Commissioner Weber seconded. The motion then carried with the unanimous vote of the Board present.

Item 4E IFB 21-024 Annual Contract – Fire Hydrants
Supplier: Core & Main
Contract Period: 7/1/21-6/30/22
2021 Est Value: \$190,700
2020 Est Value: \$180,000

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Mr. McCrory stated that staff requests to pull this item from the agenda and resubmit to the Board at the July 12 meeting. This will provide staff additional time to determine availability and the delivery schedule for the fire hydrants.

Item 4F **IFB 21-025 Purchase of Three (3) Portable Trailer Mounted Generators for the Lift Stations Department - REBID**
Supplier: Thompson Tractor
Value: \$93,243

Mr. Cote addressed the Board and stated the sole bidder was Thompson Tractor and we request approval of these generators that will be used for our lift stations. Commissioner R. Bell moved for approval and Commissioner Drummond seconded with a question. Many companies offer this item; does staff know why we only received one bid? Mr. Cote responded and said he is uncertain as to the reason for the one response. There were five bidders on the initial bid and this is a rebid.

The low bidder from the initial bid failed to add trailers into the pricing of the generators, which led to the bid rejection. With this rebid, we received the one bid and it may be due to the contractor already having their bid numbers out or it could be due to item demand, we are not certain. Chair W. Bell asked if the rebid was in line with the initial bid and Mr. Cote responded and said that it was not in line with the rejected bid, but it was in line with the previous second low bidder. Staff felt the costs were reasonable. The motion then carried with the unanimous vote of the Board present.

Item 4G **Co-op Purchase of 20 Precision 3440 Small Form Factor Desktop Computers**
Supplier: Dell Inc.
NCPA Contract #01-42
Value: \$26,387.40

Mr. McCrory requested approval of this co-op purchase. Commissioner Drummond moved for approval with a question and Commissioner Nichols seconded.

Commissioner Drummond continued and said in her review of the Directors Report, she noticed Mr. Abe Harper submitted the information for the IT Department. She understands the department is going through a leadership transition, but are we using consultant services and is this purchase in accordance with the strategic plan for that department? Mr. McCrory responded and said to fill the void, Mr. Harper has been retained as a consultant. He is handling day to day leadership operations while Mr. McCrory manages the Human Resources issues and duties of the IT Department.

Mr. Harper has reviewed the strategic plan as developed by the previous IT Director and in doing that, he is making minor adjustments to that plan. The request presented to the Board today, falls in line with those adjustments. The motion then carried with the unanimous vote of the Board present.

Item 4H **Sole Source Purchase of Portalogic DS-200 Control Panel Upgrade**
Supplier: EleMech, Inc.
Value: \$25,250

Mr. Cote presented this item to the Board and said it is an electronic panel used at the Williams Wastewater Treatment Plant to read cards, measure volumes and compute costs for vendor that dump grease and septage at the plant. The system being used now is becoming obsolete and will no longer be supported by the manufacturer. We ask the Board to approve this purchase. Commissioner R. Bell moved for approval and Commissioner Nichols seconded. The motion then carried with the unanimous vote of the Board present.

Item 4I **Professional Service Telephone System Upgrade to Avaya IP Office**
Supplier: Carousel Industries
Value: \$27,818.76

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Mr. McCrory presented this item to the Board for approval. Commissioner Drummond moved for approval and Commissioner R. Bell seconded. The motion then carried with the unanimous vote of the Board present.

Legal was next and Attorney Dean said there are matters appropriate for discussion in an Executive Session.

There were no items of **Unfinished Business**.

New Business was next and they are as follows:

Item 7A Jacobs Project No. D3226100 C.C. Williams Dewatering and Other Improvements

Mr. Cote asked the Board to award this project to The Creel Company, who was the low responsive and responsible bidder in the amount of \$21,842,222. There were three bidders on this project and the engineers estimate was \$21,500,000. Commissioner Gonzalez moved for approval and Commissioner R. Bell seconded. The motion then carried with the unanimous vote of the Board present.

Item 7B McCrory & Williams Project No. M5712-2696 2021 Annual Contract for Cured-In-Place Pipe Rehabilitation of Large Diameter Sanitary Sewer Mains

Mr. Russell presented this item to the Board and said S & P Liner, LLC is requesting to add GH, LLC to the list of approved subcontractors. Staff has reviewed the request and this addition will not affect the DBE percentage on the project. Commissioner Weber moved for approval and Commissioner Nichols seconded. The motion then carried with the unanimous vote of the Board present.

