



MINUTES

UPPER TRINITY REGIONAL WATER DISTRICT BOARD OF DIRECTORS MEETING JUNE 6, 2019

REGULAR SESSION BOARD MEETING

1. Call to Order

The Board of Directors of the Upper Trinity Regional Water District convened, with President Kevin Mercer presiding, at 1:21 P.M. on Thursday, June 6, 2019, at the UTRWD Board Meeting Room, 900 N. Kealy, Lewisville, TX 75057.

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:

Richard Lubke, President, Highland Village
Brian Roberson, Secretary, Aubrey
James Burnham, Celina
Bob Hart, Corinth
Johnny Harris, Denton County
Kevin Mercer, DCFWSD #7
Clay Riggs, Flower Mound
Devon Kennedy, Krum
Frank Jaromin, Prosper

Ramiro Lopez, Vice President, Irving
Troy Norton, Argyle
Mark Pape, Copper Canyon
Frank Pugsley, Denton
Kristina Clark, DCFWSD #1A
Dick Cook, Double Oak
Virginia Blevins, Justin
Lyle Dresher, Northlake
Tracy LaPiene, Sanger

Absent: * Excused Absence

Mike Fairfield, Treasurer, Lake Cities MUA*
Gary Calmes, Denton County At-Large*
Chris Boyd, Mustang SUD*
Michael Anderson, Ponder*

Del Knowler, Bartonville*
Eric Ferris, Lewisville*
Alan Guard, Pilot Point*

Staff & Advisors in Attendance:

Jody Zabolio, Director/Operations
Bill Greenleaf, Director / Business Services
Thomas E. Taylor, Former Exec Director
Jason Pierce, Mgr. / Cust Cont & Support Svcs
Kim Probasco, Budget Manager
Elizabeth Boddicker, Project Eng.
Ed Motley, LRH Program Manager
Kurt Staller, Assistant Director of Eng.& Const.

John F. Boyle, Jr., General Counsel
Nancy Tam, Assistant to Executive Director
Tom Snyder, Director of Eng. & Const.
Lester Harris, Accounting Manager
Mark Skaggs, Manager / IT Svcs.
Ronna Hartt, Manager, Water Resources
Doug Janeway, Manager/Properties Services

Others in Attendance:

Jim Karlovich, Past President
Alan Skinner, AR Consultants

Alan Tucker, APAI
Rachel Hearn, AR Consultants

3. Remarks by President Mercer - - passing of the gavel to new President Lubke

President Kevin Mercer reminded the Board that this month marks the 30th Anniversary of regional services for Upper Trinity. He reiterated how much he appreciates the opportunity to serve as Board President these last two years. He passed the gavel to Richard Lubke, newly elected President.

Lubke accepted the gavel. The following newly elected Officers officially begin their terms:

President: Richard Lubke	Vice President: Ramiro Lopez
Treasurer: Mike Fairfield	Secretary: Brian Roberson

4. Pledge of Allegiance and Invocation

Pledge: Richard Lubke	Invocation: Jody Zabolio
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5. Oath of Office for newly appointed Board Members

President Lubke recognized Mr. Jim Karlovich, Past President of Upper Trinity. Jim represented City of Justin on the Board from 1990 to 2002. Jim quickly showed his leadership ability and was selected to be the 2nd President, serving from 1991 to 1994. Those early years were very critical years for Upper Trinity. His steady leadership helped grow Upper Trinity into a credible regional enterprise.

Karlovich reminded the Board of the humble beginning we have. He pointed out that Upper Trinity is composed of 24 separate entities, each different but united to working together to fulfill a critical regional mission. Since he was involved in the beginning of the District, he understands the important duties of a Board Member, to make sure the District is well-served, so their entities can continue to receive vital services.

Karlovich administered the Oath of Office for the following Members of the Board:

Brian Roberson, Aubrey	Frank Pugsley, Denton
Johnny Harris, Denton County	Kristina Clark, DCFWSD #1A
Kevin Mercer, DCFWSD #7	Clay Riggs, Flower Mound
Richard Lubke, President	Devon Kennedy, Krum
Frank Jaromin, Prosper	Tracy LaPiene, Sanger

President Lubke declared a short break and invited everyone to join in for a quick “cake” celebration in recognition of the District’s 30th Anniversary of regional service.

6. Opening Remarks:

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

Lubke reminded the Board that Larry Patterson, Executive Director will be absent for the meeting today. He is taking a special trip to Normandy, France for commemorating the 75th Anniversary of the D Day Invasion. Jody Zabolio will be acting Executive Director for the meeting.

- 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.



