



# MINUTES

## UPPER TRINITY REGIONAL WATER DISTRICT BOARD OF DIRECTORS

June 6, 2024

### 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 Riggs presiding at 12:55 p.m. on Thursday, June 6, 2024, at 900 N. Kealy Avenue, 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:**

Clay M. Riggs, President | Flower Mound  
Greg Scott, Treasurer | Justin  
Peggy Zilinsky | Argyle  
Del Knowler | Bartonville  
Mark Pape | Copper Canyon  
Stephen Gay | Denton  
Dave Nelson | Double Oak  
Kelly Rouse | Lewisville  
Drew Corn | Northlake

Lyle Dresher, VP | Denton County At Large  
Allen L. McCracken, II, Secretary | Pilot Point  
Brian Roberson | Aubrey  
Kimberly Brawner | Celina  
Glenn Barker | Corinth  
Kevin Mercer | DCFWSD #7  
Nate Winchester | Krum  
Chris Boyd | Mustang SUD  
Michael Anderson | Ponder  
George Dupont | Prosper

**Absent:**

Rich Lubke | Highland Village\*  
Mike Fairfield | Lake Cities MUA\*

Orlando Sanchez | Irving\*

\*Excused absent

**Vacant:**

Denton County

Sanger

**Staff and Advisors in Attendance:**

Larry N. Patterson, Executive Director  
Jason Pierce, Mgr of Gov Affairs & Comm  
Mary Dockery, Controller  
Dustin Wright, Mgr of IT Services  
Rob Collins, Bond Counsel  
Kurt Staller, Director of Eng & Construction  
Elizabeth Boddicker, LRH Project Engineer  
Ed Motley, LRH Program Mgr  
Doug Janeway, Manager of Property Services  
Blake Aldredge, Water Education Coordinator  
Michelle Carte, Regulatory & Env. Compliance

Nancy Tam, Assistant to Executive Director  
Lester Harris, Chief Financial Officer  
Todd Williams, Budget & Financial Mgr  
Marcos Zepeda, IT Specialist  
Nick Bulaich, Financial Advisor  
Adam McKnight, Deputy Director/Eng & Constr  
Jody Zabolio, Director of Operations  
Ronna Hartt, Asst Dir of Ops – Water Res  
Jan Morris, Chief Administrative Officer  
Annemarie Putze, Executive Admin Assistant

**Others in Attendance:**

Sam Hawk, Boyle & Lowry  
Heather Harwood, Texas Water Supply Partners

Clint Martin, Plummer  
Rene Mercer, Citizen

3. Pledge of Allegiance and Invocation

Pledge of Allegiance was led by Allen McCracken. The invocation was delivered by Drew Corn.

4. Oath of Office

President Clay Riggs administered the Oath of Office for Ms. Peggy Zilinsky, newly appointed Board Member for the Town of Argyle.

Glenn Barker arrived at the meeting at 1:00 P.M.

5. Opening Remarks:

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

President Clay Riggs provided a briefing on Flower Mound's response to the recent severe weather.

It was noted that Celina was hit hard by an F3 tornado, resulting in 12 homes damaged but luckily no injuries.

- 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.

With the recent storms, we are thankful that the Statewide drought condition has greatly improved. All District water supply lakes are above conservation level. However, the District had experienced power supply interruptions over multiple days at various facilities such as the Raw Water Intake and Wastewater Lift Station. Also, there was damage to trees throughout the District facilities.

Staff presented an informative video regarding the treatment process utilized at the Harpool Water Plant.

- 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 7-11 as presented. Seconded by Lyle Dresher.** The *Roll Call Vote* was 18 Yes, 0 No, 3 Absent (Lubke, Fairfield, Sanchez). Motion carried. The approved Consent Agenda Items were:

7. Adopt Minutes of May 2, 2024 Board Meeting.
8. Accept Monthly Management Report for the period ended April 30, 2024.
9. Authorize staff to transmit preliminary estimates of Rates and Charges for next fiscal year (FY 2025) to Members and Customers for budget planning purposes.
10. Authorize the Executive Director to enter into an Interlocal Agreement with the North Central Texas Council of Governments (NCTCOG) for the purpose of participating in the TxShare Purchasing Cooperative.
11. Receive report of construction change orders approved by staff.

