

**MEETING AGENDA  
MOUNTAIN BROOK CITY COUNCIL**

**CITY COUNCIL CHAMBER (A108)  
56 CHURCH STREET  
MOUNTAIN BROOK, AL 35213**

**AUGUST 28, 2023, 7 P.M.**

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**As a matter of convenience, members of the public are invited to listen, observe and participate in public meetings by Internet video conference. Presenters and others interested in a particular matter for discussion are encouraged to attend the meeting in-person. The City is not responsible for technical issues that may occur that interfere with the virtual meeting. The City Council, at its sole discretion, may proceed with its in-person business meeting regardless of whether virtual attendees can hear and/or observe the proceedings. The City intends to make the meeting available by way of the Zoom app (re: Meeting ID 801-559-1126, password 08282023).**

1. Approval of the minutes of the August 14, 2023, regular meeting of the City Council.
2. Consideration: Resolution authorizing the sale or disposal of certain surplus property.
3. Consideration: Resolution appointing a Prosecutor for the City of Mountain Brook.
4. Consideration: Resolution ratifying Change Order No. 1 with respect to the Canterbury United Methodist Church drainage improvement project.
5. Consideration: Resolution authorizing payment from the General Fund into the City of Mountain Brook Section 115 (retiree medical insurance) Trust.
6. Consideration: Resolution authorizing the assignment and first amendment to agreement with EMS Management and Consultants, Inc.
7. Inauguration of Mountain Brook Prosecutor
8. Comments from residents and attendees.
9. Announcement: The next regular meeting of the City Council is September 11, 2023 at 7:00 p.m.
10. Adjourn.

**MOUNTAIN BROOK CITY COUNCIL  
PRE-MEETING DISCUSSION  
AUGUST 14, 2023**

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[As a convenience, members of the public were invited to listen and observe in the public meeting by Internet video conference. There were 3 virtual attendees at the meeting.]

The City Council of the City of Mountain Brook, Alabama met informally in-person at 6:15 p.m. on the 14<sup>th</sup> day of August, 2023 (others were allowed to listen to the meeting by way of Internet video conference- 2 virtual attendees). Council President Smith called the pre-meeting to order and the roll was called with the following results:

Present: Virginia C. Smith, Council President  
William S. Pritchard III, Council President Pro Tempore  
Gerald A. Garner  
Graham L. Smith  
Stewart Welch III, Mayor

Absent: Lloyd C. Shelton

Also present were City Attorney Whit Colvin, City Manager Sam Gaston, and City Clerk Heather Richards.

**1. AGENDA**

1. Playing fields and tennis/pickleball courts usage times

Shanda Williams- Parks and Recreation Superintendent

- The park board met to discuss their thoughts on reasonable hours for the courts and fields
- The park board suggested the following:
  - passive activities on facilities with no lights are allowable from sunrise to sundown
  - passive activities on facilities with lights hours are allowable sunrise to 9:00pm
  - noise generating activities on facilities with no lights are allowable from 7:00am to sundown
  - noise generating activities on facilities with lights are allowable from 7:00am to 9:00pm (The exception will be at High School where activities that go past 9:00pm)
- These rules do not apply to the Board of Education sponsored activities
- Any other exceptions will need written permission

Gerald Garner-Council Member

- Encouraged the Park Board to be more proactive in field use and space
- The Park Board did a great job on the court usage times

2. Proposal for additional services for the Pine Ridge Road sidewalk project

Nathan Currie-Sain Associates

- When the sidewalk was first set up, did not know how much ROW would be needed
- About 80% of the supplement is for ROW services
- 1<sup>st</sup> step is to send a donation letter that gives the owner an opportunity to donate the ROW (temporary access)
- If property owner is willing to donate temporary access easement, then they do not have to go forward with appraisals, reviews and negotiations

- The proposal is set up as if every property requires donation letter, appraisals, review of appraisals, etc.
- ALDOT may want to change, presenting to council before it goes to ALDOT
- If property owners are willing to donate, then will not bill for those services
- 20% of this proposal is to replace pipe beneath road

Virginia Smith-Council President

- Inquired if the City would pay for the whole project

Nathan Currie

- The City would pay 20% of the project, 80% is paid with federal funds

Nathan Currie

- This will need to go to ALDOT and will come back for a final review to the council

3. Bryson Stephens to address the City Council regarding a proposed sidewalk project from The Vulcan to English Village

Bryson Stephens-Representative of Red Mountain Cut Foundation

- Mission is to improve pedestrian access around Red Mountain area
- Requesting Mountain Brook's support in their first major project-building a new sidewalk along 21<sup>st</sup> Avenue South (Diaper Row)
- This connects English Village with Vulcan Park
- 95% of this project is in Birmingham, 5% (200 feet) is on the Eastern end of Diaper Row connecting English Village
- The sidewalk is on the Southside
- Birmingham is working on their plans to run the sidewalk from 5 points to Vulcan
- Asking the City to finish the sidewalk (about 209 feet) to connect the sidewalk to English Village and provide for a crosswalk
- Asking for an additional \$25,000 to be contributed towards 1800 feet of sidewalk that will be built in Birmingham (feels this project will benefit Mountain Brook residents)