Item 7C Jacobs Project No. D3385400 Three Mile Creek SWAT No. 1 Rehabilitation

Mr. Cote addressed the Board and said Tank Pro, Inc. requests to add Bama Mil to the list of approved subcontractors. This addition will not affect the DBE percentage and we ask the Board to approve this request. Commissioner R. Bell moved for approval and Commissioner Gonzalez seconded. The motion then carried with the unanimous vote of the Board present.

Item 7D MGI Project No. 50175 – Halls Mill Sewer Extension New – Change Order No. 2

Mr. Russell addressed the Board and said this covers six items. Items A, B and C are sewer related items, they are 16", 18", and 4" ductile iron pipe used for connections to the air release valves to reroute the polyvinyl carbonate lines as shown on the plans. Item D addresses the need to remove and replace an unknown marked sprinkler system located in front of Spring Grove Subdivision. Item E addresses the need to remove and replace an unknown 1 ½" low-pressure force main and Item F addresses the need to remove and replace railroad ties, fencing and a tree near the property line through MAWSS' easement. There has been one previously approved change order in the amount of \$34,397.22 and the change order presented for approval today is in the amount of \$38,133.27 which brings the combined change order percentage total to 1.84% of the original contract amount.

Commissioner R. Bell moved for approval and Commissioner Drummond seconded. Chair W. Bell asked the percentage of project completion to date. Mr. Russell responded and said the project is essentially complete. The fence relocation will finalize the project. The motion then carried with the unanimous vote of the Board present.

Item 7E Resolution to Authorize the Engagement of Certain Underwriting Services for Proposed Revenue Bonds

Mr. McCrory addressed the Board and said as discussed in previous meetings with the Board; staff is preparing to refinance some bond issues. In conjunction with that, staff requests the Board approve this resolution authorizing the engagement of certain underwriting services for the proposed revenue bonds. It is entered here for the record:

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BE IT RESOLVED by The Board of Water and Sewer Commissioners of the City of Mobile:

Section 1. Definitions

For purposes hereof:

Board means *The Board of Water and Sewer Commissioners of the City of Mobile.*

MSRB means *the Municipal Securities Rulemaking Board.*

Rule G-17 means *Rule G-17 of the MSRB and all interpretive notices of the MSRB issued or promulgated thereunder.*

Underwriters means, collectively:

- a) *Raymond James & Associates, Inc.; (a)*
- b) *Stifel, Nicolaus & Company, Incorporated; (b)*
- c) *Piper Sandler & Co.; (c)*
- d) *The Frazer Lanier Company, Incorporated. (d)*

Underwriting Letters means, collectively, *the letters attached hereto as Exhibit A.*

Section 2. Findings

The Board makes the following findings of fact upon evidence duly presented to the Board:

- a) *the Board has received and reviewed the Underwriting Letters;*
- b) *the Board, and the Chairman of the Board, are not a party to any disclosed conflict of interest relating to the subject transaction of the Underwriting Letters;*
- c) *the corporate purposes of the Board, and the public interest of the customers of the Board, are served by execution and delivery by the Board of the Underwriting Letters on the terms of this Resolution.*

Section 3. Authorizations

- a) *The Board acknowledges receipt of the Underwriting Letters for purposes of Rule G-17.*
- b) *The Board approves the terms of each of the Underwriting Letters and the following terms as constituting a single unitary agreement by the Board and the Underwriter signatory to such Underwriting Letter:*
 - i. *the Board will not incur any direct or indirect expense or pecuniary liability to or for the benefit of any of the Underwriters in connection with, or as a result of, the delivery of any of the Underwriting Letters; and*
 - ii. *the Board has not made any agreement, or undertaken any duty or obligation, to issue any of the "Bonds" or Securities described in any of the Underwriting Letters; and*
 - iii. *the Board and each of the Underwriters may, at any time, terminate the Underwriting Letter to which they are a party.*
- c) *The Board authorizes and directs the Chairman of the Board to deliver to each of the Underwriters the Underwriting Letter thereof duly executed by the Chairman on behalf of the Board and a certified copy of this Resolution, which shall constitute the agreement thereof.*
- d) *The Secretary of the Board is authorized and directed to certify this Resolution for purposes hereof.*
- e) *The Board ratifies and confirms any of the Underwriting Letters which shall have been executed and delivered prior to adoption of this Resolution as the unitary agreement of the Board on the terms thereof and of Section 3(b) hereof.*

