



# MINUTES

P.O. Drawer 305 • Lewisville, TX 75067

(972) 219-1228 • Fax (972) 221-9896

**UPPER TRINITY REGIONAL WATER DISTRICT  
BOARD OF DIRECTORS**  
May 6, 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, May 6, 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  
James Burnham, Celina  
Stephen Moore, Denton  
Johnny Harris, Denton County  
Kevin Mercer, DCFWSD #7  
Lyle Drescher, Northlake  
Frank Jaromin, Prosper  
Tracy LaPiene, Sanger

Brian Roberson, Vice President, Aubrey  
Clay Riggs, Secretary, Flower Mound  
Del Knowler, Bartonville  
Mark Pape, Copper Canyon  
Kristina Clark, DCFWSD #1A  
Gary Calmes, Denton County at Large  
Greg Scott, Justin  
Michael Anderson, Ponder  
Devon Kennedy, Krum

Absent:

Orlando Sanchez, Irving\*  
Eric Ferris, Lewisville\*  
Allen McCracken, Pilot Point\*

Mike Fairfield, Lake Cities MUA\*  
Chris Boyd, Mustang SUD\*

\* Excuse Absent

Staff & Advisors in Attendance:

Larry N. Patterson, Executive Director  
Nancy Tam, Assistant to Executive Director  
Tom Snyder, Director of Eng & Constr  
Jody Zabolio, Director of Op. & Water Res  
Ronna Hart, Manager of Water Resources  
Doug Janeway, Manager of Property Services  
Lester Harris, Controller  
Ben Hodges, Assistant Director of Operations  
Dustin Wright, Network System Administrator  
Rob Collins, Bond Counsel

Matthew Boyle, General Counsel  
Bill Greenleaf, Chief Financial Officer  
Kurt Staller, Assistant Director, Eng & Const  
Ed Motley, LRH Program Manager  
Jason Pierce, Manager of Governmental Affairs  
Adam McKnight, Sr. Professional Engineer  
Todd Williams, Mgr of Budget & Financial  
Mark Skaggs, Manager, IT Services  
Marcos Zepeda, IT Specialist  
Nick Bulaich, Financial Advisor

Others in Attendance:

Jerry Snead, HDR  
Dennis Hunt, Lamb-Star Engineer

Anthony Simarippas, Kimberly Horn

3. Pledge of Allegiance and Invocation

Pledge of Allegiance was led by Brian Roberson. The Invocation was delivered by Gary Calmes.

4. Opening Remarks:

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

- With a heavy heart, President Lubke announced that Blake English, our Past President, had passed away on April 29, 2021.
  - Blake was appointed to Upper Trinity Board of Directors in September 1994 as Representative for Denton County At-Large position.
  - Blake was elected as Treasurer/Secretary in June 1997.
  - He served as Vice President during June 1998-99.
  - He served as President for two terms in June 1999-2001.

With deep appreciation for Blake's leadership for this Board; he will be truly missed.

- Lubke commented that this is his last meeting as President of the Board. He had truly enjoyed the last two years serving as President of the Board. He looks forward to working with the newly elected Officers.

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.

(1) NTMWD recently hired Ms. Jenna Covington as Executive Director, duties effective May 4, 2021.

(2) Governor Greg Abbott recently made the following appointments:

- Peter Lake, Chair, Public Utility Commission
- Brooke Paup, Chair, Texas Water Development Board
- Will McAdams, Commissioner, Public Utility Commission

(3) Taylor WTP to Stone Hill Pump Station

- Plant shutdowns and pipeline tie-ins have gone smoothly.
- Critical connections completed.
- 72-inch Tee and Butterfly Valve - both installations have been completed.

(4) The 87<sup>th</sup> Legislature Session

- Staff met in Austin, Texas with Representative Jared Patterson regarding UTRWD Programs and provided updates regarding U.S. 380 easement issues.
- Staff also met with Representative Lyle Larson regarding long range water supply planning matters under consideration by the Legislature.
- The Session is ending May 31, 2021; Veto Deadline is June 20, 2021.



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 18 Yes, 0 No, 5 Absent (Sanchez, Fairfield, Ferris, Boyd, McCracken); motion carried.**

ENTITY	ELIGIBLE WEIGHTED VOTE	YES	NO	ABSENT
ARGYLE – Norton	1	1		
AUBREY - Roberson	1	1		
BARTONVILLE – Knowler	1	1		
CELINA – Burnham	1	1		
CORINTH – Hart	1	1		
DENTON (CITY) – Moore	1	1		
DENTON COUNTY – Harris	1	1		
DENTON COUNTY AT-LARGE - Calmes	1	1		
DCFWSD #1A – Clark	1	1		
DCFWSD #7 – Mercer	1	1		
DOUBLE OAK – (vacant 1 vote)				
FLOWER MOUND – Riggs	1	1		
HIGHLAND VILLAGE – Lubke	1	1		
IRVING – Sanchez	1			1
JUSTIN – Scott	1	1		
KRUM - Kennedy	1	1		
LAKE CITIES MUA – Fairfield	1			1
LEWISVILLE – Ferris	1			1
MUSTANG SUD – Boyd	1			1
NORTHLAKE – Dresher	1	1		
PILOT POINT – McCracken	1			1
PONDER – Anderson	1	1		
PROSPER – JaromIn	1	1		
SANGER – LaPlene	1	1		