Virginia Smith

- Feels this project is invigorating and exciting
- Ronnie Vaughn and Sam Gaston went to look at that portion and believe Mountain Brook could do that portion to reduce the cost
- Is a proponent of this project and in giving the extra \$25,000
- Will discuss this item at the upcoming budget session meeting

4. ROW encroachment agreement for 2701 Overhill Road

Dana Hazen-Director of Planning, Building, and Sustainability

- This property is on the North side of Montevallo
- The applicants wants to build a split rail fence to restrict individuals turning around in his driveway

Ty Dodge-Homeowner at 2701 Overhill Road

- When individuals use his driveway to turn around, they cannot see the lights lining his driveway
- This fence would give them a visual in backing up

Virginia Smith-Council President

- There are some things the City does not like having in the Right-of-Way due to damages that may occur
- This property is in a cul-de-sac where vehicles will not pass and the fence is a split rail fence (breakaway) that will not injure someone

Billy Pritchard-Council President Pro Temp

- Inquired as to the type of split rail fence
- Concern is how “breakaway” will the fence be

Ty Dodge

- The fence will standard building grade split rail which is not robust

Billy Pritchard

- Would be more inclined to go along with this fence than something more permanent
- Have had issues in the past with brick mailboxes, brick retaining walls, etc. that become road hazards

Dana Hazen

- Historically the City has said “no” to things that come out of the ground in public ROW

Whit Colvin-City Attorney

- This property is on a dead end street, the only way to get back out is to do a 3 point turn
- Inquired if this case is distinguishable from others due to the homeowner allowing people to utilize his driveway to turn around (which could increase safety)
- If the fence is done right, it would help guide individuals to the right spot
- Inquired if these were a benefit to the city

Billy Pritchard

- The fence is non-permanent (breakaway)

Virginia Smith

- Item added to the formal agenda (Resolution 2023-131)

#### 5. Change Order for the Field #1 overflow parking lot

Sam Gaston-City Manager

- A cost estimate has been provided to finish the additional parking
- The Shea’s have agreed to share the cost
- Discussed having the state come out and checking before approval

Billy Pritchard

- It is important that any access to the parking lot go through security

Sam Gaston

- Will get the state, Mr. Shea, and the High School Principal to ensure everyone is on the same page

#### 6. Brookwood Road residents

Nicole Gilbert-3638 Brookwood Road

- Lived at residence for 6 years
- Have waited on sidewalk for a while

- There is 135' section that she would like to see a sidewalk put in
- This would provide direct access to the sidewalk for their children
- Received a quote for \$30,000 to complete this portion of the sidewalk

Sam Gaston-City Manager

- Received a quote for \$32,000

Nathan Currie-Sain Associate

- On this portion, there is some exposed rock and a water line
- Concerned about lights in front of driveway
- There may be more costs and encounter more surprises
- In first looking at it, it may need more engineering and have more funding in place due to potential challenges
- A larger cost item for this section is reconfiguring driveways

Sam Gaston

- Would recommend applying for another TAP grant to finish that section on Brookwood and Locksley in a couple of years

Virginia Smith

- Inclined to wait on the TAP Grant

Billy Pritchard

- Also inclined to wait on the TAP Grant

Sam Gaston

- The City can apply for another TAP grant two years down the road
- Will get Sain Associate and Ronnie Vaughn to get together to get a cost estimate to see if the City can do this in-house

7. Review of the other matters to be considered at the formal (7:00p.m.) meeting

## 2. ADJOURNMENT

There being no further matters for discussion Council President Virginia Smith adjourned the pre-meeting at approximately 7:05 pm.

## 3. CERTIFICATION

I, Heather Richards, City Clerk of the City of Mountain Brook, Alabama, certify the above is a true and correct synopsis of the discussion from the regular session of the City Council of the City of Mountain Brook, Alabama held at City Hall, Pre-Council Room (A-106) on August 14, 2023, and that the meeting was duly called and held in all respects in accordance with the laws of the State of Alabama and bylaws of the City and that no formal action or votes were conducted at said work session.

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City Clerk, Approved by  
City Council August 28, 2023

**MINUTES OF THE REGULAR MEETING OF THE  
CITY COUNCIL OF THE CITY OF MOUNTAIN BROOK  
AUGUST 14, 2023**

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[As a convenience, members of the public were invited to listen and observe in the public meeting by Internet video conference. There was 1 virtual attendee at the meeting.]

The City Council of the City of Mountain Brook, Alabama met in person at 7:06 p.m. on the 14<sup>th</sup> day of August, 2023 (others were allowed to listen to the meeting by way of Internet video conference-no one did). Council President Virginia Smith called the meeting to order, and the roll was called with the following results:

Present: Virginia C. Smith, Council President  
William S. Pritchard III, Council President Pro Tempore  
Gerald A. Garner  
Graham L. Smith  
Stewart Welch III, Mayor

Absent: Lloyd C. Shelton

Also present were City Attorney Whit Colvin, City Manager Sam Gaston, and City Clerk Heather Richards.