Section 4. General

- a) *The Board repeals each provision of any order, proceeding, or resolution of the Board to the extent such provision is in conflict or inconsistent with the provisions of this Resolution.*
- b) *This Resolution takes effect immediately.*

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Staff is not moving forward with the refinance at this time, we are preparing and gathering information in order to be ready when the market has a favorable turn. Commissioner Gonzalez moved for approval and Commissioner Nichols seconded. Chair W. Bell clarified that this resolution includes the underwriters as discussed during previous Finance Committee Meetings. Commissioner R. Bell stated for the record that he is abstaining from this vote. The motion then carried with the aye vote of the Board present with an abstention by Commissioner R. Bell.

Item 7F Board Committee Charters:

Mr. McCrory continued addressing the Board and said he has met with four of the Board Committees to date and have established charters for them. We ask the Board to approve the charters of the External Affairs Committee, Finance/Risk Management Committee and Growth & Development/Infrastructure/Property Committee. Staff also requests approval of the Human Resources Committee charter contingent upon implementing discussed changes as requested by Chair W. Bell and Commissioner Weber. Commissioner R. Bell moved for approval and Commissioner Gonzalez seconded.

Chair W. Bell asked if employee relations were removed from the External Affairs Committee. Mr. McCrory responded and said yes, that topic has been removed. The motion then carried with the unanimous vote of the Board present.

Chair W. Bell stated the charter for the Bids & Purchasing/ Corporate Responsibility Committee will be presented for approval at a later date.

Item 7G Proposed Copeland Island Purchase Agreement

Attorney Dean reviewed this item and said staff began working on the sale of a decentralized wastewater treatment system in Copeland Island in late 2018. As discussed during committee and Board meetings, we are now in the position to enter into an asset purchase agreement. The purchase price is, as previously approved, \$425,000 and we ask the Board to approve this sale and give the Director the authority to sign the documents. Once executed, there is a 100-day due diligence/inspection period for Alabama Community Utilities. During that same period, all necessary permits must be obtained. At the end of that time period, we will be able to close on the sale of the aforementioned asset. Commissioner Weber moved for approval and Commissioner Nichols seconded with a question.

He continued and asked Attorney Dean to give a brief summary on subsequent obligations for MAWSS, if any. Attorney Dean responded and said subsequent obligations will be any debt or liabilities arising prior to sale and the ongoing homeowner property agreements. The community utility has agreed to purchase those agreements, and assume all obligations, but as discussed, as those agreements do not have assignment provisions, it is unlikely, but there is the potential of liability in that regard in the future if the community utility fails to fulfill their obligations or act on their behalf.

Commissioner Nichols continued and said in referencing Exhibit H, executing that document does not absolve the Board from future potential liability. Attorney Dean said it absolves the Board, but only to the extent of community utility's act or the Board is able to invoke their duty *to* act. Some exposure will always exist and we have attempted to minimize that possibility. The motion then carried with the unanimous vote of the Board present.

Item 7H Proposed Ziebach Property Purchase Agreement

Attorney Dean continued and requested approval of the purchase and sale of this property located on Mobile Bay, Lot 1 to the City of Mobile. The agreed upon price is \$127,000 and we request authority be given to the Director to execute the closing documents. Commissioner Drummond moved for approval with a question and Commissioner Gonzalez seconded.

Commissioner Drummond asked if this action finalizes everything on the referenced property. Attorney Dean responded and said yes, it will end this matter, and as previously requested by the Board, we will receive the signage

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indicating a joint project with the Crepe Myrtle Trail. Staff does not have a timeline on when the City will begin the site demolition.

Commissioner Drummond continued and questioned the responsibility of the Board in regards to remediation once demolition commences and the property is found to be contaminated. To clarify, she is not saying the property is contaminated, but should that happen, what is the Board's obligation? Attorney Dean said the Board will not be held responsible. This type of quitclaim agreement is unique, the City will be acquiring Lot 1 on Ziebach in 'as is' condition. The design of this agreement strongly protects the Board's interests. Commissioner Drummond thanked Attorney Dean for his response and requested that Mr. McCrory contact Ms. Debi Foster of The Peninsula Group of Mobile, notify her of the actions taken today, the Board has done its due diligence in this matter and it is now in the hands of the City. Note that Ms. Foster has retired, and she is in the process of training her replacement. Mr. McCrory responded and said he will take care of that today.