TOTAL	23	18	0	5
-------	----	----	---	---

The approved Consent Agenda items were:

6. Adopt minutes of April 1, 2021 Board Meeting.
7. Accept Monthly Management Report for the period ended March 31, 2021.
8. Accept Quarterly Investment Report for the period ended March 31, 2021.
9. Authorize Executive Director to enter into a purchasing agreement with Carbon Agency for media advertising related to the District's Water Conservation and Watershed Protection education and outreach programs.

### **ITEMS FOR INDIVIDUAL CONSIDERATION**

10. Consider adoption of resolution authorizing Staff to file an application with Texas Water Development Board for financial assistance in support of the proposed Northeast Pipeline Project for the Regional Treated Water System.

For the proposed Northeast Pipeline Project for the Regional Treated Water System, the District submitted an abridged application in January 2021 for the State Water Implementation Fund for Texas (SWIFT) administered by the Texas Water Development Board (TWDB). The abridged application was approved on April 8<sup>th</sup> to proceed to the "full" application process. The SWIFT application final amount will be \$29.115 million.

Staff recommended approval of a resolution authorizing the staff to file an application with the Texas Water Development Board for financial assistance in support of the proposed Northeast Pipeline in the Regional Treated Water System. **Lyle Dresher made the motion to approve Item No. 10 as recommended by staff. Seconded by Frank Jaromin.** The Roll Call Vote was 18 Yes, 0 No, 5 votes Absent (Sanchez, Fairfield, Ferris, Boyd, McCracken); motion carried.

11. Consider approval of resolution which allows for the "PRICING COMMITTEE" (Executive Director and Treasurer or other Board Officer) to award the sale thereof in accordance with specified parameters; authorizing the issuance and sale of Upper Trinity Regional Water District Regional Treated Water System Revenue Refunding Bonds, SERIES 2021, in an aggregate principal amount not to exceed \$50,000,000; providing for the authorizing and execution and delivery of a Purchase Contract, an Escrow Agreement, and a Paying Agent / Registrar Agreement; approving the Official Statement with respect to the bonds; and enacting other provisions relating thereto.

District's Financial Advisor (Hilltop Securities, Inc.) has identified that refunding the Series 2008 and Series 2012 Bonds could enable the District to save an average about \$131,000 per year from the currently established debt service payments. In addition, staff proposes refunding \$30 million of Commercial Paper.

Staff recommended the approval of the Bond Resolution to authorize the proposed Bond Sale in an aggregate amount not to exceed \$50,000,000. **Gary Calmes made the motion to approve Item No. 11 as recommended by staff. Seconded by Del Knowler.** The Roll Call Vote was 18 Yes, 0 No, 5 Absent (Sanchez, Fairfield, Ferris, Boyd, McCracken); motion carried.

12. Engineering and Construction Contracts: **(Weighted Capital Vote)**

- A. Consider approval of Task Order No. 3 with HDR Engineering, Inc. for engineering services related to detailed cathodic protection system analysis.

In May 2020, the Board approved Task Order No. 1 with HDR Engineering, Inc. which provided for examination of the existing water pipeline cathodic protection system and soil resistivity testing along District's larger diameter pipelines. Upon evaluating the collected data, HDR recommended a plan to perform more detailed investigation and testing at certain highly corrosive locations along the treated water delivery system.

Staff recommended that the Board to approve Task Order No. 3 with HDR Engineering, Inc. for professional services related to cathodic protection system assessment for a not to exceed amount of \$313,731. **Frank Jaromin made the motion to approve Item No. 12A as recommended by staff. Seconded by Lyle Dresher.** The *Weighted Capital Vote* was 32 Yes, 0 No, 10 votes Absent (Sanchez, Fairfield, Ferris, Boyd, McCracken); 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		
DCFWSD #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	32	0	10



- B. Consider change order to existing construction contract with Eagle Contracting, L.P. for recoating clarifiers, repainting plant piping and credit for certain work not required for the Doe Branch WRP Phase 2 Expansion.

Change Order No. 10 will provide sandblast and recoat submerged equipment including painting existing piping at filters and lift station for TCEQ compliance. Staff recommended the Board to approve Change Order No. 10 to existing construction contract with Eagle Contracting, L.P. in the amount of \$72,327.84 and no time extension.

