



MINUTES

UPPER TRINITY REGIONAL WATER DISTRICT BOARD OF DIRECTORS

November 7, 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 12:34 p.m. on Thursday, November 7, 2024, at Mustang Special Utility District, 7985 F.M. 2931, Aubrey, TX 76227.

2. Roll Call and Confirm Quorum

The attendance of the Board of Directors has taken. A quorum was present for the meeting.

Board Members Attendance:

Clay M. Riggs, President | Flower Mound
Greg Scott, Treasurer | Justin
Bobby Johnson | Argyle
Kimberly Brawner | Celina
Glenn Barker | Corinth
Dave Nelson | Double Oak
Mike Fairfield | Lake Cities MUA
Drew Corn | Northlake
George Dupont | Prosper

Lyle Drescher, VP | Denton County At Large
Allen L. McCracken, II, Secretary | Pilot Point
Brian Roberson | Aubrey
Mark Pape | Copper Canyon
Kevin Mercer | DCFWSD #7
Nate Winchester | Krum
Chris Boyd | Mustang SUD
Michael Anderson | Ponder
Jim Bolz | Sanger

Absent:

Del Knowler | Bartonville*
Richard Lubke | Highland Village*
Kelly Rouse | Lewisville*

Stephen Gay | Denton*
Orlando Sanchez | Irving*

* Excused Absence

Vacant: Denton County

Staff and Advisors in Attendance:

Larry N. Patterson, Executive Director
Nancy Tam, Assistant to Executive Director
Lester Harris, Chief Financial Officer
Marcos Zepeda, IT Specialist
Kurt Staller, District Engineer
Jody Zabolio, Chief Operating Officer
Ronna Hartt, Dir of Water Resources & Planning

Matthew Boyle, General Counsel
Jason Pierce, Dir of Gov Affairs & Comm
Dustin Wright, Manager of IT Services
Nick Bulaich, Financial Advisor
Adam McKnight, Director of Eng & Construction
Ed Motley, LRH Program Manager
Jan Morris, Chief Administrative Officer

Others in Attendance:

Shelly Schon, Mustang SUD

3. Pledge of Allegiance and Invocation

The Pledge of Allegiance was led by Larry Patterson; Invocation was delivered by Clay Riggs.

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.

President Riggs thanked UTRWD, Plummer, and Archer Western for helping arrange the facilities tour, and thanked Chris Boyd for hosting today's Board Meeting.

- 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.

- Recently Staff provided special tours of Lake Ralph Hall to the following VIPs:
 - **State and County Delegation:** State Representative Lynn Stucky/staff, State Representative Richard Hayes, TWDB Chairwoman Brooke Paup/staff, Denton County Judge Andy Eads/staff, Commissioner Kevin Falconer/staff, etc. (Oct. 16).
 - **Sulphur River Basin Authority Board of Directors** including a couple of our newly appointed Board Members (Oct. 29).
- A news article from *The Messenger* was distributed regarding Wise County supports to create a regional water authority to help solve Wise County's future water availability problem.
- Regarding water supplies, our region could use some rainfall soon. Lake Chapman is getting low.
- Denton County has appointed Mr. Jody Gonzalez, Denton County Administrator, as their Board Member. He will be in attendance the next Board Meeting.
- The district received TCEQ authorization to begin closing the dam to allow water to collect.

- 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 Consent Agenda Items 7-11 as presented. Seconded by Lyle Dresher. The *Roll Call Vote* was 16 Yes, 0 No, 6 Absent. Motion carried. The approved Consent Agenda Items were:

7. Adopt Minutes of October 3, 2024 Board Meeting.
8. Accept Quarterly Investment Report for the period ended September 30, 2024.
9. Accept “Annual Review” of the District’s Investment Policy.
10. Authorize Executive Director to enter into a pricing agreement with Republic Services Lewisville Hauling for the Transportation and Disposal of Bio-Solids.
11. Receive report of construction change orders approved by staff.

ITEMS FOR INDIVIDUAL CONSIDERATION

Nate Winchester arrived for the Board Meeting at 12:53 p.m.

12. Adopt Proclamation in honor of **Veterans Day** on November 11, 2024.


Larry Patterson thanked all Board Members who have served in the military and read the Proclamation in honor of Veterans Day. **Clay Riggs made the motion to approve Item 12 as presented. Seconded by Lyle Dresher.** The *Roll Call Vote* was 17 Yes, 0 No, 5 Absent. Motion carried.