The Council President Virginia Smith stated that a quorum was present and that the meeting was open for the transaction of business

**1. GYNECOLOGICAL CANCER AWARENESS PROCLAMATION**

Stewart Welch-Mayor

- Presented the proclamation to Betsy Thetner and Allison Boone.

**2. CONSENT AGENDA**

Council President Virginia Smith announced that the following matters will be considered at one time on the consent agenda provided no one in attendance objects:

Approval of the minutes of the July 10, 2023, regular meeting of the City Council  
Approval of the minutes of the July 24, 2023, regular meeting of the City Council  
Approval of the minutes of the July 31, 2023, special meeting of the City Council

<b>2023-125</b>	Gynecologic Cancer Awareness (GYN) Proclamation	Exhibit 1
<b>2023-126</b>	Authorize the sale, donation, or disposal of certain surplus property	Exhibit 2, Appendix 1
<b>2023-127</b>	Ratify the bid award [B-20230728-880] and payment for the purchase of an Ambulance vehicle for use by the Fire Department	Exhibit 3, Appendix 2

<b>2023-128</b>	Accept the Personnel Board of Jefferson County (PBJC) Market Analysis upgrade for the Assistant City Manager/Finance Director, Director of Planning, Building, and Sustainability, and Public Works Director III	Exhibit 4, Appendix 3
<b>2023-129</b>	Accept the dedication of Right of Way (ROW) Parcel 2 on the subdivision map titled Lane Parke Phase II	Exhibit 5, Appendix 4
<b>2023-130</b>	Authorize the execution of a Right of Way (ROW) encroachment agreement with CT Dodge and Florence Dodge with respect to 2701 Overhill Road	Exhibit 7

Thereupon, the foregoing minutes, proclamation, and resolutions (Nos. 2023-125 through 2023-130), were introduced by Council President Virginia Smith and a motion for their immediate adoption made by Council Member Garner. The minutes, proclamation, and resolutions were then considered by the City Council. Council Member Graham Smith seconded the motion to adopt the foregoing minutes, proclamation, and resolutions. Then, upon the question being put and the roll called, the vote was recorded as follows:

Ayes: Virginia C. Smith  
William S. Pritchard III  
Gerald A. Garner  
Graham L. Smith

Nays: None

Abstained: None

Council President Virginia Smith thereupon declared that said minutes, proclamation, and resolutions (Nos. 2023-125 through 2023-130) were adopted by a vote of 4—0 and as evidence thereof he signed the same.

**3. CONSIDERATION: ORDINANCE NO. 2147 AMENDING SECTION 50-46 (B)(6) OF THE CITY CODE RELATING TO THE SPEED LIMIT OF CERTAIN STREETS IN THE CITY (25 MPH) TO INCLUDE MARLBORO DRIVE (EXHIBIT 8)**

Council President Virginia Smith introduced the ordinance in writing. It was then moved by Council President Pro Tempore Pritchard that all rules and regulations which, unless suspended, would prevent the immediate consideration and adoption of said ordinance be suspended and that unanimous consent to the immediate consideration of said ordinance be given and that the reading of the ordinance at length be waived. The motion was seconded by Council Member Graham Smith and was unanimously carried, as follows:

Ayes: Virginia C. Smith  
William S. ("Billy") Pritchard III  
Gerald A. Garner  
Graham L. Smith

Nays: None

Council President Virginia Smith declared the motion carried by a vote of 4—0.

After said ordinance had been considered in full by the Council, Council President Pro Tempore Pritchard then moved for the adoption of said ordinance. The motion was seconded by Council President Virginia Smith. Thereupon, Council President Virginia Smith called for vote with the following results:

Ayes: Virginia C. Smith  
William S. ("Billy") Pritchard III  
Gerald A. Garner  
Graham L. Smith

Nays: None

Council President Virginia Smith declared that the ordinance (No. 2147) is hereby adopted by a vote of 4—0 and, as evidence thereof, she signed the same.

#### **4. COMMENTS FROM RESIDENCES AND ATTENDEES**

(There were no public comments)

#### **5. ANNOUNCEMENT**

Council President Virginia Smith announced the next regular meeting of the City Council is August 28, 2023, 7:00p.m.

#### **6. EXECUTIVE SESSION AND ANNOUNCEMENT**

Council President Pro Tempore Pritchard made a motion that the City Council convenes in executive session to discuss a matter of pending litigation and that the City Council shall adjourn upon conclusion of the executive session. The City Attorney certified that the subject matters were allowed to be discussed in executive pursuant to Alabama Law. The motion was seconded by Council President Virginia Smith. Then, upon the question being put and the roll called, the vote was recorded as follows:

Ayes: Virginia C. Smith  
William S. Pritchard III  
Gerald A. Garner  
Graham L. Smith

Nays: None

There being no further business to come before the City Council, Council President Virginia Smith adjourned the meeting at approximately 7:15 p.m.

#### **7. CERTIFICATION**

I, Heather Richards, City Clerk of the City of Mountain Brook, Alabama, certify the above is a true and correct transcript of the regular meeting of the City Council of the City of Mountain Brook, Alabama held at City Hall, Council Chamber (Room A-108) on August 14, 2023, and that the meeting was duly called and held in all respects in accordance with the laws of the State of Alabama and bylaws of the City and that a quorum was present.