- Jody Zabolio reminded the Board that since the July 4 Holiday falls on the regular Board Meeting day, we scheduled the July Board Meeting for July 11, 2019.
- With recent abundant rainfall, water sales are below what was projected.
- Zabolio was very pleased to announce that for two consecutive years, Upper Trinity have won “Best Tasting Water in North Texas.” Next will be the State-wide competition.
- Due to continued high growth in the Northeast service area, he was glad that expansion of Riverbend WRP is nearing completion. In addition, he was very proud that Riverbend was recognized and awarded the “Best Treatment Plant of the Year for the State of Texas.”
- At the request of the WEAT North Texas Section, Riverbend recently hosted a special tour which was well attended with over 100 people.

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

None.

7. Visitor Comments Concerning Agenda Topics.

None.

CONSENT AGENDA

President Lubke asked for a motion to approve items on Consent Agenda. **Lyle Drescher made a motion to approve Consent Agenda Items 8-11. Seconded by Johnny Harris.** The vote was all Yes. Motion carried. Items approved were:

8. Adopt minutes of May 2, 2019 Board Meeting.
9. Accept Monthly Management Report for the period ended April 30, 2019.
10. Authorize staff to forward preliminary estimates of fees and charges for next fiscal year (FY2020) to Members and Customers for budget planning purposes.
11. Receive report of construction change orders approved by Staff.

ITEMS FOR INDIVIDUAL CONSIDERATION

12. Consider authorizing Executive Director to execute TxDOT Master Utility Agreement for relocation of District facilities associated with TxDOT roadway projects.

Upper Trinity's service area continues to experience rapid growth. As result, several TxDOT roadways are undergoing improvement projects as well. It is anticipated that these TxDOT projects will continue to impact District pipelines and facilities, including the upcoming US 380 widening project. TxDOT has a Master Utility Agreement that details the process by which a utility and TxDOT will coordinate to identify conflicts; and it provides reimbursement for work performed related to utility relocation efforts.

Staff recommends that the Board authorize the Executive Director to execute the TxDOT Master Utility Agreement subject to General Counsel review and concurrence. **Johnny Harris made the motion to**

approve Item 12 as recommended by staff. **Seconded by Virginia Blevins.** The vote was 16 yes. 1 vote No (Prosper). Motion Carried.

13. Consider authorizing contract with Archer Western Construction, LLC for pre-construction services related to Construction Manager at Risk for Parallel Pipeline from Taylor Water Treatment Plant to Stone Hill Pump Station. **(Weighted Capital Vote)**

Regarding the Parallel Pipeline from Taylor WTP to Stone Hill PS, the Board earlier authorized staff to proceed with the process of selecting the Construction Manager at Risk (CMAR). An advertisement was placed in the newspaper, four qualified firms responded to the request and submitted formal proposals. Following the interviews and evaluations by the selection team, the unanimous first choice was Archer Western Construction, LLC.

Staff recommends approval of the proposed Contract and Part 1 – Pre-Construction Services with Archer Western Construction, LLC., subject to any changes required by Texas Water Development Board. **Kristina Clark made the motion to approve Item #13 as recommended by staff.** **Seconded by Bob Hart.** The vote was 31 Yes, 1 No, (Prosper). Motion Carried. The *Weighted Capital Vote* proceeded as follows:

ENTITY	ELIGIBLE WEIGHTED VOTE	YES	NO	ABSENT
ARGYLE – Norton	1	1		
AUBREY - Roberson	1	1		
BARTONVILLE – Knowler	1			1
CELINA – Burnham	2	2		
CORINTH – Hart	3	3		
DENTON (CITY) – Pugsley	2	2		
DC AT-LARGE - (VACANT) 1				
DCFWS #1A – Clark	2	2		
DCFWS #7 – Mercer	2	2		
DOUBLE OAK – Cook	1	1		
FLOWER MOUND – Riggs	9	9		
HIGHLAND VILLAGE – Lubke	2	2		
IRVING – Lopez	2	2		
JUSTIN – Blevins	1	1		
KRUM - Kennedy	1	1		
LAKE CITIES MUA – Fairfield	2			2
LEWISVILLE – Ferris	2			2
MUSTANG SUD - Boyd	3			3
NORTHLAKE - Dresher	1	1		
PILOT POINT - Guard	1			1
PONDER - Anderson	1			1
PROSPER - Jaromin	1		1	

SANGER – LaPlene	1	1		
TOTAL	42	31	1	10

14. Consider approval of Task Order No. 2 with AR Consultants, Inc. related to Cultural Resource Surveys for the Lake Ralph Hall project and associated budget amendment. **(Weighted Capital Vote)**

Ed Motley providing the briefing for the Board. He also introduced Dr. Alan Skinner and Rachel Hearn of AR Consultants as being here to answer any Archeology questions anyone may have.

