



MINUTES

UPPER TRINITY REGIONAL WATER DISTRICT
BOARD OF DIRECTORS
November 2, 2023

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 Clay M. Riggs presiding at 12:50 P.M. on Thursday, November 2, 2023, at the Lake Ralph Hall Field Office, 10910 Hwy 34, Ladonia, TX 75449.

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
Stephen Gay | Denton
Dave Nelson | Double Oak
Orlando Sanchez | Irving
Mike Fairfield | Lake Cities MUA
Chris Boyd | Mustang SUD
Michael Anderson | Ponder

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

Absent:

Troy Norton | Argyle
Alina Ciocan | Sanger

Glenn Barker | Corinth

Staff and Advisors in Attendance:

Larry N. Patterson, Executive Director
Nancy Tam, Assistant to Executive Director
Mary Dockery, Controller
Dustin Wright, Manager of IT Services
Adam McKnight, Chief Engineer
Jody Zabolio, Director of Operations

Matthew Boyle, General Counsel
Lester Harris, Chief Financial Officer
Marcos Zepeda, IT Specialist
Doug Janeway, Manager of Property Services
Ed Motley, LRH Program Manager
Ronna Hartt, Asst Dir of Ops & Water Svcs

3. Pledge of Allegiance and Invocation

Pledge of Allegiance was led by Brian Roberson. The invocation was delivered by Greg Scott.

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.

The President remarked that he was glad to be in Ladonia to see the construction progress being made on Lake Ralph Hall.

- 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.

Thanks to the recent rains, our composite storage of our lakes are up to 92.8%. UTRWD received the Gold Award for Exceptional Utility Performance from AMWA at their October meeting in San Diego. The Executive Director also thanked all who had taken the time to participate in person for the retreat.

- 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

Brian Roberson made the motion to approve the Consent Agenda Items 7-10 as presented by staff. Seconded by Lyle Dresher. The *Roll Call Vote* was 19 Yes, 0 No, 3 Absent. Motion carried. The approved Consent Agenda Items were:

7. Adopt Minutes of October 5, 2023 Board Meeting.
8. Accept Quarterly Investment Report for the period ending September 30, 2023.
9. Accept "Annual Review" of the District's Investment Policy.
10. Receive report of construction change orders approved by staff.

ITEMS FOR INDIVIDUAL CONSIDERATION

11. Adopt Proclamation in honor of **Veterans Day** on November 11, 2023.

This year, the District will again join the Greater Dallas Veterans Foundation in commemorating Veterans Day. **Drew Corn made the motion to approve Agenda Item 11 as presented by**



staff. Seconded by Greg Scott. The *Roll Call Vote* was unanimous with 19 Yes, 0 No, 3 Absent. Motion carried.

12. Receive update and consider action to ratify Emergency Procurement of security services from Zona Facta, LLC (dba ZF Collective) for potential cultural resources interests discovered during construction activities of the Lake Ralph Hall Dam. (Weighted Capital Vote)

Lake Ralph Hall construction requires compliance with National Historic Preservation Act which requires archaeologist of excavation activities more than 12 feet below ground. There was a culture resource feature was identified during monitored excavation within the dam construction area. USACE and THC directed the District to provide security services to safeguard the cultural resource site when archaeologists are not present. Staff recommended the Board to ratify emergency procurement of security services from Zona Facta, LLC for a fee not to exceed \$89,472. **Rich Lubke made the motion to approve Agenda Item 12 as presented by staff. Seconded by Lyle Dresher.** The *Weighted Capital Vote* was unanimous with 42 Yes, 0 No, 5 Absent. Motion carried.

| Entity | Eligible Weighted Votes | Yes | No | Abstain | Absent |
|-----------------------------|-------------------------|-----------|----------|----------|----------|
| ARGYLE – Norton | 1 | | | | 1 |
| 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 – Jaromin | 1 | 1 | | | |
| SANGER – Ciocan | 1 | | | | 1 |
| TOTAL: | 47 | 42 | 0 | 0 | 5 |

13. Consider Texas Water Development Board (TWDB) – Master Agreements for RTWS: (Weighted Capital Vote)
 - A. Consider approval by the Board of Directors of the Upper Trinity Regional Water District approving Amendment No. 5 to the third and restated Master Agreement with the Texas Water Development Board for Project No. 51001 and authorizing the Executive Director as the designated



representative of the District to execute the Amendment to the Master Agreement; and approving other matters related thereto.

This is the Amendment to 2020 Commitment for Lake Ralph Hall -- \$48 Million (Final Draw from \$398 Million Commitment).

- B. Consider approval of the proposed Resolution by the Board of Directors of the Upper Trinity Regional Water District approving the Master Agreement with the Texas Water Development Board for Project No. 51608 as described in the District’s 2023 application and authorizing the Executive Director as the designated representative of the District to execute the Amendment to the Master Agreement; and approving other matters related thereto.

This is the Amendment to 2021 Commitment for NE Pipeline Phases 1 & 2 -- \$4.705 Million (3rd of Four Draws from \$29.115 Million Commitment).

- C. Consider approval of the proposed Resolution by the Board of Directors of the Upper Trinity Regional Water District approving the Master Agreement with the Texas Water Development Board for Project No. 51082 as described in the District’s application and authorizing the Executive Director as the designated representative of the District to execute the Amendment to the Master Agreement; and approving other matters related thereto.

This is the Master Agreement for Taylor Plant Expansion -- \$18.08 Million (1st of Four Draws from \$76.255 Million 2023 Commitment).