**RESOLUTION NO. 2023-131**

**A RESOLUTION AUTHORIZING THE SALE OR DISPOSAL  
OF CERTAIN SURPLUS PROPERTY**

**WHEREAS**, the City of Mountain Brook, Alabama, has certain items of personal property which are no longer needed for public or municipal purposes; and

**WHEREAS**, Section 11-43-56 of the Alabama Code of 1975 authorizes the municipal governing body to dispose of unneeded personal property.

**NOW, THEREFORE, BE IT RESOLVED** by the City Council of the City of Mountain Brook, as follows:

Section 1. It is hereby established and declared that the following property, as described in the form as attached hereto as Exhibit A, owned by the City of Mountain Brook, Alabama are no longer needed for public or municipal purposes and is hereby declared surplus property; and

Section 2. That the City Manager, or his designated representative, is hereby authorized and directed to sell said property by way of public Internet auction or to dispose of said items not sold.

**ADOPTED:** This 28th day of August, 2023.

\_\_\_\_\_  
Council President

**APPROVED:** This 28th day of August, 2023.

\_\_\_\_\_  
Mayor

**CERTIFICATION**

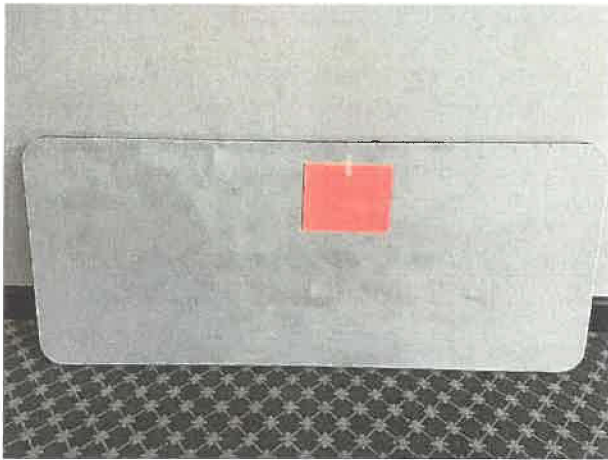
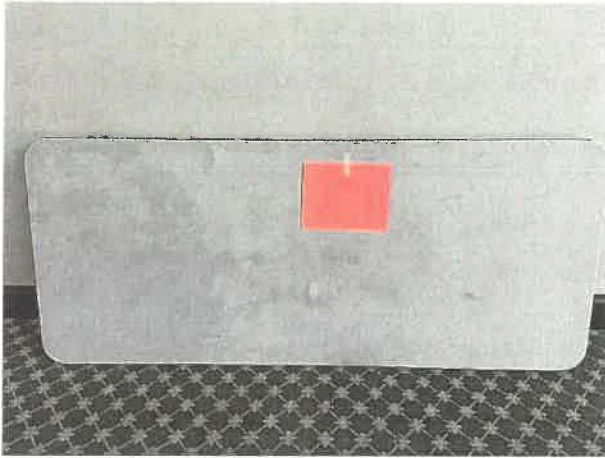
I, Heather Richards, City Clerk of the City of Mountain Brook, Alabama, hereby certify the above to be a true and correct copy of a resolution adopted by the City Council of the City of Mountain Brook at its meeting held on August 28, 2023, as same appears in the minutes of record of said meeting.

\_\_\_\_\_  
City Clerk

# Surplus

**Tables – 2 (Discarded)**

6' W X 30"D



Shelves – 7 (Discarded, badly rusted)