Commissioner Nichols questioned the arrival to the purchase price of \$127,000. In his recollection, the Board was going to discredit some items including road cut fees. Attorney Dean said there was a third and final appraisal conducted a few months ago. In accordance with the City, it was agreed the appraisal would be binding and the Board would deduct their demolition costs for the onsite facility. In doing that, we arrived at the \$127,000 figure.

Commissioner Nichols said he recalls discussion about the decreasing appraisal values and wanting to end this matter. He does not recollect reviewing this final appraisal. Attorney Dean said he will forward the documents to the Board. A contributing factor was also that the City engineers originally provided an estimate that undervalued costs for the demolition.

Commissioner Nichols said there were discussions about locking in the price in case the demolition costs increased. The Memorandum of Understanding is less than six months old and that agreement was for \$261,000 worth of either road cuts or cost sharing on a project. He is not aware of prior discussions on agreeing to the \$127,000 amount.

Chair W. Bell said he thinks Commissioner Nichols is correct and if Attorney Dean will forward the information to the Board, it will assist them in their decision. Commissioner Drummond asked if the previous appraisals were higher than the amount presented for approval today. Attorney Dean said there were two prior appraisals, dated a few years ago. This figure is based on the third and final appraisal and demolition costs.

Mr. McCrory said there was discussion in a Property Committee meeting and the demolition costs were much higher than what is presented today. Commissioner Nichols asked the amount of the demolition costs and Commissioner Drummond asked if the City is incurring the costs. Attorney Dean responded and said yes, the City is liable for the cost of demolition.

Mr. McCrory said he is not sure if staff received an updated demolition cost, or if we took the existing cost and applied a percentage increase to it. He asked Mr. Cote if he remembers following up on this with Mr. Wilkerson. Mr. Cote responded and said he does not recall following up with Mr. Wilkerson. Mr. McCrory said he will gather the information and forward it to the Board. The motion then carried with the unanimous vote of the Board present.

Chair W. Bell said as stated, the information will be gathered and forwarded to the Board. If the Board has questions after they have had an opportunity to review, it will come back for discussion. Commissioner Drummond said for clarification, the Board has approved the sale of the Ziebach Property to the City of Mobile as of June 7 and Mr. McCrory will send all appraisal and renovation costs information to the Board.

Items presented to the Board for **Information Only** were:

Item 8 Information Only

- A. Sole Source Repair Parts for a Flygt Pump at Kerr McGee LS094
Supplier: Jim House & Associates
Est Value: \$20,537

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- B. Sole Source Repair Parts for Flygt Pumps at Conti Street LS210
Supplier: Jim House & Associates
Est Value: \$15,206

- C. McCrory & Williams Project No. M5712-2712
Emergency Depressed Sewer Replacement Halls Mill Creek
[Confirmation of Directors Award, May 20, 2021]
Low Bidder: Hemphill Construction Company, Inc.
Amount: \$1,898,200 (Base Bid Plus Additive Alternate No. 2)

- D. Constantine Engineering 100316.24 2018 Small Diameter Gravity Sewer Cured-In-Place Project Change Order No. 3
Original Contract Amount: \$831,631.70
This Change Order: (\$43,174.25) <-5.2%>
Total Revised Contract Amount: \$788,457.45

- E. June 2021 Blood Drive Memo

- F. Consultant Project Status Reports
(April 2021)
 - 1. Asarisi & Associates, LLC
 - 2. CERM (No Active Projects)
 - 3. Constantine Engineering
 - 4. Dewberry
 - 5. Driven Engineering, Inc.
 - 6. GMC
 - 7. HDR
 - 8. Isaiah Engineering, Inc.
 - 9. Jacobs
 - 10. McCrory Williams
 - 11. Mobile Group, Inc.
 - 12. Mott McDonald
 - 13. Neel Schaffer, Inc.
 - 14. Stantec
 - 15. Volkert, Inc.

There being no further business to come before the Board at 3:05 p.m., Commissioner Weber moved to adjourn to Executive Session and Commissioner Nichols seconded. The motion then carried with the unanimous vote of the Board present. At 3:15 p.m. the Board convened into **Executive Session**.

The next regular meeting is scheduled for July 12, 2021 at 2 p.m.



Thomas Zoghby, Secretary-Treasurer