## ITEMS FOR INDIVIDUAL CONSIDERATION

12. Consider adoption of Resolution of Appreciation and Commendation for Alina Ciocan and her distinguished service as a member of the Upper Trinity Regional Water District Board of Directors.

Secretary Allen McCracken read the Resolution of Appreciation. Ms. Ciocan is not available to attend the meeting today, a special plaque will be delivered to her at a later date.

**Allen McCracken made the motion to adopt the presented Resolution. Seconded by Lyle Dresher.** The *Roll Call Vote* was unanimous with 18 Yes, 0 No, 3 Absent (Lubke, Fairfield, Sanchez). Motion carried.

13. Ratify Emergency Purchase Order with Shermco Industries for 2,000 HP motor rewind and recondition for High Service Pump No. 7 at the Taylor Water Treatment Plant in the amount of \$122,750.00.

On April 18, 2024, the High Service Pump No. 7 at the Taylor Plant was out of service. Because of the criticality of this pump during the peak summer loads, on April 22 the motor was removed and shipped to Shermco Industries for rehabilitation. Staff recommended that the Board ratify payment to Shermo in the amount of \$122,750 related to Emergency Procurement of motor repairs for Taylor Plant's High Service Pump No. 7 motor. **Greg Scott made the motion to approve Agenda Item 13 as presented. Seconded by Drew Corn.** The *Roll Call Vote* was 18 Yes, 0 No, 3 Absent (Lubke, Fairfield, Sanchez). Motion carried.

14. Authorize Executive Director to enter into a purchasing agreement with Delcom Group for the purchase of Audio-Visual equipment for the 802 Annex Building Improvements, Phase II Expansion Project. (Weighted Capital Vote)

The Annex building located at 802 N. Kealy is under Phase II construction renovation which includes a large training and meeting space will need audio and visual components to facilitate





training sessions and group presentations. Delcom Group was selected to complete this project as they are a local audio-visual vendor who offer contracted pricing through The Interlocal Purchasing System (TIPS) Cooperative Contracts. The total cost of this project is \$131,589.61.

**Brian Roberson made the motion to approve Item 14 as presented by staff. Seconded by Kimberly Brawner.** The *Weighted Capital Vote* was 42 Yes, 0 No, 6 Absent (Lubke, Fairfield, Sanchez). Motion carried.

Entity	Eligible Weighted Votes	Yes	No	Abstain	Absent
ARGYLE – Zilinsky	1	1			
AUBREY – Roberson	1	1			
BARTONVILLE – Knowler	1	1			
CELINA – Brawner	4	4			
CORINTH – Barker	3	3			
DENTON (city) – Gay	2	2			
DENTON (county) – Vacant (1 vote)					
DENTON COUNTY 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 – Rouse	3	3			
MUSTANG SUD – Boyd	5	5			
NORTHLAKE – Corn	3	3			
PILOT POINT – McCracken	1	1			
PONDER – Anderson	1	1			
PROSPER – Dupont	2	2			
SANGER – Vacant (1 vote)					
<b>TOTAL:</b>	<b>48</b>	<b>42</b>	<b>0</b>	<b>0</b>	<b>6</b>

15. Bond Resolution Agenda Items: (Weighted Capital Vote)

- A. Consider Bond Resolution authorizing the issuance of Upper Trinity Regional Water District Regional Treated Water Supply System Revenue Refunding Bonds, Series 2024, in an aggregate principal amount not to exceed \$72,500,000; providing for the security and payment thereof; providing for the award of the sale thereof in accordance with specified parameters; authorizing the execution and delivery of one or more paying Agent/Registrar Agreements, Escrow/Deposit Agreements, and Bond Purchase Contracts; approving the preparation of the Official Statement with respect to the bonds; and enacting other provision relating thereto.