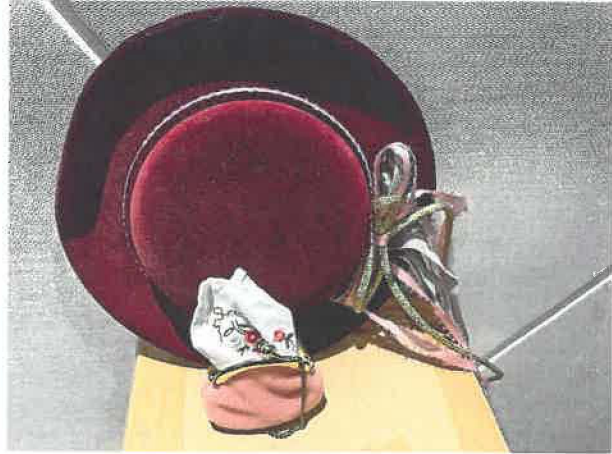


**Shelves – 3 frames, 4 shelves (to be listed online)**



**Dolls and accessories – online auction**







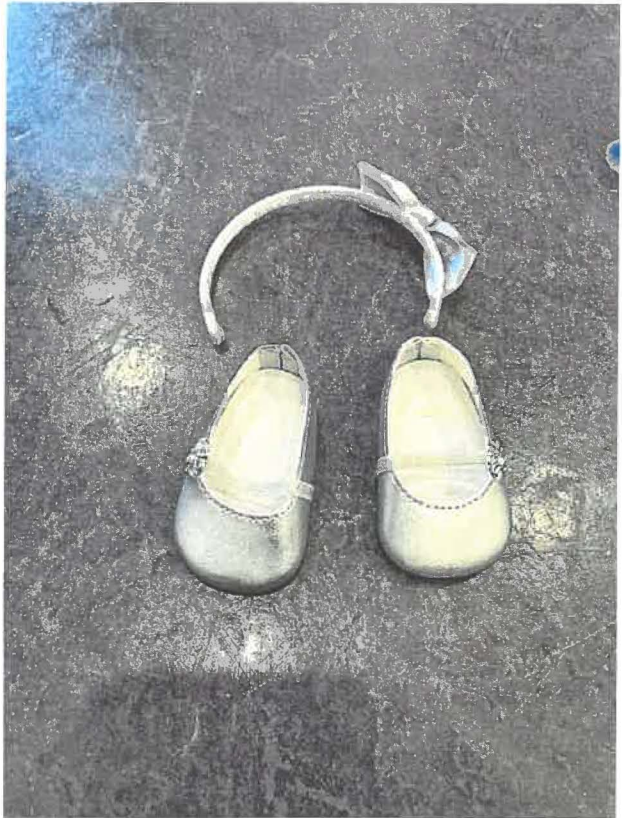














**Shelves – 2**

**7ft tall**

**3ft wide**

**Shelves are 9 in. deep (to be listed online)**



**Coffee Maker – Coffee Maker is a Bunn VLPF Series with 2 burners (only one makes coffee) and one hot water spigot.**

1 - The machine is 23" long, 17 ½ " tall and 8" deep.  
**(to be listed online)**



**Doors for bookcases – 4 (to be listed online)**

76 ½ " tall, 30 1/3" across and 3/4" deep



**File Cabinet – 1 (to be listed online)**

Cabinet with a shelf and 3 drawers.

H: 65"  
W: 30"  
D: 18"



**File Cabinet – 2 (to be listed online)**

Cabinet with 3 shelves (we have 2 of these)

H: 65"  
W: 30"  
D: 18"



**Desk – 1 (to be listed online)**

L: 71.5"

H: 29"  
D: 24"

(Desk pad isn't attached but can be sold with the desk.)



**Clock Radio – Sony, 1 (to be listed online)**



**Binders – Various sizes, 22 (to be listed online)**



**Easy Bake Ovens – 11 (to be listed online)**

- Easy Bake Ultimate Oven #1
- Oven
- Baking Pan
- Spatula
- Instruction booklet
- no cookie mix
- Easy Bake Ultimate Oven #2
- Oven
- Baking Pan
- Spatula
- Instruction booklet
- no cookie mix
- Easy Bake Ultimate Oven #3
- Oven
- Spatula
- instruction booklet
- no baking pan



- no cookie mix
- Easy Bake Ultimate Oven #4
- Oven
- Spatula
- Baking Pan
- no instructions
- no cookie mix
- Easy Bake Ultimate Oven #5
- Oven
- Spatula
- Baking Pan
- no instructions
- no cookie mix

- Easy Bake Ultimate Oven Baking Star Edition #1
- Oven
- Spatula
- Baking Pan
- Instruction Booklet
- no cookie mix
- Easy Bake Ultimate Oven Baking Star Edition #2
- Oven
- Spatula
- Baking Pan
- Instruction Booklet
- no cookie mix
- Easy Bake Ultimate Oven Baking Star Edition #3
- Oven
- Spatula
- Baking Pan
- Instruction Booklet
- no cookie mix
- Easy Bake Ultimate Oven Baking Star Edition #4
- Oven
- Spatula
- Baking Pan
- Instruction Booklet
- no cookie mix
- Easy Bake Ultimate Oven Baking Star Edition #5
- Oven
- Spatula
- Baking Pan

- no instructions
- no cookie mix
- Easy Bake Ultimate Oven Baking Star Edition #6
- Oven
- Spatula
- Baking Pan
- no instructions
- no cookie mix

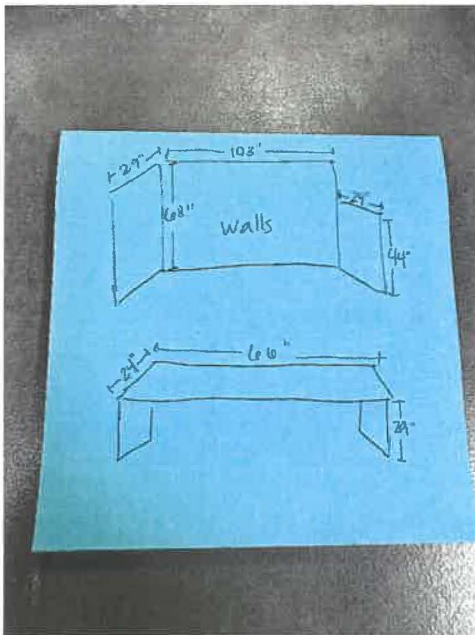


**A Frame Signs – 3 (to be listed online)**

41" x 30", letters included



Cubicle partitions and desk – filing cabinet is not included (to be listed online)





**Chess Sets – 4 (to be listed online)**



**RESOLUTION NO. 2023-132**

**BE IT RESOLVED** by the City Council of the City of Mountain Brook, Alabama, that the City Council hereby appoints J. Ross Self to the position of Prosecutor of the City of Mountain Brook, to serve at the pleasure of the Council or until his successor be duly appointed.

