



MINUTES

UPPER TRINITY REGIONAL WATER DISTRICT BOARD OF DIRECTORS

April 4, 2024

REGULAR SESSION BOARD MEETING

1. Call to Order

The Board of Directors of the Upper Trinity Regional Water District (UTRWD) convened in Regular Session Board Meeting with Vice President Lyle Dresher presiding at 12:45 P.M. on Thursday, April 4, 2024, at 900 N. Kealy Avenue, Lewisville, TX 75057.

Dresher announced that Troy Norton had submitted his resignation and will not be in attendance.

2. Roll Call and Confirm Quorum

The attendance of the Board of Directors was taken. A quorum was present for the meeting.

Board Members in Attendance:

Clay M. Riggs, President | Flower Mound
Greg Scott, Treasurer | Justin
Brian Roberson | Aubrey
Kimberly Brawner | Celina
Glenn Barker | Corinth
Dave Nelson | Double Oak
Orlando Sanchez | Irving
Mike Fairfield | Lake Cities MUA
Chris Boyd | Mustang SUD
Michael Anderson | Ponder
Alina Ciocan | Sanger

Lyle Dresher, VP | Denton County At Large
Allen L. McCracken, II, Secretary | Pilot Point
Del Knowler | Bartonville
Mark Pape | Copper Canyon
Kevin Mercer | DCFWSD #7
Rich Lubke | Highland Village
Nate Winchester | Krum
Kelly Rouse | Lewisville
Drew Corn | Northlake
George Dupont | Prosper

Absent:

Stephen Gay | Denton

Staff and Advisors in Attendance:

Larry N. Patterson, Executive Director
Nancy Tam, Assistant to Executive Director
Lester Harris, Chief Financial Officer
Elisa Moreno, Staff Accountant II
Ben Hodges, Deputy Director of Operations
Marcos Zepeda, IT Specialist
Nick Bulaich, Financial Advisor
Kurt Staller, Director of Eng & Construction
Ed Motley, LRH Program Mgr
Jan Morris, Chief Administrative Officer

Matthew Boyle, General Counsel
Jason Pierce, Mgr of Gov Affairs & Comm
Mary Dockery, Controller
Todd Williams, Mgr of Budget and Financial
Dustin Wright, Mgr of IT Services
Rob Collins, Bond Counsel
Tom Snyder, Director of Special Projects
Adam McKnight, Deputy Director of Eng & Const
Ronna Hartt, Asst Dir of Ops & Water Res

Others in Attendance:

Shawn Durham, Archer Western
Donald McKinney, Town of Argyle
Chad Simmons, Freese & Nichols
Frank Jaromin, Former Board Member

Fred Ehler, Resident
Andre Garces, Plummer Associates
George Marshall, Walter P. Moore
Blake Rodgers, Deloitte & Touche

3. Pledge of Allegiance and Invocation

Pledge of Allegiance was led by Larry Patterson. The invocation was delivered by Drew Corn.

4. Oath of Office

None.

5. Opening Remarks:

- A. President's Remarks concerning current events, conduct of meeting, posted agenda items, committee assignments, and related matters.

Vice President Drescher announced that he would be running the meeting for the President, Clay Riggs.

Blake Alldredge was invited to the City of Justin to present his water-wise program and was well received.

- B. Executive Director's Status Report about legislation and regulatory matters, budgets, current projects, and on-going programs of the District, including: the Regional Water System, Water Resource Development, Regional Water Reclamation Systems, Watershed Protection and Water Conservation.

- Thankful for the recent rains, the current drought conditions are low. Water demand is trending with last year's daily volumes.
- Regarding District's water conservation effort – Water My Yard program, currently we have 7,039 subscribers. For the year 2023, there were **"No Watering"** recommended for 23 weeks. We all should continue to encourage participation in this worthwhile program.
- Regarding Lake Ralph Hall, new fishing structures for habitats were added.
- On March 20, 2024, staff attended the following meetings in Austin:
 - Texas Water Conservation Association Legislative Committee Meeting.
 - TWDB's Texas Water Fund Implementation Stakeholder Meeting. Staff testified on Board Participation Program and Public Awareness Campaign.
 - Regarding State Implementation Fund for Texas (SWIFT), District recently submitted two Abridged Applications for the following projects:



- \$162,000,000 Harpool Plant Expansion Phase 2
- \$320,846,900 Lake Ralph Hall Project

C. Presentations about awards, recognitions, achievements, etc. of the District, Board Members, Member Entities, and Staff.