The purpose of this Resolution is to refund \$65 million of outstanding Short-Term Variable Rate Debt (VRD), with the proposed refunding revenue bonds maximum total of \$72.5 million. The VRD refunding is intended to provide a least cost option to fix-out interim financing as well as



provide future funding flexibility. Staff recommended approval of the proposed Resolution authorizing the issuance of Refunding Revenue Bonds for the Regional Treated Water System, subject to specified parameters.

- B. Consider a Resolution of the Board of Directors of the Upper Trinity Regional Water District authorizing and expressing intent to reimburse expenditures made from District sources for certain improvements to the Regional Treated Water Supply System.

District Staff requested the Board approval of refunding \$65 million of Variable Rate Debt in the Regional Treated Water System to create availability under the \$100 million total line. Staff recommended the approval of the proposed Reimbursement Resolution authorizing the issuance of Direct Purchase Notes to reimburse expenditures made from District sources for certain improvements to the Regional Treated Water System.

**Lyle Dresher made the motion to approve Item 15A and 15B as presented. Seconded by Allen McCracken.** The *Weighted Capital Vote* was 42 Yes, 0 No, 6 Absent (Lubke, Fairfield, Sanchez). Motion carried.

Entity	Eligible Weighted Votes	Yes	No	Abstain	Absent
ARGYLE – Zilinsky	1	1			
AUBREY – Roberson	1	1			
BARTONVILLE – Knowler	1	1			
CELINA – Brawner	4	4			
CORINTH – Barker	3	3			
DENTON (city) – Gay	2	2			
DENTON (county) – Vacant (1 vote)					
DENTON COUNTY AT LARGE – Dresher	1	1			
DCFWSD #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 – Rouse	3	3			
MUSTANG SUD – Boyd	5	5			
NORTHLAKE – Corn	3	3			
PILOT POINT – McCracken	1	1			
PONDER – Anderson	1	1			
PROSPER – Dupont	2	2			
SANGER – Vacant (1 vote)					
<b>TOTAL:</b>	<b>48</b>	<b>42</b>	<b>0</b>	<b>0</b>	<b>6</b>





16. Consider authorizing Contract with McCarthy Building Companies, Inc. for pre-construction services related to Construction Manager at Risk (CMAR) for Harpool Regional Water Treatment Plant Expansion Project. (Weighted Capital Vote)

Adam McKnight discussed Harpool Plant expansion project contract for up to 30 mgd. Staff recommended that the Board authorize Contract with McCarthy Building Companies, Inc. for Pre-construction Services related to Construction Manager at Risk for Harpool Water Treatment Plant Expansion Project for a fee not to exceed \$2,300,000. **Drew Corn made the motion to approve Agenda Item 16 as presented. Seconded by Greg Scott.** The *Weighted Capital Vote* was 42 Yes, 0 No, 6 Absent (Lubke, Fairfield, Sanchez). Motion carried.

Entity	Eligible Weighted Votes	Yes	No	Abstain	Absent
ARGYLE – Zilinsky	1	1			
AUBREY – Roberson	1	1			
BARTONVILLE – Knowler	1	1			
CELINA – Brawner	4	4			
CORINTH – Barker	3	3			
DENTON (city) – Gay	2	2			
DENTON (county) – Vacant (1 vote)					
DENTON COUNTY AT LARGE – Dresher	1	1			
DCFWSD #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 – Rouse	3	3			
MUSTANG SUD – Boyd	5	5			
NORTHLAKE – Corn	3	3			
PILOT POINT – McCracken	1	1			
PONDER – Anderson	1	1			
PROSPER – Dupont	2	2			
SANGER – Vacant (1 vote)					
<b>TOTAL:</b>	<b>48</b>	<b>42</b>	<b>0</b>	<b>0</b>	<b>6</b>

17. Consider approval of Task Order No.12 with Carollo Engineers, Inc. for engineering services related to Lake Ralph Hall Water Quality permitting for treatability. (Weighted Capital Vote)

Adam McKnight informed the Board that Lake Ralph Hall has progressed to the point that the District needs to proceed with permitting and water testing this new raw water supply from Texas Commission on Environmental Quality (TCEQ). Staff recommended that the Board approve Task Order 12 with Carollo Engineers, Inc. for engineering services related to Lake Ralph Hall Water Quality permitting for treatability for a not to exceed amount of \$1,234,367.