**BE IT FURTHER RESOLVED** the compensation rate of the City Prosecutor shall be \$175.00 per hour (plus out-of-pocket expenses) and is subject to annual cost of living increases.

**ADOPTED:** This 28th day of August, 2023.

\_\_\_\_\_  
Council President

**APPROVED:** This 28th day of August, 2023.

\_\_\_\_\_  
Mayor

**CERTIFICATION**

I, Heather Richards, City Clerk of the City of Mountain Brook, Alabama hereby certify the above to be a true and correct copy of a resolution adopted by the City Council of the City of Mountain Brook at its regular meeting held on August 28, 2023, as same appears in the minutes of record of said meeting.

\_\_\_\_\_  
City Clerk

**RESOLUTION NO. 2023-133**

**BE IT RESOLVED** by the City Council of the City of Mountain Brook, Alabama, that the City Council hereby ratifying change order No. 1 (heavy cleaning of existing 36" pipe) with respect to the Canterbury United Methodist Church (CUMC) drainage improvement project (Resolution No. 2023-090) (Project # B-20230515-866) in the amount of \$3,300.00 (Three Thousand Three Hundred Dollars).

**ADOPTED:** This 28th day of August, 2023.

\_\_\_\_\_  
Council President

**APPROVED:** This 28th day of August, 2023.

\_\_\_\_\_  
Mayor

**CERTIFICATION**

I, Heather Richards, City Clerk of the City of Mountain Brook, Alabama hereby certify the above to be a true and correct copy of a resolution adopted by the City Council of the City of Mountain Brook at its regular meeting held on August 28, 2023, as same appears in the minutes of record of said meeting.

\_\_\_\_\_  
City Clerk



August 23, 2023

City of Mountain Brook  
56 Church Steet  
Mountain Brook, AL 35213-3700

Attn: Mr. Sam Gaston, City Manager

Project Reference: Canterbury United Methodist Church  
Drainage Improvements  
No. B-20230515-866  
Bid Date: June 1<sup>st</sup>, 2023  
Change Order No.1

Mr. Gaston:

We are in receipt of a change order request from the prime contractor, Video Industrial Services, for work on the Canterbury UMC Drainage Improvement Project. The change order is to provide heavy cleaning of one of the existing 36" pipes.

The Contractor was required, as part of this project, to video inspect and document the condition of the two existing 36" concrete pipes. These two pipes were not in the original contract to receive any repair work, only inspection. During the inspection, the Contractor found a significant blockage in one of the 36" pipes. The blockage was partially removed during the video work but will require additional time and equipment to completely remove the blockage and clean the pipe.

The complete removal of the blockage and cleaning of the pipe will allow the pipe to return to its full capacity.

At this time, Schoel recommends consideration of a change order in the amount of \$ 3,300.

Feel free to reach out to me with any questions related to the request.

SCHOEL ENGINEERING CO., INC.

A handwritten signature in black ink, appearing to read "Mark Simpson", is written over the company name.

Mark Simpson, P.E., CFM

Cc: Mr. Ronald Vaughn, Public Works Director  
Mr. Steven Boone, Finance Director

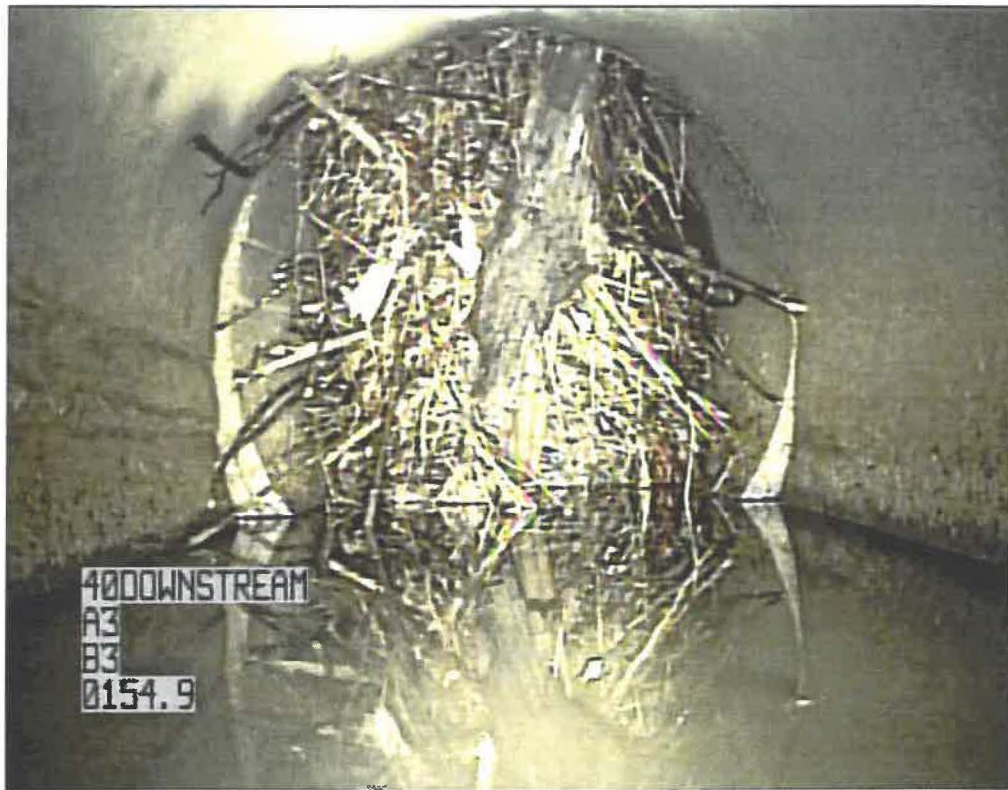
Attachment:

