



MINUTES

UPPER TRINITY REGIONAL WATER DISTRICT BOARD OF DIRECTORS October 6, 2022

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 President Brian Roberson presiding at 12:55 P.M. on Thursday, October 6, 2022.

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:

Brian Roberson, President, Aubrey
Lyle Dresher, Treasurer, Denton County At Large
Troy Norton, Argyle
Corbett Howard, Celina
George Marshall, Corinth
Kevin Mercer, DCFWSD #7
Richard Lubke, Highland Village
Mike Fairfield, Lake Cities MUA
Chris Boyd, Mustang SUD
Allen McCracken, Pilot Point
Frank Jaromin, Prosper

Clay Riggs, Vice President, Flower Mound
Greg Scott, Secretary, Justin
Del Knowler, Bartonville
Mark Pape, Copper Canyon
Stephen Moore, Denton
Dave Nelson, Double Oak
Nate Winchester, Krum
Eric Ferris, Lewisville *
Drew Corn, Northlake
Michael Anderson, Ponder

Absent: Orlando Sanchez, Irving *

Alina Ciocan, Sanger *

* Excused Absence

Vacant: Denton County

Staff & Advisors in Attendance:

Larry N. Patterson, Executive Director
Nancy Tam, Assistant to Executive Director
Bill Greenleaf, Chief Financial Officer
Todd Williams, Mgr of Budget & Financial
Marcos Zepeda, IT Specialist
Kurt Staller, Assistant Director, Eng & Const
Ben Hodges, Assistant Director of Operations
Doug Janeway, Manager of Property Services
Nick Bulaich, Financial Advisor

Matthew Boyle, General Counsel
Jason Pierce, Manager of Governmental Affairs
Lester Harris, Controller
Dustin Wright, Network System Administrator
Tom Snyder, Director of Eng & Constr
Adam McKnight, Sr. Professional Engineer
Ed Motley, LRH Program Manager
Jan Morris, Assistant Director for Administration
Rob Collins, Bond Counsel

Others in Attendance:

Andre Garces, Plummer Associates, Inc.
RJ Crimmins, PNC Bank

Troy Laman, Carollo Engineers, Inc.
Anthony Samaarripas, Kimley-Horn

3. Pledge of Allegiance and Invocation.

Pledge of Allegiance was led by Kevin Mercer. Invocation was delivered by Corbett Howard.

4. Oath of Office.

None.

5. Opening Remarks:

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

Thank you all for attending the meeting today. Especially those of you that are out of town attending Texas Municipal League Conference. Thank you for taking the time to video in.

- B. Executive Director's Status Report about legislation and regulatory matters, about 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.

- Due to lack of rainfall in recent months, area lakes storage levels are lower than normal.
- Regarding water conservation and watering restriction implementation, a meeting with the Customer Advisory Council (CAC) and Water Conservation Committee has been scheduled for October 18, 2022 to discuss Drought Contingency stages.
- An informative video by the Town of Flower Mound was featured regarding water quality and conservation.
- Regarding Lake Ralph Hall new Highway 34 Bridge construction, the last beam has been placed.

Mike Anderson arrived at the meeting, 1:09 P.M.

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

None.

6. Visitor Comments Concerning Agenda Topics.

None

CONSENT AGENDA

Corbett Howard made the motion to approve the Consent Agenda Items No. 7 - 10 as presented. Seconded by Richard Lubke. The Roll Call Vote was 19 Yes, 0 No, 3 Absent (Sanchez, Jaromin & Ciocan). Motion carried. The approved Consent Agenda items were:

7. Adopt Minutes of September 1, 2022 Board Meeting.

8. Accept Monthly Management Report for the period ended August 31, 2022.



9. Authorize the Executive Director to enter into a purchasing agreement with Fisher Scientific Company, LLC. for the purchase of laboratory furnishings for the Taylor Plant laboratory renovation.
10. Receive report of construction change orders approved by staff.