**Greg Scott made the motion to approve Agenda Item 17 as presented. Seconded by Kevin Mercer.** The *Weighted Capital Vote* was 42 Yes, 0 No, 6 Absent (Lubke, Fairfield, Sanchez). Motion carried.

Entity	Eligible Weighted Votes	Yes	No	Abstain	Absent
ARGYLE – Zilinsky	1	1			
AUBREY – Roberson	1	1			
BARTONVILLE – Knowler	1	1			
CELINA – Brawner	4	4			
CORINTH – Barker	3	3			
DENTON (city) – Gay	2	2			
DENTON (county) – Vacant (1 vote)					
DENTON COUNTY AT LARGE – Dresher	1	1			
DCFWSD #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 – Rouse	3	3			
MUSTANG SUD – Boyd	5	5			
NORTHLAKE – Corn	3	3			
PILOT POINT – McCracken	1	1			
PONDER – Anderson	1	1			
PROSPER – Dupont	2	2			
SANGER – Vacant (1 vote)					
<b>TOTAL:</b>	<b>48</b>	<b>42</b>	<b>0</b>	<b>0</b>	<b>6</b>

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

- A. Consider approval of Task Order No. 11 to the existing contract with AR Consultants, Inc. for cultural resource consulting services for continued cultural resource studies required by the Section 404 Permit for Lake Ralph Hall.

Regarding Lake Ralph Hall cultural resource regulatory requirements, there are three Programmatic Agreement stipulations: (i) Identify any eligible historic and prehistoric sites (Phase I); (ii) Determine the impacts (Phase II); and (iii) Mitigate any adverse impacts (Phase III). Currently, Phase I is complete; Phase II is 38% complete; and Phase III remains at 100%.

The proposed Task Order 11 goal is to complete Fieldwork on 8 sites; complete Phase II Reports for 7 sites; Continue Research in preparation of Phase III Studies and Initiate Fieldwork on One Phase III Site. Staff recommended that the Board authorize proposed Task Order No.





11 with AR Consultants, Inc. for professional services related to Cultural Resource Surveys and Testing for the Lake Ralph Hall Project for a fee not to exceed \$8,609,925.

**Brian Roberson made the motion to approve Agenda Item 18A as presented. Seconded by Kimberly Brawner.** The *Weighted Capital Vote* was 42 Yes, 0 No, 6 Absent (Lubke, Fairfield, Sanchez). Motion carried.

Entity	Eligible Weighted Votes	Yes	No	Abstain	Absent
ARGYLE – Zilinsky	1	1			
AUBREY – Roberson	1	1			
BARTONVILLE – Knowler	1	1			
CELINA – Brawner	4	4			
CORINTH – Barker	3	3			
DENTON (city) – Gay	2	2			
DENTON (county) – Vacant (1 vote)					
DENTON COUNTY 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 – Rouse	3	3			
MUSTANG SUD – Boyd	5	5			
NORTHLAKE – Corn	3	3			
PILOT POINT – McCracken	1	1			
PONDER – Anderson	1	1			
PROSPER – Dupont	2	2			
SANGER – Vacant (1 vote)					
<b>TOTAL:</b>	<b>48</b>	<b>42</b>	<b>0</b>	<b>0</b>	<b>6</b>

- B. Consider approval of Task Order No. 5 to the existing contract with Lockwood, Andrews & Newnam, Inc. relating to the Lake Ralph Hall Conveyance System – General Engineering Consultant Project.