Change Order Request Dated August 22, 2023- Video Industrial Services

Established 188E

SCHOEL ENGINEERING COMPANY, INC.  
1001 22nd Street South | Birmingham, AL 3520E  
P 205-323-6166 | F 205-323-2252 | schoel.com





Top picture before partial cleaning looking upstream. Lower picture looking downstream after removal of the log.



**PRICE PROPOSAL**

TO:	City of Mountain Brook / Care of Schoel Engineering	ATTN:	Mark Simpson <msimpson@schoel.com>
ADDRESS:	56 Church St	DATE:	8/22/2023
	Mountain Brook, AL 35213	RE:	Canterbury UMC CCCP Lining
			Heavy Cleaning of 36" RCP and CCTV Inspection

VIS is pleased to provide you with estimated pricing for this project. For this project, we propose to provide the necessary labor, equipment, material, and supervision to perform the following scope of work on the above referenced project. Estimated pricing for this work is as follows:

Bid Item	Unit	Est Qty	Item Unit Price	Estimated Total
3-Man CCTV/Cleaning Crew (80 GPM Jet/Vac)	HR	6	\$550.00	\$3,300.00
				\$0.00
				\$0.00
				\$0.00
				\$0.00
				\$0.00
				\$0.00
				\$0.00
				\$0.00
				\$0.00
<b>Total</b>				<b>\$3,300.00</b>

**Notes:**

**Hourly rates are portal-to-portal from our Birmingham, AL office.** This pricing is submitted under the assumption that the job will be completed in whole. We reserve the right to modify this proposal if the jobsite conditions vary widely. Subject to the attached Terms & Conditions on Page 2. Pricing is good for 30 days from the date of this proposal. If this proposal is satisfactory, please sign below and return. Thank you for the opportunity to work with you on this project.

Respectfully Submitted,  
Video Industrial Services, Inc.

Drew Mahan  
Executive Vice President

**Accepted:**

Name: \_\_\_\_\_  
Company: \_\_\_\_\_  
Signature: \_\_\_\_\_  
Date: \_\_\_\_\_  
AP Contact: \_\_\_\_\_  
AP Email: \_\_\_\_\_

**VIDEO INDUSTRIAL SERVICES, INC.**  
**GENERAL TERMS & CONDITIONS**

**General Conditions:** These general conditions are incorporated by reference into the proposal by and are part of the Agreement under which services are to be performed by the Contractor for the Customer.

**Customer Supplied Labor:** Where the Customer supplies labor for the Contractor, the Customer will indemnify the Contractor for liability, loss or expense for work related injuries to the Customer's employees. The Customer agrees to waive all rights or subrogation against the Contractor arising out of the work in this Agreement.

**Damage Limitations:** Under no circumstances will the Contractor be responsible for indirect, incidental or consequential damages. The Contractor also is not responsible for the rendering of or failure to render architectural, engineering or surveying professional services.

**Preexisting Conditions:** The Contractor will not be responsible for liability, loss or expense (including damage caused by the backup of basement sewers) where the primary cause of the claim or damage is preexisting conditions including faulty, inadequate or defective design, construction, maintenance or repair of property or contamination of the subsurface where the condition existed prior to the start of the Contractor's work. Customer is responsible for loss of service equipment caused by the preexisting conditions at the jobsite.

**Environmental Conditions:** The debris is represented to Contractor to be non-hazardous, requiring no manifesting or special permitting. The Customer will be responsible for any additional costs or claims associated with the treatment, storage, disposal of the removed debris, or breach of the above representation, at any time during or after the completion of this project.

**Indemnification:** The Customer and Contractor will each indemnify the other for liability, loss and expense incurred by the other party resulting from a negligent act or omission in performance of work under this Agreement. If both parties are jointly at fault, each will indemnify the other in proportion to their relative fault. The Customer also will indemnify Contractor for liability, loss and expense resulting from Contractor's services if the Contractor is acting at the direction or instruction of the Customer, or where the primary cause of any damages is due to information provided by the Customer.

**Credit Policy:** Regular Terms are Net 30 Days. The company may charge interest at the rate of 1-1/2% per month on all invoices outstanding 60 days past invoice date.

