



MINUTES

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UPPER TRINITY REGIONAL WATER DISTRICT BOARD OF DIRECTORS

THURSDAY, APRIL 1, 2021

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 Richard Lubke presiding at 12:50 PM on Thursday, April 1, 2021.

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
Bob Hart, Treasurer, Corinth
Troy Norton, Argyle
Mark Pape, Copper Canyon
Johnny Harris, Denton County
Kevin Mercer, DCFWSD #7
Greg Scott, Justin
Eric Ferris, Lewisville
Allen McCracken, Pilot Point
Frank Jaromin, Prosper
Chris Boyd, Mustang SUD

Brian Roberson, Vice President, Aubrey
Clay Riggs, Secretary, Flower Mound
Del Knowler, Bartonville
Kristina Clark, DCFWSD #1A
Gary Calmes, Denton County at Large
James Burnham, Celina
Mike Fairfield, Lake Cities MUA
Lyle Dresher, Northlake
Michael Anderson, Ponder
Devon Kennedy, Krum

Absent:

Stephen Moore, Denton*
Tracy LaPiene, Sanger*

Orlando Sanchez, Irving*

* Excuse Absent

Staff & Advisors in Attendance:

Larry N. Patterson, Executive Director
Bill Greenleaf, Chief Financial Officer
Jody Zabolio, Director of Op. & Water Res
Ronna Hart, Manager of Water Resources
Doug Janeway, Manager of Property Services
Lester Harris, Controller
Nancy Tam, Assistant to Executive Director
Dustin Wright, Network System Administrator

Matthew Boyle, General Counsel
Tom Snyder, Director of Eng & Constr
Ed Motley, LRH Program Manager
Jason Pierce, Manager of Governmental Affairs
Adam McKnight, Sr. Professional Engineer
Todd Williams, Mgr of Budget & Financial
Ben Hodges, Assistant Director of Operations
Marcos Zepeda, IT Specialist

Others in Attendance:

Mayor Mike Donnelly, Double Oak	Sarah Walsh, Boyle & Lowry, LLP
Alan Tucker, Plummer	Wayne Hunter, Gresham Smith
Josh Pfingst, Flatiron Constructors, Inc.	Matt Tinch, Flatiron Constructors, Inc.
Matthew Shepherd, Granite Construction Co.	Jay Simms, Granite Construction Co.

3. Pledge of Allegiance and Invocation

Pledge of Allegiance was led by Frank Jaromin. The Invocation was delivered by Bob Hart.

4. Opening Remarks:

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

President Lubke welcomed and recognized Mayor Mike Donnelly of Double Oak for attending 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.

- During the 87th Legislature Session, Staff met with various State Representatives in Austin, Texas to provide an update regarding Lake Ralph Hall and UTRWD programs.
- Ed Motley, Program Manager of Lake Ralph Hall provided an overview regarding the Lake Ralph Hall Project. He thanked the Board for their continued support.

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


None.

5. Visitor Comments Concerning Agenda Topics.

None.

CONSENT AGENDA

Bob Hart made the motion to approve the Consent Agenda Items Nos. 6 - 9 as presented by staff. Seconded by Kevin Mercer. The *Roll Call Vote* was 20 Yes, 0 No, 3 Absent (Moore, Sanchez, LaPiene). Motion carried. The approved Consent Agenda items were:

6. Adopt minutes of March 4, 2021 Board Meeting.
 7. Accept Monthly Management Report for the period ended February 28, 2021.
 8. Accept Annual Comprehensive Financial Report, Audit Report prepared by Deloitte & Touche, Independent Auditors, and related documents (including the Governance Letter to Management) for fiscal year ended September 30, 2020.
 9. Consider Resolution declaring May 2 – 8, 2021, as Drinking Water Week in coordination with the American Water Works Association.
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ITEMS FOR INDIVIDUAL CONSIDERATION

Due to a possible tight quorum, President moved to Agenda Item #12.

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

- A. Consider approval of Task Order No. 2 for the existing Lake Ralph Hall Roadway Relocation Progressive Design-Build Agreement with Flatiron Constructors, Inc. for procurement of construction materials, mobilization, right-of-way preparation, initial construction work, and additional design activities.

The proposed Task Order No. 2 will lock in prices now. The release of early work items should enhance project schedule, reduce design-builder's risk and reduce overall project cost.

Staff recommended approval of Task Order No. 2 with Flatiron Constructors, Inc. in the not to exceed amount of \$35,423,809 for the existing LRH Roadway Relocation Progressive Design-Build Agreement for procurement of construction materials, mobilization, right-of-way preparation, initial construction work and additional design activities. Task Order No. 2 will be funded by the Texas Water Development Board through its SWIFT Deferred Interest and Board Participation Program.

- B. Consider approval of a resolution awarding a construction contract to Granite Construction Company for the construction of the Lake Ralph Hall – Leon Hurse Dam.

The District has met the regulatory prerequisites to begin construction of the Lake Ralph Hall – Leon Hurse Dam. The Granite Construction Company bid in the amount of \$160,503,470 was the lowest responsible bid of three bidders. Staff and engineer (Freese & Nichols, Inc.) reviewed the bids and recommended awarding the construction contract to Granite Construction Company. This construction contract will be funded by the Texas Water Development Board through its SWIFT Board Participation Program.