In recognition of leadership and dedicated service provided by former Board Member Frank Jaromin, Secretary McCracken read the adopted Resolution for Frank's service on the Upper Trinity Board of Directors. On behalf of the Board, Vice President Dresher presented him a plaque of appreciation.

6. Visitor Comments Concerning Agenda Topics

None.

CONSENT AGENDA

Rich Lubke made the motion to approve the Consent Agenda Items 7-10B as presented by staff. Seconded by Greg Scott. The *Roll Call Vote* was 19 Yes, 0 No, 2 Absent (Gay, Riggs). Motion carried. The approved Consent Agenda Items were:

7. Adopt Minutes of March 7, 2024 Board Meeting.
8. Accept Monthly Management Report for the period ended February 29, 2024.
9. Accept Annual Comprehensive Financial Report and Audit Report, prepared by Deloitte & Touche, Independent Auditors, and related documents (including the Governance Letter to Management) for fiscal year ended September 30, 2023.
10. Authorize the Executive Director to enter into purchasing agreements with:
 - A. Bland Insulation, Inc. for the purchase and installation of sound mitigation materials at the Peninsula Water Reclamation Plant.
 - B. Invent Environmental Technologies, Inc. for the purchase of Riverbend Aeration Basin Mixer Spare Parts.

ITEMS FOR INDIVIDUAL CONSIDERATION

11. Authorize the Executive Director to enter into a Purchasing Agreement with Southstar JCB for the purchase of a Telehandler for the Peninsula Water Reclamation Plant. (**Weighted Capital Vote**)

With Peninsula Plant's recent expansion and increase in daily flows, biosolid material is collected in 20-yard biosolid waste containers. Staff needs to have the ability to swap out containers as necessary without disruption of operations. Staff recommended that the Board authorize the Executive Director to enter into a Purchasing Agreement with Southstar JCB for the purchase of a 505-20 TC Telehandler in the amount of \$ 89,973.47. Funding for this Project is included in the FY24 Operating Budget. **Alina Ciocan made the motion to approve Agenda Item 11 as**

presented. Seconded by Mike Fairfield. The *Weighted Capital Vote* was 35 Yes, 0 No, 11 votes Absent. Motion carried.

Entity	Eligible Weighted Votes	Yes	No	Abstain	Absent
ARGYLE - (vacant, 1 vote)					
AUBREY – Roberson	1	1			
BARTONVILLE – Knowler	1	1			
CELINA – Brawner	3	3			
CORINTH – Barker	3	3			
DC AT-LARGE – Dresher	1	1			
DCFWSD #7 – Mercer	2	2			
DENTON (city) – Gay	2				2
DOUBLE OAK – Nelson	1	1			
FLOWER MOUND – Riggs	9				9
HIGHLAND VILLAGE – Lubke	2	2			
IRVING – Sanchez	2	2			
JUSTIN – Scott	1	1			
KRUM – Winchester	1	1			
LAKE CITIES MUA – Fairfield	2	2			
LEWISVILLE – Rouse	3	3			
MUSTANG SUD – Boyd	5	5			
NORTHLAKE – Corn	3	3			
PILOT POINT – McCracken	1	1			
PONDER – Anderson	1	1			
PROSPER – Dupont	1	1			
SANGER – Ciocan	1	1			
TOTAL:	46	35	0	0	11

President Clay Riggs arrived meeting via video at 1:12 P.M.

12. Consider adoption of a Resolution to approve proposed Mid-Year Budget Amendments.

Staff presented a summary of recommended budget adjustments to the FY 2024 Operating and Capital Budgets along with the proposed resolution. Staff recommended the Board adopt the proposed Resolution to approve the Mid-Year Budget Amendments. **Drew Corn made the motion to approve Item 12 as presented. Seconded by Brian Roberson.** The *Roll Call Vote* was 20 Yes, 0 No, 1 Absent (Gay). Motion carried.