**Kevin Mercer made the motion to approve Item No. 12B as recommended by staff. Seconded by Troy Norton.** The *Weighted Capital Vote* was 32 Yes, 0 No, 10 votes Absent (Sanchez, Fairfield, Ferris, Boyd, McCracken); motion carried.

13. Consider approval of Contract and Task Order No. 1 with Lamb-Star Engineering, LLC for professional services relating to Construction Engineering and Inspection for Roadway Relocations associated with the Lake Ralph Hall Project. (*Weighted Capital Vote*)

The proposed Task Order No. 1 provides the following components:

- Ensure the quality of the work conforms to the Plans, Specifications and TxDOT Standards.
- Coordinate and document the quality control/quality assurance testing and inspection program.
- Monitor progress of the work relative to the programmed project schedule.
- Track work completed and make recommendations for payments.

Staff recommended approval of a Contract and Task Order No. 1 with Lamb-Star, LLC for Construction Engineering and Inspection Services in the not to exceed amount of \$1,724,111.88. **Greg Scott made the motion to approve Item No. 13 as recommended by staff. Seconded by Devon Kennedy.** The *Weighted Capital Vote* was 32 Yes, 0 No, 10 votes Absent (Sanchez, Fairfield, Ferris, Boyd, McCracken); motion carried.


President Lubke called for a 10-minutes Break.

14. 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 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 went into Executive Session at 1:55 P.M.  
The Board returned to open meeting at 2:16 P.M.

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

The Board of Directors discussed lease of property necessary for Lake Ralph Hall in Executive Session. Staff recommended to authorize the Executive Director to execute a lease agreement for the Lake Ralph Hall Construction Office located at 8 East Plaza, Ladonia, Texas based on the agreed terms as discussed.



**Bob Hart made the motion to approve lease agreement for the Lake Ralph Hall Construction Office as recommended. Seconded by Devon Kennedy.** The *Weighted Capital Vote* was 32 Yes, 0 No, 10 votes Absent (Sanchez, Fairfield, Ferris, Boyd, McCracken), motion passed.

16. Approve Resolution(s) deeming necessity and authorizing acquisition of property including exercising the Power of Eminent Domain for construction of water and wastewater pipeline relocations for TxDOT US 380 Widening Project. (**Weighted Capital Vote**)

The Board of Directors discussed the acquisition of the following Utility Easements in Executive Session related to the TxDOT US 380 Widening Project. Staff recommended for approval individual Resolutions deeming necessary and authorizing acquisition of 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 the construction of water and wastewater pipelines and appurtenances relocations:

- Parcel 1E - H4 Little Elm, LP (Hillwood)
- Parcel 2E - H4 Little Elm, LP (Hillwood)
- Parcel 3E - 7-Eleven Inc.

**Bob Hart made the motion to approve Item No. 16 as recommended by staff. Seconded by Lyle Dresher.** The *Weighted Capital Vote* was 32 Yes, 0 No, 10 votes Absent (Sanchez, Fairfield, Ferris, Boyd, McCracken), motion passed.

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

The Board of Directors discussed purchases of properties necessary for Lake Ralph Hall Project. Staff recommended to approve individual Resolutions 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 the Lake Ralph Hall Project:

- Carter – Vessels
- RERAM
- Kamy Real Property Trust

**Bob Hart made the motion to approve Item No. 16 as recommended by staff. Seconded by Frank Jaromin.** The *Weighted Capital Vote* was 32 Yes, 0 No, 10 votes Absent (Sanchez, Fairfield, Ferris, Boyd, McCracken), motion passed

18. Receive report of Nominating Committee and conduct election of Officers for the year beginning June 1, 2021 and take appropriate action.

At the last Board Meeting, President Rich Lubke appointed the following Board Members to serve on the Nominating Committee: Mike Fairfield (Lake Cities MUA) - Chair, Eric Ferris (Lewisville), Kristina Clark (DCFWS No. 1A), Allen McCracken (Pilot Point). The Committee has deliberated and recommended the following Directors be elected as Officers:

President:	Brian Roberson, City of Aubrey
Vice President:	Bob Hart, City of Corinth
Treasurer:	Clay Riggs, Town of Flower Mound
Secretary:	Lyle Dresher, Town of Northlake



Kristina Clark made the motion to approve the new Officers as recommended by the Nominating Committee. Seconded by Troy Norton. The *Roll Call Vote* was 18 Yes, 0 No, 5 votes Absent (Sanchez, Fairfield, Ferris, Boyd, McCracken), motion passed.

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

- June 16, 2021 – Groundbreaking Ceremony at Leon Hurse Dam Site in Ladonia, Texas
- June 26, 2021 - Texas Ranger Baseball Game
- July 1, 2021 Board Meeting – cancelled.

20. Visitor Comments Concerning Non-Agenda Topics.

None.

21. Adjournment.

There being no further business, President Lubke adjourned the meeting at 2:25 P.M.

Recorded by:

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

Certified by:

Clay Riggs  
Clay Riggs, Secretary, Board of Directors

