MINUTES OF A MEETING OF THE BOARD OF DIRECTORS OF TARRANT REGIONAL WATER DISTRICT HELD ON THE 18th DAY OF DECEMBER 2018 AT 9:00 A.M.

The call of the roll disclosed the presence of the Directors as follows:

<u>Present</u> Jack Stevens Marty Leonard Leah King James Hill Jim Lane

Also present were Jim Oliver, Alan Thomas, Dan Buhman, Darrel Andrews, Darrell Beason, Laura Blaylock, Steve Christian, Randall Cocke, Woody Frossard, Jason Gehrig, Rachel Ickert, Nancy King, Chad Lorance, David Marshall, Sandy Newby, Wayne Owen, Kirk Thomas and Ed Weaver.

Also in attendance were George Christie, Lee Christie and Jeremy Harmon of Pope, Hardwicke, Christie, Schell, Kelly & Taplett, L.L.P., General Counsel for Tarrant Regional Water District (District or TRWD); Frank Crumb with Halff and Associates; Doug Varner and Bob Brashear with CDM Smith; Greg Crews with AECOM; Scott Friedman and Jose Sanchez of KXAS – TV; Michael Hugley of Austin Industries; John Aughinbaugh and Edward Andrews of Project Management Associates; Max Baker; Mackenzie Stern of HVJ Associates; Luke Ranker of Fort Worth Star-Telegram; C.B. Team of Ellis and Tinsley; Bill Paxton of the Paxton Firm; and Gary Moates of Decker Jones, P.C.

President Stevens convened the meeting with assurance from management that all requirements of the "open meetings" laws had been met.

1.

All present were given the opportunity to join in reciting the Pledges of Allegiance to the U.S. and Texas flags.

On a motion made by Director Hill and seconded by Director Leonard, the Directors voted to approve the minutes from the Board meeting held on November 27, 2018. It was accordingly ordered that these minutes be placed in the permanent files of the District.

3.

With the recommendation of management, Director Hill moved to approve a professional services agreement with CDM Smith in an amount not-to-exceed \$567,870 to complete water demand projections and develop conservation strategies. Funding for this agreement is included in the Fiscal Year 2019 Revenue Fund Budget. Director Leonard seconded the motion and the vote in favor was unanimous.

4.

With the recommendation of management, Director Lane moved to approve a contract with Hydros Consulting in an amount not-to-exceed \$115,700 (funding from TRWD \$65,718 and City of Dallas \$49,982) for technical support and additional services for RiverWare Implementation. Funding for this item is included in the Fiscal Year 2019 Revenue Fund Budget. Director King seconded the motion and the vote in favor was unanimous.

5.

With the recommendation of management, Director King moved to approve a resolution authorizing the application to Texas Commission on Environmental Quality (TCEQ) for an additional appropriation of state water. The resolution empowers the General Manager of TRWD to take such actions as are reasonable and appropriate to pursue this additional appropriation of State water. The permit will authorize: (1) storage of the water in the constructed wetlands, (2) release, discharge or conveyance to

Richland-Chambers and Cedar Creek Reservoirs; and (3) diversion and use from Richland-Chambers and Cedar Creek Reservoirs, all within the conditions otherwise placed on use of water through the constructed wetlands, and Certificates of Adjudication No. 08-5035 and 08-4976, as previously or additionally amended as may be necessary to realize the benefit of these excess flows. Director Hill seconded the motion and the vote in favor was unanimous.

6.

With the recommendation of management, Director King moved to approve a reconciliation change order with Garney Companies, Inc. in a credit amount \$1,331,586.21 to the Integrated Pipeline Section 14 contract. Funding for this item is included in the Bond Fund. Director Hill seconded the motion and the vote in favor was unanimous.

7.

With the recommendation of management, Director Leonard moved to approve a change order with Lambda Construction in the amount of \$148,900 for the Joint Cedar Creek Lake Pump Station Electric Substation Project of the Integrated Pipeline Project. Funding for this item is included in the Bond Fund. Director King seconded the motion and the vote in favor was unanimous.

8.