**Entire Agreement:** This proposal together with any written documents which may be incorporated by specific reference herein constitutes the entire agreement between the parties and supersedes all previous communications between them, either oral or written. The waiver by contractor of any term, condition or provision herein stated shall not be construed to be a waiver of any other term, condition or provision hereof.

3890 City of Mtn Brook Sec. 115-OPEB Trust  
#10011156130 – \$300,000.00  
#21534084810 – (300,000.00)  
#21511000000 – 300,000.000

City of Mtn Brook Sec. 115-OPEB Trust  
Regions Inst. Trust/Stuart White  
1900 5<sup>th</sup> Avenue North, 26<sup>th</sup> Floor  
Birmingham, AL 35203

**RESOLUTION NO. 2023-134**

**BE IT RESOLVED** by the City Council of the City of Mountain Brook, Alabama, that the City Council hereby authorizes the payment from the General Fund of \$300,000 into the City of Mountain Brook Section 115 (retiree medical insurance) Trust for investment in accordance with the City's investment policy (Resolution No. 2020-053).

**ADOPTED:** This 28th day of August, 2023.

\_\_\_\_\_  
Council President

**APPROVED:** This 28th day of August, 2023.

\_\_\_\_\_  
Mayor

**CERTIFICATION**

I, Heather Richards, City Clerk of the City of Mountain Brook, Alabama hereby certify the above to be a true and correct copy of a resolution adopted by the City Council of the City of Mountain Brook at its regular meeting held on August 28, 2023, as same appears in the minutes of record of said meeting.

\_\_\_\_\_  
City Clerk

**RESOLUTION NO. 2023-135**

**BE IT RESOLVED** by the City Council of the City of Mountain Brook, Alabama, that the City Council hereby authorizes the execution of an assignment and first amendment to agreement between the City and EMS Management and Consultants Inc., in the form attached hereto as Exhibit A, with respect to the debt recovery and collection services on behalf of the Mountain Brook Fire Department with respect to past due accounts owed for providing medical transport services. (Original Resolution 2022-006)

**ADOPTED:** This 28th day of August, 2023.

\_\_\_\_\_  
Council President

**APPROVED:** This 28th day of August, 2023.

\_\_\_\_\_  
Mayor

**CERTIFICATION**

I, Heather Richards, City Clerk of the City of Mountain Brook, Alabama hereby certify the above to be a true and correct copy of a resolution adopted by the City Council of the City of Mountain Brook at its regular meeting held on August 28, 2023, as same appears in the minutes of record of said meeting.

\_\_\_\_\_  
City Clerk

**Amendment No. 1**

**THIS ASSIGNMENT AND FIRST AMENDMENT TO AGREEMENT** entered into the \_\_\_\_\_ day of \_\_\_\_\_ 2023, by and between the CITY OF MOUNTAIN BROOK, ALABAMA (hereinafter “Client”) and EMS MANAGEMENT & CONSULTANTS, INC., a North Carolina Corporation, the address of which is PO Box 863, Lewisville, North Carolina, 27023 (hereinafter “Contractor”)

**WITNESSETH:**

**WHEREAS**, the Client entered into a Billing Services Agreement (the “Agreement”) dated August 23, 2021 with Applied Business Services, Inc, (“Applied”) whereby Applied agreed to provide billing and collection services for the Client; and

**WHEREAS**, Applied was acquired by Contractor and as part of the acquisition, Applied assigned the Agreement with Client to Contractor; and

**WHEREAS**, the Agreement prohibits assignment thereof without prior written approval of Client and such approval has been requested; and

**WHEREAS**, Client has agreed to such assignment and the parties wish to memorialize same and to amend the Agreement to modify the terms pertaining to compensation due for collections by Contractor.

**NOW, THEREFORE**, in consideration of the mutual covenants herein, the parties hereby agree as follows:

1. The Agreement is hereby amended to substitute Lifeline Billing Systems, LLC, an EMS Management and Consultants, Inc. company (the “Agency”) for Applied Business Services, Inc. for all purposes under the Agreement.
2. The Agreement shall further be amended to change the rate of compensation in Section 6 of the Agreement from 24% to an all-inclusive rate of 20% on amounts recovered on all

placed Accounts. This will be the only Contingency Fee on the Accounts that will be paid to Agency or Agency's affiliates.

3. In all other aspects, the Agreement dated August 23, 2021, will remain in force and effect.

IN WITNESS WHEREOF, the Parties hereto have executed this Amendment the day and year first written above.

Each person whose signature appears hereon represents, warrants and guarantees that he/she has been duly authorized and has full authority to execute this Agreement on behalf of the party on whose behalf this Agreement is executed.

EMSMC:

CLIENT:

EMS Management & Consultants, Inc.

City of Mountain Brook, Alabama

By: \_\_\_\_\_

By: \_\_\_\_\_

Print Name: \_\_\_\_\_

Print Name: \_\_\_\_\_

Title: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_

Date: \_\_\_\_\_

“This instrument has been preaudited in the manner required by the Local Government Budget and Fiscal Control Act”

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(Signature of Finance Officer)

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(Print Name)