Staff recommends approval of enclosed resolution awarding a construction contract to Granite Construction Company in the amount of \$160,503,470 for Lake Ralph Hall – Leon Hurse Dam.

- C. Consider approval of Task Order No. 3 for the existing contract with Freese and Nichols, Inc. for Construction Management Services for twelve months and Construction Phase Engineering Services relation to the Lake Ralph Hall – Leon Hurse Dam.

The construction of the dam requires unique engineering expertise to monitor the construction activities to ensure the dam is constructed in accordance with the plans, specifications, and TCEQ requirements. Staff has negotiated Task Order No. 3 with FNI to provide construction phase engineering, construction management, and construction inspection for the Leon Hurse Dam.

Staff recommended approval of Task Order No. 3 with Freese and Nichols, Inc. for Construction Management Services for twelve months and Construction Phase Engineering Services related to the Lake Ralph Hall – Leon Hurse Dam in the amount of \$3,568,319.

- D. Consider approval of a Contract and Task Order No. 1 with Jacobs Engineering for professional engineering services relating to Lake Ralph Hall Reservoir Area Clearing and Demolition Design.

Lake Ralph Hall will inundate over 7,600 acres of land adjacent to the North Sulphur River. Before the lake is inundated, selected wooded areas and all of the man-made features must be removed to prevent potential hazards in the lake and/or threats to water quality.



In response to the Request for Qualifications (RFQ), two firms submitted a Statement of Qualification (SOQ). Staff reviewed the SOQs and recommended approval of a Contract and Task Order No. 1 with Jacobs Engineering Group, Inc. for the Lake Ralph Hall Reservoir Area Engineering Project with a not to exceed fee of \$93,500

- E. Consider approval of a Contract and Task Order No. 1 with Freese and Nichols, Inc. for professional services related to developing a comprehensive plan and zoning regulations within 5,000 feet of Lake Ralph Hall.

Freese and Nichols, Inc. recently developed the comprehensive plan and zoning regulations for Fannin County in relation to the Bois 'd Arc Lake Project. Due to the particular familiarity and ongoing work with Fannin County, Freese & Nichols, Inc. was selected by staff as the most qualified firm to develop the Comprehensive Plan and Zoning Regulations within 5,000 feet of Lake Ralph Hall.

Staff recommended approval of a Contract and Task Order No. 1 with Freese and Nichols, Inc. in the amount of \$211,500 for professional services related to developing a Comprehensive Plan and Zoning Regulations for the area within 5,000 feet around Lake Ralph Hall. The Texas Water Development Board SWIFT Deferred Interest program will be used to fund this Project.

- F. Consider approval of Task Order No. 3 with IT Nexus, Inc. for professional services related to upgrade of District's reuse accounting system in preparation for inclusion of water from Lake Ralph Hall.

According to TCEQ issued Water Use Permit No. 5778, it allowed the District to convey and reuse as a raw water supply up to 9,664 acre-feet per year of treated effluent return flows derived from the use of Chapman Lake water within the District's service area. One of the requirements for the issuance of this permit was that the District create and implement a Reuse Accounting System to track the Chapman Lake water from its source through its final use as treated effluent as a raw water supply at a District-owned water treatment plant.

Staff recommended approval of Task Order No. 3 with IT Nexus, Inc. in the not to exceed amount of \$120,000 for professional services related to upgrade of District's Reuse Accounting System in preparation for inclusion of water from Lake Ralph Hall. Funds are available in the current Capital Budget for the Regional Water System.

Kevin Mercer made the motion to approve Item Nos. 12 A, B, C, D, E, F as recommended by staff. Seconded by Lyle Dresher. The Weighted Capital Vote was 37 Yes, 0 No, 5 votes Absent (Moore, Sanchez and LaPiene); motion carried

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) – Moore	2			2
DC AT-LARGE - Calmes	1	1		
DCFWSO #1A – Clark	2	2		

DCFWSD #7 – Mercer	2	2		
DOUBLE OAK – (vacant 1 vote)				
FLOWER MOUND – Riggs	9	9		
HIGHLAND VILLAGE – Lubke	2	2		
IRVING – Sanchez	2			2
JUSTIN – Scott	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 – McCracken	1	1		
PONDER – Anderson	1	1		
PROSPER – Jaromin	1	1		
SANGER – LaPiene	1			1
TOTAL	42	37	0	5

10. Consider Adoption of a Resolution to approve proposed Mid-Year Budget Amendments.

Each fiscal year, the Board considers necessary mid-year modifications to the Operating and Capital Budgets after the annual audit is completed. Todd Williams, Manager of Budget and Financial Planning provided a summary of recommended budget adjustments to the FY 2021 Operating and Capital Budgets. **Del Knowler made the motion to approve Item No. 10 as presented by staff. Seconded by Greg Scott.** The *Roll Call Vote* was 20 Yes, 0 No, 3 Absent (Moore, Sanchez, LaPiene). Motion carried.