With the recommendation of management, Director Hill moved to approve a contract with McDonald Electric in an amount \$380,469 for the purchase and installation of the electrical medium voltage feeder cables for the Richland-Chambers Pump Station and the Richland-Chambers Booster Pump Station. Funding for this item is included in the Fiscal Year 2019 Revenue Fund. Director Lane seconded the motion and the vote in

favor was unanimous

With the recommendation of management, Director King moved to approve a contract with Shermco Industries Inc. in the amount \$598,500 for preventative electrical substation maintenance plus contractually established rates for unscheduled repairs. Funding for this item is included in the Fiscal Year 2019 Revenue Fund. Director Lane seconded the motion and the vote in favor was unanimous.

10.

With the recommendation of management, Director Leonard moved to approve the capital expenditures as listed below:

Tarrant Regional Water District Board of Directors Meeting December 2018 Capital Expenditures

Project	Vendor	Amount	Parpose	Budget Line		Budget
1 ITB No. 19-018 Trailer Mounted Hydrautic Valve Actuator & Data Logger - 12-192	Jim Cox Sales of Haslet, TX	\$25,970.00	New unit is an addition to the Pipeline Fleet. The Valve Actuator will capture operating parameters and assist with predictive maintenance of large diameter mainline valves. The Sole Source purchase will be made utilizing Local Government Code 252.022.	10833	Source Revenue	Amount \$27,000.00
Total for Unit 12-192		\$25,970.00				
2 ITB No. 19-035 Water Quality Sampling Boat - Unit 14-58	Tedpoles Marine, LLC of Meed Oklahoma	\$33,742.20	New unit will replace unit 14-44 2001 Blue Wave 22' Center Console Outboard Boat. The new unit will be assigned to Water Quality at Richland Chambers Reservoir. Unit 14-44 will be evaluated for a replacement of another unit assigned to Cedar Creek Reservoir. Either 14-44 or the replaced unit will be sold at auction. Purchase was bid out as ITB 19-035. Bid Tabulation is attached.	11028	Revenue	\$38,000.00
Total for Unit 14-58		\$33,742.20				
3 15KW Stand-by Generator - Unit 12-193	Loftin Equipment Company Inc. of Phoenix, Arizona	\$18,903.00	New unit will replace unit 12-14 1990 Onan 15KW Stand-by Generator. This unit provides emergency power to the CC spillway fo gate manipulations. Unit 12-14 will be sold at auction. The purchase will be made utilizing the interlocal Cooperative, HGAC in accordance with Government Code 791.025.	10929	Revenue	\$27,000.00
Total for Unit 12-193		\$18,903.00				
ITB No. 19-009 Heavy Duty Search & Rescue Patrol Boat - Unit 14-57	Marineland Boating Center of Waco, TX	\$34,988.00	New unit is an addition to the Enforcement Division Fleet. The unit will be utilized for limited river patrois during special events, dive operations support and search/rescue operations. Purchase was bid out as ITB 19-009. Bid Tabulation is attached.	10715	General	\$39,000.00
Total for Unit 14-57		\$34,988.00				
General Actuals Revenue Actuals Capital Equipment Actual Total	\$34,988.00 \$78,615.20 \$113,603.20		General Budget Revenue Budget Capital Equipment Budget Total			\$39,000.00 <u>\$92,000.00</u> \$131,000.00
VENDOR TOTALS						
Grand Total for Jim Cox Sales Grand Total for Tacpoles Marine, LLC Grand Total for Loftin Equipment Company Inc. Grand Total for Marineland Boating Center	\$25,970.00 \$33,742.20 \$18,903.00 \$34,988.00					

\$113,603.20

Capital Equipment Total



Bid Tabulation

ITB No. Description Due Date and Time

19-035 Environmental Sampling Boat Replacement November 28, 2018 at 2:00 PM

Company Name	Bid Amount		
Tadpoles Marine, LLC of Mead, OK	\$33,742.20		
Marineland Boating Center of Waco, TX	\$34,967.00		



Bid Tabulation

ITB No. Description Due Date and Time

19-009 LED Search and Rescue Boat October 25, 2018 at 2:00 PM

Company Name	Bid Amount
Marineland Boating Center of Waco, TX	\$34,988.00
BlackBeard Marine of Kingston, OK	\$44,705.00

Funding for these items is included in the Fiscal Year 2019 General/Revenue

Funds. Director King seconded the motion and the vote in favor was unanimous.

11.

Staff Updates

- "Trout Stocking 2018" Video
- Texan by Nature Award
- Trinity River Vision Project Funding
- System Status Update

12.

There were no persons from the general public requesting the opportunity to address the Board of Directors.

The Board of Directors recessed for a break from 9:59 a.m. to 10:13 a.m.