ITEMS FOR INDIVIDUAL CONSIDERATION

Frank Jaromin arrived meeting at: 1:18 P.M.

11. Consider A Resolution Authorizing And Establishing The Upper Trinity Regional Water District Regional Treated Water Supply System Revenue Subordinate Lien Variable Rate Note Program In An Aggregate Principal Amount Not To Exceed \$75,000,000 At Any One Time Outstanding; Prescribing The Terms And Conditions Thereof; Providing For The Payment Thereof; Approving And Authorizing Certain Authorized Officers And Employees To Act On Behalf Of The District In The Selling And Delivery Of Such Notes, Within The Limitations And Procedures Specified Herein; Making Certain Covenants And Agreements In Connection Therewith; Resolving Other Matters Incident And Related To The Issuance, Sale, Security And Delivery Of Such Notes, Including The Approval Of A Note Purchase Agreement And The Issuance Of Notes Pursuant Thereto; And Making Other Provisions Regarding Such Notes And Matters Incident Thereto. **(Weighted Capital Vote)**

Bank of America (BOA) has successfully provided the District with short-term financing through the Commercial Paper Program since 2005. However, recent Texas Senate Bill 19 requires the District to sever its relationship with BOA. Fortunately, District received a favorable offer from PNC Bank to replace BOA and provide short-term financing through a Direct Purchase Program.

Staff recommended approval of the Resolution and Note Purchase Agreement with PNC Bank, National Association to establish and utilize the Direct Purchase Program for short-term financing for the Regional Treated Water System. **Del Knowler made the motion to approve Agenda Item 11 as presented. Seconded by Stephen Moore.** The *Weighted Capital Vote* was 43 Yes, 0 No, 3 Absent (Sanchez and Ciocan). Motion carried.

ENTITY	ELIGIBLE WEIGHTED VOTE	YES	NO	ABSTAIN	ABSENT
ARGYLE – Norton	1	1			
AUBREY - Roberson	1	1			
BARTONVILLE – Knowler	1	1			
CELINA – Howard	3	3			
CORINTH – Marshall	3	3			
DENTON (city) – Moore	2	2			
DC AT-LARGE Dresher	1	1			
DCFWS #7 – Mercer	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 – Ferris	3			
MUSTANG SUD – Boyd	5	5		
NORTHLAKE – Corn	2	2		
PILOT POINT – McCracken	1	1		
PONDER – Anderson	1	1		
PROSPER – Jaromin	1	1		
SANGER – Ciocan	1			1
TOTAL	46	43		3

12. Authorize the Executive Director to enter into a purchasing agreement with Southwest International Trucks, Inc. for the purchase of an International HV607 truck, with a Palfinger crane package and bucket attachment and approve associated budget amendment. (Weighted Capital Vote)

Currently District has only one crane truck which housed at Central Maintenance building to serve all District facilities. New crane truck to be housed at Harpool WTP to serve Northeast facilities would reduce response time and provides for greater efficiency. Staff recommended the Board to authorize the Executive Director to enter into a purchasing agreement with Southwest International Trucks, Inc. for the purchase of an International HV607 truck, with a Palfinger crane package and bucket attachment in the amount of \$248,107.98 and approve associated budget amendment.

Richard Lubke made the motion to approve Agenda Item 12 as presented. Seconded by Troy Norton. The *Weighted Capital Vote* was unanimous with 43 Yes, 0 No, 3 Absent (Sanchez and Ciocan). Motion carried.

ENTITY	ELIGIBLE WEIGHTED VOTE	YES	NO	ABSTAIN	ABSENT
ARGYLE – Norton	1	1			
AUBREY - Roberson	1	1			
BARTONVILLE – Knowler	1	1			
CELINA – Howard	3	3			
CORINTH – Marshall	3	3			
DENTON (city) – Moore	2	2			
DC AT-LARGE Dresher	1	1			
DCFWSO #7 – Mercer	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 – Ferris	3			
MUSTANG SUD – Boyd	5	5		
NORTHLAKE – Corn	2	2		
PILOT POINT – McCracken	1	1		
PONDER – Anderson	1	1		
PROSPER – Jaromin	1	1		
SANGER – Ciocan	1			1
TOTAL	46	43		3

13. Construction Contracts: (Weighted Capital Vote)

- A. Consider award of construction contract to Denali Water Solutions, LLC. for Harpool Water Treatment Plant Recycle Pond Dredging Project.