13. Consider approval of a Resolution authorizing the issuance of Upper Trinity Regional Water District Northeast Regional Water Reclamation System Revenue Bonds in an aggregate principal amount not to exceed \$30,000,000; providing for the security and payment thereof; providing for the award of the sale thereof in accordance with specified parameters; authorizing the execution and delivery of one or more bond purchase contracts and paying agent/registrars agreements; approving the preparation of one or more official statements with respect to the bonds; and enacting other provisions relating thereto. (Weighted Capital Vote)



The District’s Capital Improvement Program provides for the expansion of the Doe Branch Plant in the Northeast Regional Water Reclamation System. The two participating entities in this phase of the expansion are the City of Celina and the Town of Prosper. The purpose of the proposed Revenue Bonds is funding for Celina’s portion of the Doe Branch Plant Expansion Project.

Staff recommended approval of the proposed Resolution authorizing the issuance of Revenue Bonds for the Northeast Regional Water Reclamation System, subject to specified parameters. The actual issuance would be authorized by the Pricing Committee upon confirmation that the specified parameters are met and to fulfill the need for timely financing. **Allen McCracken made the motion to approve Agenda Item 13 as presented by staff. Seconded by Kimberly Brawner.** The *Weighted Capital Vote* was 44 Yes, 0 No, 2 votes Absent (Gay). Motion carried.

Entity	Eligible Weighted Votes	Yes	No	Abstain	Absent
ARGYLE -- (vacant 1, vote)					
AUBREY – Roberson	1	1			
BARTONVILLE – Knowler	1	1			
CELINA – Brawner	3	3			
CORINTH – Barker	3	3			
DC AT-LARGE – Dresher	1	1			
DCFWS #7 – Mercer	2	2			
DENTON (city) – Gay	2				2
DOUBLE OAK – Nelson	1	1			
FLOWER MOUND – Riggs	9	9			
HIGHLAND VILLAGE – Lubke	2	2			
IRVING – Sanchez	2	2			
JUSTIN – Scott	1	1			
KRUM – Winchester	1	1			
LAKE CITIES MUA – Fairfield	2	2			
LEWISVILLE – Rouse	3	3			
MUSTANG SUD – Boyd	5	5			
NORTHLAKE – Corn	3	3			
PILOT POINT – McCracken	1	1			
PONDER – Anderson	1	1			
PROSPER – Dupont	1	1			
SANGER – Ciocan	1	1			
TOTAL:	46	44	0	0	2

President Clay Riggs stepped out of meeting.

- Consider approval of Amendment No. 1 to an existing Construction Manager at Risk (CMAR) contract with Archer Western Construction, LLC to establish a Progressive Guaranteed Maximum Price No. 1 for Taylor Regional Water Treatment Plant Phase 3 Expansion and Lewisville Lake Intake Pump Station Improvements Project. (Weighted Capital Vote)

To help minimize the impact of supply chain issues on the aggressive project schedule, Archer Western developed Bid Package No. 1 for the Project which included several items anticipated to have long delivery times. The items included valves, filter under drain system, filter wash water



troughs, and filter media. Bid Package No. 1 was advertised, and bids were received on March 19, 2024. Funding for this Amendment is included in the FY 2024 Capital Budget under Project Code 21-514R. The Texas Water Development Board SWIFT Board Participation Program will be used to fund this Amendment.

Staff recommended approval of Amendment No. 1 to Archer Western Construction, LLC Construction Manager at Risk Contract for Taylor Regional Water Treatment Plant Expansion for a not to exceed amount of \$5,530,958.10. **Drew Corn made the motion to approve Agenda Item 14 as presented by staff. Seconded by Greg Scott.** The *Weighted Capital Vote* was 35 Yes, 0 No, 11 votes Absent (Gay, Riggs). Motion carried.

Entity	Eligible Weighted Votes	Yes	No	Abstain	Absent
ARGYLE -- (vacant, 1 vote)					
AUBREY – Roberson	1	1			
BARTONVILLE – Knowler	1	1			
CELINA – Brawner	3	3			
CORINTH – Barker	3	3			
DC AT-LARGE – Dresher	1	1			
DCFWS #7 – Mercer	2	2			
DENTON (city) – Gay	2				2
DOUBLE OAK – Nelson	1	1			
FLOWER MOUND – Riggs	9				9
HIGHLAND VILLAGE – Lubke	2	2			
IRVING – Sanchez	2	2			
JUSTIN – Scott	1	1			
KRUM – Winchester	1	1			
LAKE CITIES MUA – Fairfield	2	2			
LEWISVILLE – Rouse	3	3			
MUSTANG SUD – Boyd	5	5			
NORTHLAKE – Corn	3	3			
PILOT POINT – McCracken	1	1			
PONDER – Anderson	1	1			
PROSPER – Dupont	1	1			
SANGER – Ciocan	1	1			
TOTAL:	46	35	0	0	11