13.

The presiding officer next called an executive session at 10:13 a.m. under Texas Government Code, Section 551.071 to Consult with Legal Counsel on a Matter in Which the Duty of Counsel Under the Texas Disciplinary Rules of Professional Conduct Clearly Conflicts with Chapter 551, Texas Government Code and to Conduct a Private Consultation with Attorneys Regarding Pending or Contemplated Litigation (*Tarrant Regional Water District v. Philadelphia Indemnity Insurance Company*, Cause No. 048-297681-18); and under Section 551.072 to Deliberate the Purchase, Exchange, Lease or Value of Real Property. Upon completion of the executive session at 10:27 a.m., the President reopened the meeting.

14.

With the recommendation of management, Director Lane moved to grant authority to acquire permanent easement interests, as set forth below, in, over, under, and across the following described properties for the public use and purpose of construction and operation of the Integrated Pipeline Project. Funding for these acquisitions is included in

the Bond Fund.

IPL Parcel 106 (Simmons)

A permanent easement interest across a 0.770-acre tract of land situated in the M. Dowdrick Survey, Abstract Number 450, Tarrant County, Texas, and being more particularly described as a portion of that certain 8.031-acre tract of land described to James W. Simmons, as recorded in Volume 5332, Page 238, Deed Records, Tarrant County, Texas, and being further described in the accompanying survey plat for Parcel 106 attached hereto for the appraised value of \$62,000.

IPL Parcel 892 (Coyner)

A permanent easement interest across an 11.283-acre tract of land out of the Micajah Autrey Survey, Abstract Number 13, Navarro County, Texas, and being more particularly described as a portion of that certain 156.65-acre tract of land conveyed by deed recorded in Volume 695, Page 517, Deed Records, Navarro County, Texas and by deed recorded in Instrument Number 00003715, Official Public Records, Navarro County, Texas, and being further described in the accompanying survey plat for Parcel 892 attached hereto for the negotiated purchase price of \$141,500.

EXHIBIT "A" Property Description

Being 0.770 acres (33,550 square feet) of land situated in the M. Dowdrick Survey, Abstract Number 450, Tarrant County, Texas, and more particularly a portion of that certain 8.031 acre tract of land described to James W. Simmons, as recorded in Volume 5332, Page 238, Deed Records, Tarrant County, Texas (D.R.T.C.T.), and being further described as follows:

COMMENCING at a 1 inch iron rod found in the north line of a tract of land described by deed to Frank Fox, as recorded in Instrument Number D208303061, Official Public Record, Tarrant County, Texas (O.P.R.T.C.T.), and in the south line of a tract of land described by deeds to David Elton Teague, as recorded in Volume 11285, Page 394, D.R.T.C.T., Instrument Number D203218782, O.P.R.T.C.T. and Boundary Agreement Volume 6894, Page 963, D.R.T.C.T., said 1 inch iron rod bears N 88° 51' 50" E, a distance of 3.73 feet from the northwest corner of said Fox tract and the southwest corner of said Teague tract in the east right-of-way line of Teague road, a variable with right-of-way, no deed of record found;

THENCE North 88° 51' 50" E, along the north line of said Fox tract and the south line of said Teague tract, a distance of 126.80 feet to a found 1/2 inch iron rod for the northeast corner of said Fox tract, the north west corner of said Simmons tract and the **POINT OF BEGINNING** (N: 6,895,780.058, E: 2,361,629.932 Grid);

- (1) **THENCE** North 88° 51' 50" E, along the north line of said Simmons tract, south line of said Teague tract and the north line of the tract herein described, a distance of 441.18 feet to a set 5/8 inch iron rod with TranSystems cap;
- (2) **THENCE** South 73° 49' 28" W, a distance of 113.33 feet to a point;
- (3) **THENCE** South 67° 09' 35" W, a distance of 326.10 feet to a point;
- (4) **THENCE** South 88° 51' 50" W, a distance of 34.74 feet to a set 5/8 inch iron rod with TranSystems cap in the west line of said Simmons tract and the east line of said Fox tract;
- (5) **THENCE** North 1° 08' 59" E, along the west line of said Simmons tract and the east line of said Fox tract, a distance of 150.12 feet to the **POINT OF BEGINNING**, containing 0.770 acres (33,550 square feet) of land more or less.