Eric Ferris left meeting at 1:45 p.m.

11. Construction Contracts: **(Weighted Capital Vote)**

- A. Consider award of construction contract to Heritage Constructors, Inc. for construction of Riverbend Water Reclamation Plant Facility Improvements.

The Riverbend improvements include concrete paving, a new storage building, replacing the alum tank, adding a septic receiving unit, and other miscellaneous plant improvements. Bids were opened on February 22, 2021 and Heritage Constructors, Inc. was the apparent low bidder in the amount of \$2,499,513.00. However, the budgeted amount for the project is less than the lowest bid, resulting in a funding shortfall of approximately \$500,000.

Staff and Engineer reported that they had reviewed the project scope and identified a cost savings of \$517,603 that could be obtained by removing or reducing certain items from the project scope. Staff recommended approval of Resolution awarding a construction contract to Heritage Constructors, Inc. in the amount of \$1,981,910 for Riverbend Water Reclamation Plant Facility Improvements.

Gary Calmes made the motion to approve Item No. 11A as recommended by staff. Seconded by Chris Boyd. The *Weighted Capital Vote* was 35 Yes, 0 No, 7 votes Absent (Moore, Sanchez, Ferris and LaPiene); motion carried.

- B. Consider award of construction contract for Peninsula Water Reclamation Plant Expansion (0.94 to 2.0 MGD).

Eagle Contracting, L.P. was the apparent low bidder of three qualified bidders in the amount of \$19,743,675.00. However, all 3 bids received were above both the Engineer's estimate and the construction budget. Staff and engineer, Plummer, evaluated the bids and recommended the following bid adjustments:

- Alternatives Deducted:
 - Cloth media filters
 - Air filters in the electrical rooms
 - Canopy for the sludge pumps
 - Canopy for the sludge RAS/WAS pumps
 - Control panels at existing clarifiers
 - Scum pump replacement in existing clarifiers
- Alternative Addition: Install Type 304 stainless steel in lieu of painted steep air piping

Chris Boyd, Mustang SUD indicated approval with the bid adjustments as presented. Staff recommended approval of Resolution awarding a construction contract to Eagle Contracting, L.P. in the amount of \$19,107,675 for Peninsula WRP Expansion. **James Burnham made the motion to approve Item No. 11B as recommended by staff. Seconded by Kristina Clark.** The *Weighted Capital Vote* was 35 Yes, 0 No, 7 votes Absent (Moore, Sanchez, Ferris and LaPiene); motion carried.

13. Consider approval of Task Order No. 4 to existing contract with Plummer Associates, Inc. for professional services related to amend the Texas Pollutant Discharge Elimination System (TPDES) permit for the Peninsula Water Reclamation Plant to address continued growth in the area. (**Weighted Capital Vote**)

Due to anticipated continuing rapid growth in the service area, staff reported the need to amend the TPDES permit beyond the initially authorized permitted discharge volume limit. Staff recommended approval of Task Order No. 3 with Plummer Associates, Inc. in the not to exceed amount of \$50,000 for professional services related to amend the TCEQ Texas Discharge Elimination System Permit for the Peninsula Water Reclamation Plant to address continued growth in the area.

Devon Kennedy made the motion to approve Item No. 13 as recommended by staff. Seconded by James Burnham. The *Weighted Capital Vote* was 35 Yes, 0 No, 7 votes Absent (Moore, Sanchez, Ferris and LaPiene); motion carried

14. 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 District pipelines; 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 went into Executive Session at 2:15 P.M.
The Board returned to open meeting at 3:06 P.M.

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

The Board discussed the acquisition of the following property item in Executive Session necessary for the Lake Ralph Hall Project:

Parcel 214-LRH (Woodson) - Exchange UTRWD Surplus (LRH 120 Wildwood)

Kevin Mercer made the motion to approve Item No. 15 as recommended by staff. Seconded by Mike Fairfield. The *Weighted Capital Vote* was 35 Yes, 0 No, 7 votes Absent (Moore, Sanchez, Ferris and LaPiene); motion carried.

16. If necessary, consider action on other matters that were discussed in Executive Session.

The Board discussed District Facilities and Easements along US 380 Project. **Brian Roberson made the motion to authorize the Executive Director and General Counsel to take any and all necessary action regarding the protection, use, acquisition, and conveyance of District Easements and real property rights relative to the US 380 Project.** Seconded by Greg Scott. The *Roll Call Vote* was 19 Yes, 0 No, 4 Absent (Moore, Sanchez, Ferris and LaPiene); motion carried.

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

Planning ahead for election of Officers at the May 6, 2021 meeting, President Lubke appointed the following Nominating Committee and to bring back recommendation to the Board for consideration:

Eric Ferris	Mike Fairfield, Chair
Kristina Clark	Allen McCracken

18. Visitor Comments Concerning Non-Agenda Topics.

None.

19. Adjournment.

There being no further business, President Lubke adjourned the meeting at 3:10 P.M.

Recorded by:


Nancy T. Tam, Assistant Secretary, Board of Directors

Certified by:


Clay Riggs, Secretary, Board of Directors