Based on the results of a recent survey, the Harpool Plant Recycle Pond has accumulated over \$43,000 cubic yards of sediment and is now approximately 80% full. It's time to clean the recycle pond. Bids were opened on September 23, 2022 and Denali Water Solutions, LLC. was the apparent low bidder for Schedule A option for 100% residual solids removal. Staff recommended approval of the enclosed Resolution awarding a construction contract to Denali Water Solutions, LLC. for Harpool WTP Recycle Pond Dredging Project in the amount of \$1,146,400.00.

- B. Consider award of construction contract to Archer Western Construction, LLC. for Harpool Water Treatment Plant Diurnal Pond Project.

In August 2018, the Board received Harpool Plant Facility Implementation Plan recommended phased expansion. Raw water diurnal pond increases local storage, improves water quality and provides greater reliability. Staff recommended the Board to approve enclosed Resolution awarding a construction contract to Archer Western Construction LLC. for Harpool Water Treatment Plant Diurnal Pond Project in the amount of \$26,585,057.00.

Kevin Mercer made the motion to approve Agenda Item 13 A & B as presented. Seconded by Corbett Howard. The *Weighted Capital Vote* was 43 Yes, 0 No, 3 Absent (Sanchez & Ciocan). Motion carried.

ENTITY	ELIGIBLE WEIGHTED VOTE	YES	NO	ABSTAIN	ABSENT
ARGYLE – Norton	1	1			



AUBREY - Roberson	1	1		
BARTONVILLE – Knowler	1	1		
CELINA – Howard	3	3		
CORINTH – Marshall	3	3		
DENTON (city) – Moore	2	2		
DC AT-LARGE Dresher	1	1		
DCFWS #7 – Mercer	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 – Ferris	3			
MUSTANG SUD – Boyd	5	5		
NORTHLAKE – Corn	2	2		
PILOT POINT – McCracken	1	1		
PONDER – Anderson	1	1		
PROSPER – Jaromin	1	1		
SANGER – Clocan	1			1
TOTAL	46	43		3

Richard Lubke left meeting 1:42 pm.

14. Lake Ralph Hall Agenda Items: **(Weighted Capital Vote)**

- A. Consider Amendment No. 1 to the existing Construction Manager at Risk contract with Archer Western Construction, LLC. for construction of an access road and groundwater supply pipeline as part of the Lake Ralph Hall Pump Station Project.

November 2021, Construction Manager at Risk (CMAR) Contract awarded to Archer Western Construction, LLC. (AW) for the Lake Ralph Hall Raw Water Pump Station. AW has recommended proceeding with an Early Work Package for construction of critical site preparation work during favorable fall weather conditions. Early Work Package includes construction of a 1.25-mile rock access road; installation of 1.25 miles of 8-inch and 2-inch water pipelines; clearing and grubbing of approximately 4.5 acres.

AW publicly solicited bids for this early work. Two bids were received; AW evaluated the bids and recommended the subcontract be awarded to DM Services.

Proposed CMAR Contract Amendment to include construction of the Early Work. Staff recommended approval of Amendment No. 1 to the Archer Western Construction, LLC. CMAR contract for Lake Ralph Hall Raw Water Pump Station - - Early Work Package in amount of \$1,576,682.35.

Rich Lubke left meeting at 1:42 P.M.

- B. Consider approval of Change Order No. 6 to the existing Contract with Granite Construction Company for construction of the Leon Hurse Dam.

Given the magnitude of the contract with Granite Construction Company (GCC), such issues may exceed the Executive Director’s current approval authority. The proposed Change Order No. 6 to the GCC contract establishes a Contingency Allowance not to exceed \$250,000.