NOTE: Basis of bearing is the Texas State Plane Coordinate System, North Central Zone (4202), North American Datum 1983 (NAD 83)(2007) with all distances adjusted to surface by project combined scale factor of 0.9998802448.

NOTE: Plat to accompany this legal description.

I do certify on this 17th day of October 2016, to Fidelity National Title Insurance Company and Tarrant Regional Water District, that a survey was made on the ground as per the field notes shown on this survey and is true and correct according to the standards of the Texas Society of Professional Surveyors Standards and Specifications for a Category 2, Condition III Survey, and accurate as to the boundaries and areas of the subject property and the size, location and type of buildings and improvements, if any, and shows the location of all visible easements and rights-of-way and the rights-of-way, easements and other matters of record as listed in Schedule B of the Commitment for Title issued by Fidelity National Title Insurance Company, with an effective date of August 21, 2016, issued date of September 6, 2016, GF # FT244122-4412200610 affecting the subject property and listed in Exhibit "A-1" attached hereto.

Except as shown on the survey: (i) there are no visible encroachments upon the subject property by visible improvements on adjacent property, (ii) there are no visible encroachments on adjacent property, streets or alleys by any visible improvements on the subject property, and (iii) there are no visible conflicts or discrepancies.

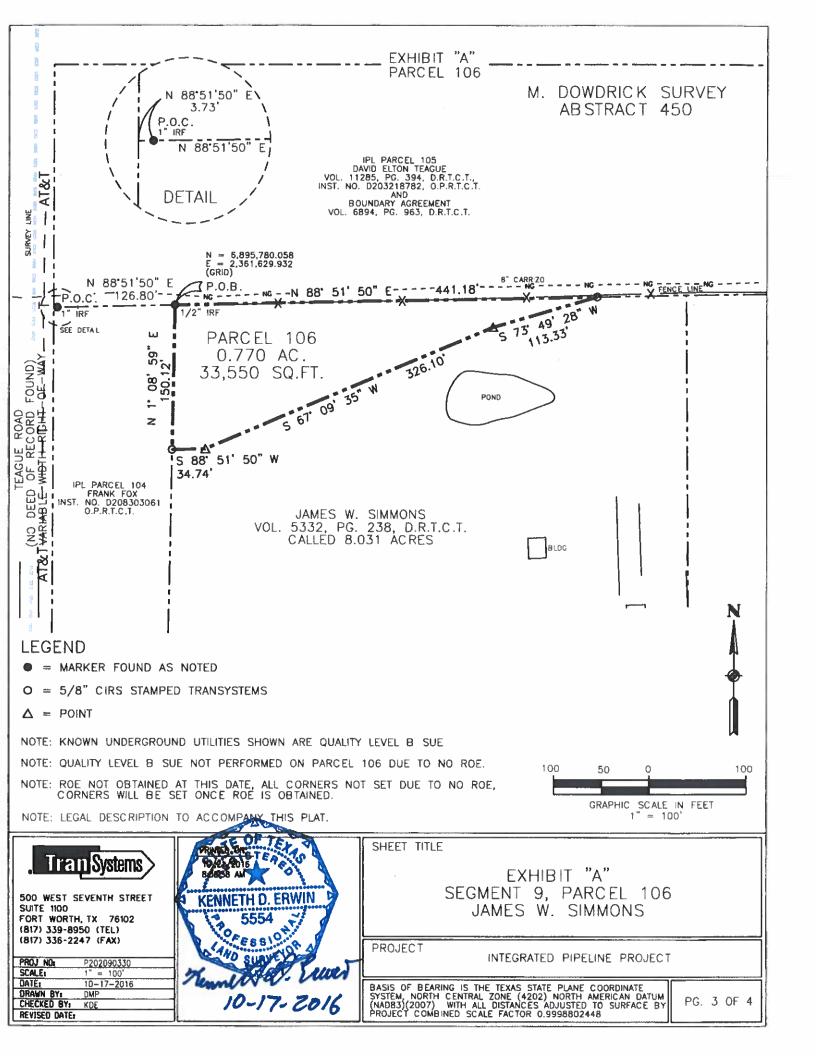
This survey substantially complies with the current Texas Society of Professional Surveyors Standards and Specifications for a Category 2, Condition III Survey.