13. Authorize Executive Director to enter into purchasing agreements with: (Weighted Capital Vote)
 - A. Affiliated Communications for the purchase and installation of telephone equipment and services.

The existing telephone system was installed eight years ago and has reached end-of-life support from the manufacturer. Staff recommended Board of Directors authorize the Executive Director to enter into a Purchasing Agreement with Affiliated Communications for the purchase and installation of telephone equipment and services in the amount of \$81,745.00.

- B. Doosan Bobcat North America, Inc. for the purchase of a telehandler for the Doe Branch Water Reclamation Plant.

The Doe Branch Water Reclamation Plant collects bio-solids in 20 yard containers and as the containers are filled up, it is necessary to swap out for an empty container to continue collecting dewatered bio-solids. The Bobcat TL723 Telehandler will meet the current needs of Doe Branch Plant to allow staff to move biosolids containers allowing for continued operations without having to be reliant upon outside vendor.



Staff recommended Board of Directors authorize the Executive Director to enter into a Purchasing Agreement with Doosan Bobcat North American, Inc. for the purchase of a TL723 Telehandler in the amount of \$105,560.04.

Mike Fairfield made the motion to approve Item 13 A & B as presented. Seconded by Allen McCracken. The *Weighted Capital Vote* was 40 Yes, 0 No, 10 Absent (Knowler, Gay, Lubke, Sanchez, Rouse). Motion carried.

Entity	Eligible Weighted Votes	Yes	No	Abstain	Absent
ARGYLE – Johnston	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	6	6			
NORTHLAKE – Corn	3	3			
PILOT POINT – McCracken	1	1			
PONDER – Anderson	1	1			
PROSPER – Dupont	2	2			
SANGER – Bolz	1	1			
TOTAL:	50	40	0	0	10

14. 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. 6 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.

2024 Commitment for Lake Ralph Hall-- \$260.625 Million. (First of 2 Draws from \$320.845 Million 2024 Commitment.)

- B. Consider approval of the proposed Resolution by the Board of Directors of the Upper Trinity Regional Water District approving Amendment No. 1 to the Master Agreement with the Texas Water Development Board for Project No. 51068 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.

Amendment to 2023 Master Agreement for Northeast Pipeline Phase 3 - \$10.235 Million (2nd of Four Draws from \$40.785 Million Commitment).

- C. Consider approval of the proposed Resolution by the Board of Directors of the Upper Trinity Regional Water District approving Amendment No. 1 to 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.

Amendment to 2023 Master Agreement for Taylor Plant Expansion -- \$22.320 Million (2nd 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. 3 to the Master Agreement with the Texas Water Development Board for Project No. 51068 as described in the District's 2024 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.

Amendment to 2021 Commitment for NE Pipeline Phases 1 & 2 -- \$4.705 Million (Last Draw from \$29.115 Million Commitment).

- E. 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. 51091 as described in the District's 2024 application and authorizing the Executive Director as the designated representative of the District to execute the Master Agreement; and approving other matters related thereto.

2024 Commitment for Harpool Plant Expansion -- \$40 Million (First of 5 Draws from \$162 Million 2024 Commitment).

Staff recommended the Board of Directors 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. **Lyle Dresher made the motion to approve Items 14A - 14E as presented. Seconded by Greg Scott.** The *Weighted Capital Vote* was 40 Yes, 0 No, 10 Absent (Knowler, Gay, Lubke, Sanchez, Rouse). Motion carried.

Entity	Eligible Weighted Votes	Yes	No	Abstain	Absent
ARGYLE – Johnston	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 – Drescher	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	6	6			
NORTHLAKE – Corn	3	3			
PILOT POINT – McCracken	1	1			
PONDER – Anderson	1	1			
PROSPER – Dupont	2	2			
SANGER – Bolz	1	1			
TOTAL:	50	40	0	0	10

15. Consider approval of Task Order No. 1 with Wade Trim, Inc. for Engineering Services related to final design and construction of blowoff improvements on Phase 1C Pipeline resulting from creek erosion and associated Budget Amendment. (Weighted Capital Vote)

To restore an erosion of the north bank of Clear Creek River was observed undermining a blow-off valve and progressing quickly towards the 12-inch transmission main.

Staff recommended Board of Directors approve Task Order No. 1 with Wade Trim, Inc. for final design and services during construction related to improvements to the blow-off at the Clear Creek crossing for a not-to-exceed amount of \$135,450 and associated Budget Amendment. **Kimberly Brawner made the motion to approve Item 15 as presented. Seconded by Dave Nelson.** The *Weighted Capital Vote* was 40 Yes, 0 No, 10 Absent (Knowler, Gay, Lubke, Sanchez, Rouse). Motion carried.