- D. Consider approval of the proposed Resolution by the Board of Directors of the Upper Trinity Regional Water District approving Amendment No. 2 to the Master Agreement with the Texas Water Development Board for Project No. 51608 and authorizing the Executive Director as the designated representative of the District to execute the Amendment to the Master Agreement; and approving other matters related thereto.

This is the Master Agreement for Northeast Pipeline Phase 3 -- \$5.810 Million (1st of Four Draws from \$40.785 Million 2023 Commitment).

The Term of Financing is 34 Years. True Interest Cost (Effective) is \$4.26%. No Compounding Interest on Deferred Interest Payments. Funding up to 80% of the Total Project Cost (75% for the Northeast Pipeline Phases 1 & 2). Staff recommended that the Board approve the enclosed Resolutions, Master Agreements and Master Agreement Amendments as companion documents to the previously approved Financing Agreements, subject to any non-substantive changes prior to final execution. **Brian Roberson made the motion to approve Agenda Items 13A-13D as presented by staff. Seconded by Dave Nelson.** The *Weighted Capital Vote* was unanimous with 42 Yes, 0 No, 5 Absent. Motion carried.

| Entity | Eligible Weighted Votes | Yes | No | Abstain | Absent |
|-----------------------|-------------------------|-----|----|---------|--------|
| ARGYLE – Norton | 1 | | | | 1 |
| 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 – Jaromin | 1 | 1 | | | |
| SANGER – Ciocan | 1 | | | | 1 |
| TOTAL: | 47 | 42 | 0 | 0 | 5 |

14. Engineering Contracts and Task Orders: (Weighted Capital Vote)

- A. Consider approval of Task Order No. 9 with Plummer Associates, Inc. for engineering services related to final design, bidding, and construction of the Taylor Regional Water Treatment Plant and Lewisville Lake Intake Pump Station Operational Improvements and Expansion.

To maintain and meet growing system demands, it is necessary to update aging treatment process equipment and to optimize Taylor WTP process. This Project includes upgrading existing treatment process, four additional filters, replacing aging chemical systems, and targeted improvements to increase the plant’s capacity by 15 MGD. Staff recommended approval of Task Order No. 9 with Plummer Associates, Inc. for engineering services related to final design, bidding, and construction of the Taylor WTP and Lewisville Lake Intake Pump Station Operational Improvements and Expansion for a not to exceed amount of \$6,287,667.

- B. Consider approval of Task Order No. 11 with Carollo Engineers, Inc. for engineering services related to final design, bidding, and construction of the Harpool Water Treatment Plant Phase 2 Expansion Project.

To meet growing system demands and treatment of future Lake Ralph Hall water, it is necessary to continue the next phase of expansion at the Harpool WTP. The proposed expansion will include infrastructure for up to 30 MGD capacity, with an initial membrane capacity of 10-20 MGD. Additional membranes would be installed incrementally until 30 MGD is reached which would bring the total plant capacity to 60 MGD. Staff recommended the approval of Task Order No. 11 with Carollo Engineers, Inc. for engineering services related to final design, bidding, and construction of the Harpool WTP Phase 2 Expansion for a not to exceed amount of \$8,970,558.



Drew Corn made the motion to approve Agenda Items 14A-14B as presented by staff. Seconded by Allen McCracken. The *Weighted Capital Vote* was unanimous with 42 Yes, 0 No, 5 Absent. Motion carried.

| Entity | Eligible Weighted Votes | Yes | No | Abstain | Absent |
|-----------------------------|-------------------------|-----------|----------|----------|----------|
| ARGYLE – Norton | 1 | | | | 1 |
| 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 – Jaromin | 1 | 1 | | | |
| SANGER – Ciocan | 1 | | | | 1 |
| TOTAL: | 47 | 42 | 0 | 0 | 5 |

15. Consider approval of Change Order to existing Taylor Regional Water Treatment Plant and Stone Hill Pump Station Pumping Improvements Construction Contract with Archer Western Construction, LLC for Taylor Regional Water Treatment Plant filter skimming and replenishment of granular activated carbon. (*Weighted Capital Vote*)

System demands have continued to increase daily as well as peak flows at the Taylor WTP. Staff recommended the Board to approve Change Order No. 6 to existing Taylor WTP and Stone Hill Pump Station Pumping Improvements Construction Contract with Archer Western Construction, LLC for Taylor WTP filter skimming and replenishment of granular activated carbon in the amount of \$1,337,844.52. **Rich Lubke made the motion to approve Agenda Item 15 as presented. Seconded by Brian Roberson.** The *Weighted Capital Vote* was unanimous with 42 Yes, 0 No, 5 Absent. Motion carried.

| Entity | Eligible Weighted Votes | Yes | No | Abstain | Absent |
|-----------------------|-------------------------|-----|----|---------|--------|
| ARGYLE – Norton | 1 | | | | 1 |
| 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 – Jaromin | 1 | 1 | | | |
| SANGER – Ciocan | 1 | | | | 1 |
| TOTAL: | 47 | 42 | 0 | 0 | 5 |

16. 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.

The Board of Directors went into Executive Session at 1:20 PM.
 The Board returned to open meeting at 1:52 PM.

17. 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.

Staff presented a video on how SpiralWeld manufactured the pipes for the Lake Ralph Hall Pipeline Conveyance System.



20. Visitor Comments Concerning Non-Agenda Topics.

None.

21. Adjournment.

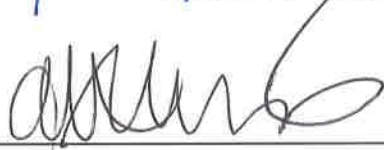
There being no further business, President Riggs adjourned the meeting at 1:57 PM.

Recorded by:



Nancy T. Tam, Assistant Secretary, Board of Directors

Certified by:



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