Staff recommended approval of Change Order No. 6 to the existing contract with Granite Construction Company establishing a contingency allowance not to exceed \$250,000.

George Marshall made the motion to approve Agenda Item 14 A & B as presented. Seconded by Allen McCracken. The *Weighted Capital Vote* was 41 Yes, 0 No, 5 Absent (Lubke, Sanchez and Ciocan). Motion carried.

ENTITY	ELIGIBLE WEIGHTED VOTE	YES	NO	ABSTAIN	ABSENT
ARGYLE – Norton	1	1			
AUBREY - Roberson	1	1			
BARTONVILLE – Knowler	1	1			
CELINA – Howard	3	3			
CORINTH – Marshall	3	3			
DENTON (city) – Moore	2	2			
DC AT-LARGE Dresher	1	1			
DCFWS #7 – Mercer	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 – Ferris	3				
MUSTANG SUD – Boyd	5	5			
NORTHLAKE – Corn	2	2			



PILOT POINT – McCracken	1	1		
PONDER – Anderson	1	1		
PROSPER – Jaromin	1	1		
SANGER – Ciocan	1			1
TOTAL	46	41		5

Frank Jaromin and Mark Pape left meeting.

- 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.

The Board of Directors meeting went into Executive Session at 2:00 p.m.
 The Board returned to open meeting at 2:26 p.m.

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

None.

- Approve Resolution(s) deeming necessity and authorizing acquisition of property including exercising the Power of Eminent Domain for the Lake Ralph Hall Project. **(Weighted Capital Vote)**

The Board of Directors discussed purchases of properties necessary for the Lake Ralph Hall Project in Executive Session. Staff recommended to approve individual Resolution deeming necessity and authorizing acquisition of real property, including exercising the power of eminent domain for the following parcels and take the necessary steps to finalize and close the purchase of property necessary for construction of the Lake Ralph Hall Project:

- Resolution # 2022 – 55: Parcel 810 – David Brannam and Chalsee Cantrell Brannam)
- Resolution # 2022 – 56: Parcel 700 – Loron Doug Caraway
- Resolution # 2022 – 57: Parcel 141 – FFH Fry Farms LLC (Frances Fry Harris)
- Resolution # 2022 – 58: Parcel 1270 & 1330 – Guillermina Ruiz Meza
- Resolution # 2022 – 59: Parcel 1250 & 1260 – Octavio Lomas
- Resolution # 2022 – 60: Parcel 210 – Floyd and Daniela Rosencranz

Greg Scott made the motion to approve Agenda Item 17 as presented. Seconded by George Marshall. The *Weighted Capital Vote* was unanimous with 40 Yes, 0 No, 6 Absent (Lubke, Sanchez, Jaromin and Ciocan). Motion carried.

ENTITY	ELIGIBLE WEIGHTED VOTE	YES	NO	ABSTAIN	ABSENT
ARGYLE – Norton	1	1			



AUBREY - Roberson	1	1	
BARTONVILLE – Knowler	1	1	
CELINA – Howard	3	3	
CORINTH – Marshall	3	3	
DENTON (city) – Moore	2	2	
DC AT-LARGE Dresher	1	1	
DCFWS #7 – Mercer	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 – Ferris	3	3	
MUSTANG SUD – Boyd	5	5	
NORTHLAKE – Corn	2	2	
PILOT POINT – McCracken	1	1	
PONDER – Anderson	1	1	
PROSPER – Jaromin	1		1
SANGER – Ciocan	1		1
TOTAL	46	40	6

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

None.

19. Visitor Comments Concerning Non-Agenda Topics.

None.

20. Adjournment.

There being no further business, President Roberson adjourned the meeting at 2:28 p.m.

Recorded by:

Nancy T. Tam
 Nancy T. Tam, Assistant Secretary, Board of Directors

Certified by:

Greg Scott
 Greg Scott, Secretary, Board of Directors