Entity	Eligible Weighted Votes	Yes	No	Abstain	Absent
ARGYLE – Johnston	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 – Drescher	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	6	6			
NORTHLAKE – Corn	3	3			
PILOT POINT – McCracken	1	1			
PONDER – Anderson	1	1			
PROSPER – Dupont	2	2			
SANGER – Bolz	1	1			
TOTAL:	50	40	0	0	10

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

- A. Consider approval of Resolution awarding a Construction Contract to Hammett Excavation, Inc. for clearing and demolition of the Lake Ralph Hall Reservoir Area West of State Highway 34 Bridge.

Selected areas of Lake Ralph Hall require removal of potential boating hazards such as tall trees and structures. Area east of the SH 34 Bridge has been cleared last year. It is timely to proceed with clearing required west of SH 34.

Staff recommended Board of Directors approve the Resolution awarding a construction contract to Hammett Excavation, Inc. in the amount not-to-exceed \$5,538,605 for Clearing and Demolition of the Lake Ralph Hall Reservoir Area West of SH 34 Bridge. This Contract is anticipated to be funded by the Texas Water Development Board SWIFT Board Participation Program.

- B. Consider approval of Task Order No. 4 to an existing Contract with Kleinfelder, Inc. for Program Quality Management and Assurance Testing for Lake Ralph Hall.

Proposed Task Order No. 4 includes Implement Quality Management Plans and Review Quality Control Plans, Perform Laboratory and Field-Testing Verification, and Maintain the Quality Assurance Document Management System.

Staff recommended Board of Directors approve Task Order No. 4 with Kleinfelder, Inc. in a not-to-exceed amount of \$2,240,160 for Quality Management Services during the construction of Lake Ralph Hall.

- C. Consider approval of Task Order No. 6 to an existing Contract with Freese and Nichols, Inc. for Lake Ralph Hall: Leon Hurse Dam and Raw Water Pump Station Construction Management Services.

Proposed Task Order No. 6 includes On-site Construction Management and Inspection Services for both the Leon Hurse Dam and Raw Water Pump Station. It also includes initial work to support modification to FEMA flood maps caused by Lake Ralph Hall.

Staff recommended Board of Directors approve Task Order No. 6 with Freese and Nichols, Inc. for Construction Management Services for the Lake Ralph Hall – Leon Hurse Dam and the Raw Water Pump Station for a fee not to exceed \$3,985,221.

- D. Consider approval of Task Order No. 3 to an existing Contract with Halff Associates, Inc. for final design of the Lake Ralph Hall – Lake Support Facilities.

Proposed Task Order No. 3 with Halff Associates, Inc. to include work on Lake Administration Building, trail system at the Lake Administration Site, and Trailhead Restroom Facility.

Staff recommended Board of Directors approve Task Order No. 3 with Halff Associates, Inc. for Continued Design of the Lake Ralph Hall Support Facilities and Recreational Grant Consultation Services in the not to exceed amount of \$1,994,189.

Lyle Dresher made the motion to approve Items 16A - 16D as presented. Seconded by Allen McCracken. The *Weighted Capital Vote* was 40 Yes, 0 No, 10 Absent (Knowler, Gay, Lubke, Sanchez, Rouse). Motion carried.

Entity	Eligible Weighted Votes	Yes	No	Abstain	Absent
ARGYLE – Johnston	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			
DCFWSO #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	6	6			
NORTHLAKE – Corn	3	3			
PILOT POINT – McCracken	1	1			
PONDER – Anderson	1	1			
PROSPER – Dupont	2	2			
SANGER – Bolz	1	1			
TOTAL:	50	40	0	0	10

17. 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.

None.

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

None.

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

None.

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

President Riggs referred Senate Bill 1893 to Policy Review Committee for review by February 2025.

Senate Bill 1893 passed last legislative session and codified into law which requires a governmental entity to adopt a policy prohibiting the installation or use of a covered application on any device owned or lease by the governmental entity requiring the removal of covered applications from those devices. Covered applications include the social media service TikTok and any applications or services developed by the Chinese technology company, ByteDance.

21. Visitor Comments Concerning Non-Agenda Topics.

None.

22. Adjournment.

There being no further business, President Riggs adjourned the meeting at 1:34 p.m.

Recorded by:


Nancy T. Tam, Assistant Secretary, Board of Directors

Certified by:


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