In May 2019, the Board authorized the Executive Director to execute a Programmatic Agreement with the USACE, Texas Historical Commission (THC) and certain Native American Tribes. The Agreement outlines the protocols that UTRWD will be required to employ in completing cultural resources surveys and the disposition of any artifacts discovered during those surveys. This work was not included in the FY 2019 Capital Budget. Therefore, a budget amendment is required; however, the budget amendment will not impact the rates.

Staff recommends approval of Task Order No. 2 with AR Consultants and corresponding budget amendment in the amount of \$ 1,221,244 for cultural resource studies for the Lake Ralph Hall Project. **Frank Jaromin made the motion to approve Item #14 as recommended. Seconded by Bob Hart.** The vote was 23 Yes, 9 No (Flower Mound). Motion passed. The *Weighted Capital Vote* proceeded as follows:

ENTITY	ELIGIBLE WEIGHTED VOTE	YES	NO	ABSENT
ARGYLE – Norton	1	1		
AUBREY - Roberson	1	1		
BARTONVILLE – Knowler	1			1
CELINA – Burnham	2	2		
CORINTH – Hart	3	3		
DENTON (CITY) – Pugsley	2	2		
DC AT-LARGE - (VACANT) 1				
DCFWSO #1A – Clark	2	2		
DCFWSO #7 – Mercer	2	2		
DOUBLE OAK – Cook	1	1		
FLOWER MOUND – Riggs	9		9	
HIGHLAND VILLAGE – Lubke	2	2		
IRVING – Lopez	2	2		
JUSTIN – Blevins	1	1		
KRUM - Kennedy	1	1		
LAKE CITIES MUA – Fairfield	2			2
LEWISVILLE – Ferris	2			2
MUSTANG SUD - Boyd	3			3
NORTHLAKE - Drescher	1	1		

PILOT POINT - Guard	1			1
PONDER - Anderson	1			1
PROSPER - Jaromin	1	1		
SANGER – LaPiene	1	1		
TOTAL	42	23	9	10

15. Consider authorization of budget amendment for Lake Ralph Hall Land Acquisition Program.

Bill Greenleaf provided the briefing to the Board. As we near the final permit issuance and construction phase of the Lake, the land acquisition program continues to accelerate with interested sellers. This is providing the District an opportunity to purchase land necessary for the lake at more reasonable costs. Several potential contracts are under negotiation. Funding for the additional surveying, land acquisition, closing fees, and administrative costs for the Lake Ralph Hall project requires a FY 2019 budget amendment.

Staff recommends the Board to authorize the budget amendment of \$3,850,000 for additional land acquisition and associated expenses. Troy Norton made a motion to approve Item 15 as recommended. Seconded by Bob Hart. The vote was 16 Yes, 1 No (Flower Mound). Motion carried.

16. Executive Session concerning granting or acquisition of easements, rights-of-way and other property 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, 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 went into Executive Session at 2:27 P.M.
 The Board returned to open meeting at 2:44 P.M.

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

The Board discussed the purchase of four property items in Executive Session necessary for the Parallel Pipeline Project from Taylor Plant to Stone Hill Pump Station. Kristina Clark made the motion to approve the purchase of Parcel 9 ACTS 101, LLC; Parcel 35 Lewisville Summit, LLC; Parcel 37 RJS Marine; Parcel 53 Perkins. **Seconded by Kevin Mercer.** The vote was 32 Yes, 0 No. Motion passed. The *Weighted Capital Vote* proceeded as follows:

ENTITY	ELIGIBLE WEIGHTED VOTE	YES	NO	ABSENT
ARGYLE – Norton	1	1		
AUBREY - Roberson	1	1		
BARTONVILLE – Knowler	1			1
CELINA – Burnham	2	2		
CORINTH – Hart	3	3		
DENTON (CITY) – Pugsley	2	2		

DC AT-LARGE - (VACANT) 1			
DCFWSO #1A – Clark	2	2	
DCFWSO #7 – Mercer	2	2	
DOUBLE OAK – Cook	1	1	
FLOWER MOUND – Riggs	9	9	
HIGHLAND VILLAGE – Lubke	2	2	
IRVING – Lopez	2	2	
JUSTIN – Blevins	1	1	
KRUM - Kennedy	1	1	
LAKE CITIES MUA – Fairfield	2		2
LEWISVILLE – Ferris	2		2
MUSTANG SUD - Boyd	3		3
NORTHLAKE - Drescher	1	1	
PILOT POINT - Guard	1		1
PONDER - Anderson	1		1
PROSPER - Jaromin	1	1	
SANGER – LaPlene	1	1	
TOTAL	42	32	10

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 Richard Lubke adjourned the meeting at 2:46 P.M.

Recorded By: 
 Nancy T. Tam, Assistant Secretary, Board of Directors

Certified By: 
 Brian Roberson, Secretary, Board of Directors