The proposed Task Order will provide construction support for approximately 12 months, support start-up and commissioning, support construction close-out, and assist in commissioning a cathodic protection system.

Staff recommended for Board approval of Task Order No. 5 with Lockwood, Andrews & Newnam, Inc. in the amount of not to exceed \$2,834,573. **Allen McCracken made the motion to approve Agenda Item 18B as presented. Seconded by Lyle Dresher.** The *Weighted Capital Vote* was 42 Yes, 0 No, 6 Absent (Lubke, Fairfield, Sanchez). Motion carried.





Entity	Eligible Weighted Votes	Yes	No	Abstain	Absent
ARGYLE – Zilinsky	1	1			
AUBREY – Roberson	1	1			
BARTONVILLE – Knowler	1	1			
CELINA – Brawner	4	4			
CORINTH – Barker	3	3			
DENTON (city) – Gay	2	2			
DENTON (county) – Vacant (1 vote)					
DENTON COUNTY AT LARGE – Dresher	1	1			
DCFWSD #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 – Rouse	3	3			
MUSTANG SUD – Boyd	5	5			
NORTHLAKE – Corn	3	3			
PILOT POINT – McCracken	1	1			
PONDER – Anderson	1	1			
PROSPER – Dupont	2	2			
SANGER – Vacant (1 vote)					
<b>TOTAL:</b>	<b>48</b>	<b>42</b>	<b>0</b>	<b>0</b>	<b>6</b>

19. 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 2:15 P.M.  
 The Board returned to open meeting at 2:35 P.M.

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

None.



21. Consider action on Lake Ralph Hall construction change orders, some of which may have been discussed in Executive Session. (Weighted Capital Vote)

There were two Change Orders related to Lake Ralph Hall Project discussed in Executive Session. Staff recommended the following:

- The Board authorize the Executive Director to execute a Change Order reconciling various Unit Price Bid Items, adjusting the Contract Price by an amount not to exceed \$1,840,120 and to take all necessary actions.
- The Board authorize the Executive Director to execute a Change Order resolving Granite’s outstanding Claims regarding Restricted Area Site 63, adjusting the Contract Price by an amount not to exceed \$315,711.35 and to take all necessary actions.

**Brian Roberson made the motion to approve both Change Orders as presented. Seconded by Dave Nelson.** The *Weighted Capital Vote* was 42 Yes, 0 No, 6 Absent (Lubke, Fairfield, Sanchez). Motion carried.

Entity	Eligible Weighted Votes	Yes	No	Abstain	Absent
ARGYLE – Zilinsky	1	1			
AUBREY – Roberson	1	1			
BARTONVILLE – Knowler	1	1			
CELINA – Brawner	4	4			
CORINTH – Barker	3	3			
DENTON (city) – Gay	2	2			
DENTON (county) – Vacant (1 vote)					
DENTON COUNTY 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 – Rouse	3	3			
MUSTANG SUD – Boyd	5	5			
NORTHLAKE – Corn	3	3			
PILOT POINT – McCracken	1	1			
PONDER – Anderson	1	1			
PROSPER – Dupont	2	2			
SANGER – Vacant (1 vote)					
<b>TOTAL:</b>	<b>48</b>	<b>42</b>	<b>0</b>	<b>0</b>	<b>6</b>





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

- No July Board Meeting.
- July 17, 8:30 a.m. | Members Breakfast Meeting / 35<sup>th</sup> Anniversary

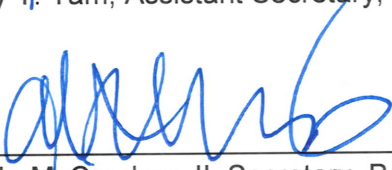
23. Visitor Comments Concerning Non-Agenda Topics.

None.

24. Adjournment.

There being no further business, President Riggs adjourned the meeting at 2:39 p.m.

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

Certified by:   
Allen L. McCracken, II, Secretary, Board of Directors