15. Consider Resolution authorizing Executive Director to release funding to the City of Irving for the pre-purchase of transformers for the Princeton Booster Pump Station Improvement Project in accordance with the Lake Ralph Hall Water Transportation Agreement. (Weighted Capital Vote)

The Project schedule requires City of Irving to pre-purchase the electrical transformers for the Project. Irving publicly solicited bids for pre-purchase of two main transformers. Three bids were received. Staff recommended the approval of a Resolution authorizing the Executive Director to release funding, not to exceed \$1,500,000, to reimburse the City of Irving for Pre-purchasing Electrical Transformers for the Princeton Booster Pump Station Improvement Project.



Alina Ciocan made the motion to approve Agenda Item 15 as presented by staff. Seconded by Kevin Mercer. The *Weighted Capital Vote* was 35 Yes, 0 No, 11 Absent (Gay, Riggs). Motion carried.

Entity	Eligible Weighted Votes	Yes	No	Abstain	Absent
ARGYLE – (vacant, 1 vote)					
AUBREY – Roberson	1	1			
BARTONVILLE – Knowler	1	1			
CELINA – Brawner	3	3			
CORINTH – Barker	3	3			
DC AT-LARGE – Dresher	1	1			
DCFWS #7 – Mercer	2	2			
DENTON (city) – Gay	2				2
DOUBLE OAK – Nelson	1	1			
FLOWER MOUND – Riggs	9				9
HIGHLAND VILLAGE – Lubke	2	2			
IRVING – Sanchez	2	2			
JUSTIN – Scott	1	1			
KRUM – Winchester	1	1			
LAKE CITIES MUA – Fairfield	2	2			
LEWISVILLE – Rouse	3	3			
MUSTANG SUD – Boyd	5	5			
NORTHLAKE – Corn	3	3			
PILOT POINT – McCracken	1	1			
PONDER – Anderson	1	1			
PROSPER – Dupont	1	1			
SANGER – Ciocan	1	1			
TOTAL:	46	35	0	0	11

- Executive Session concerning granting or acquisition of easements, rights-of-way and other property including leases for Water Resource Development or for Regional Treated Water System, pursuant to Texas Government Code, Section 551.072, according to location maps of the projects available in the District Office; and regarding water rights and related permits; for discussion of security matters pursuant to Texas Government Code, Section 551.076, and, regarding General Counsel and Executive Director’s review of legal implications for the relocation of a District water pipeline; and, regarding potential lawsuit related to construction projects; and, meeting with legal counsel pursuant to Texas Government Code, Section 551.071, relative to a matter in which the attorney is required under the Texas Disciplinary Rules of Professional Conduct to convey advice in Executive Session including but not limited to construction contracts and projects related to Lake Ralph Hall.

There was no Executive Session required for this meeting.

- Consider action on property matters, some of which may have been discussed in Executive Session. (**Weighted Capital Vote**)

None.



18. Consider action on Lake Ralph Hall construction change orders, some of which may have been discussed in Executive Session. (Weighted Capital Vote)

None.

19. Review potential agenda items, activities, and announcements for future Board meetings.

Planning for election of Officers at the May 2, 2024 Board Meeting, President Riggs appointed the following to serve as Members of the Nominating Committee and to bring back a recommendation for Directors to be elected as Officers:

Rich Lubke (Highland Village), Chair
Mike Fairfield, Lake Cities MUA
Alina Ciocan, Sanger

Dave Nelson, Double Oak
Kelly Rouse, Lewisville

20. Visitor Comments Concerning Non-Agenda Topics.

None.

21. Adjournment.

There being no further business, Vice President Drescher adjourned the meeting at 1:48 P.M.

Recorded by:



Nancy T. Tam, Assistant Secretary, Board of Directors

Certified by:



Allen L. McCracken, II, Secretary, Board of Directors