Luver

Kenneth D. Erwin Registered Professional Land Surveyor Texas Registration Number 5554

Dated: 10-17-2016





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EXHIBIT "A" Property Description

Being 11.283 acres (491,484 square feet) of land out of the Micajah Autrey Survey, Abstract Number 13, Navarro County, Texas, and more particularly that certain 156.85 acre tract of land conveyed to Frances I. Lee, Nancy L. Pitsch, deceased, her heirs and assigns and Johnnie B. Coyner by deed recorded in Volume 695, Page 517, Deed Records, Navarro County, Texas (D.R.N.C.T.) and conveyed to Eileen Scott Safford by deed recorded in Instrument Number 00003715, Official Public Records, Navarro County, Texas (O.P.R.N.C.T.), and being further described as follows:

COMMENCING at the Southwesterly corner of that certain tract of land conveyed to Joe L. White and wife, Velma B. White by deed recorded in Volume 1410, Page 803, D.R.N.C.T. and being in the existing Northerly right-of-way line of Union Pacific Railroad, No Deed of Record Found (100' wide right-of-way), from which a found 1-1/2 inch iron pipe bears S 23°41'02" E, 2.99 feet;

THENCE S 11°01'01" E, departing the existing Northerly right-of-way line of said Union Pacific Railroad, a distance of 100.00 feet to a point in the Northerly line of said Lee, et al tract and in the existing Southerly right-of-way line of said Union Pacific Railroad;

THENCE N 78°58'59" E, along the Northerly line of said Lee, et al tract and the existing Southerly right-of-way line of said Union Pacific Railroad, a distance of 779.69 feet to a set 5/8 inch iron rod with TranSystems cap for the Northwesterly corner and **POINT OF BEGINNING** of the tract herein described (N: 6,736,938.933, E: 2,664,042.654 Grid);

- (1) THENCE N 78°58'59" E, continuing along the Northerly line of said Lee, et al tract and the existing Southerly right-of-way line of said Union Pacific Railroad, a distance of 136.34 feet to a set 5/8 inch iron rod with TranSystems cap for the Northeasterly corner of said Lee, et al tract and the Northwesterly corner of that certain tract of land conveyed to Bobby McQuary by deed recorded in Volume 1209, Page 628, D.R.N.C.T., also being the Northeasterly corner of the tract herein described;
- (2) THENCE S 30°46'44" E, departing the Northerly line of said Lee, et al tract and the existing Southerly right-of-way line of said Union Pacific Railroad, and along the Easterly line of said Lee, et al tract and the Westerly line of said McQuary tract and the Easterly line of the tract herein described, a distance of 2,986.84 feet to a set 5/8 inch iron rod with TranSystems cap for an angle point;
- (3) THENCE S 20°02'33" E, departing the Easterly line of said Lee, et al tract and the Westerly line of said McQuary tract and continuing along the Easterly line of the tract herein described, at a distance of 1,070.43 feet passing a set 5/8 inch iron rod with TranSystems cap for reference, continuing a total distance of 1,135.43 feet to the point of intersection with the Southerly line of said Lee, et al tract and the Northerly line of that certain tract of land conveyed to The Hunter Lynn Cherry and Brooke Ashley Cherry Trust by deed recorded in Volume 1338, Page 151, D.R.N.C.T. and being in the center of Rush Creek, being the Southeasterly corner of the tract herein described;

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- (4) **THENCE** S 77°56'14" W, along the Southerly line of said Lee, et al tract and the Northerly line of said Cherry tract, and along the center of said Rush Creek and the Southerly line of the tract herein described, a distance of 20.27 feet to an angle point;
- (5) **THENCE** N 82°44'45" W, continuing along the Southerly line of said Lee, et al tract and the Northerly line of said Cherry tract, and along the center of said Rush Creek and the Southerly line of the tract herein described, a distance of 84.33 feet to an angle point;
- (6) THENCE N 81°57'02" W, continuing along the Southerly line of said Lee, et al tract and the Northerly line of said Cherry tract, and along the center of said Rush Creek and the Southerly line of the tract herein described, a distance of 54.48 feet to an angle point;
- (7) **THENCE** S 60°06'17" W, continuing along the Southerly line of said Lee, et al tract and the Northerly line of said Cherry tract, and along the center of said Rush Creek and the Southerly line of the tract herein described, a distance of 7.03 feet to the Southwesterly corner of the tract herein described;
- (8) THENCE N 20°02'33" W, departing the Southerly line of said Lee, et al tract and the Northerly line of said Cherry tract, and the center of said Rush Creek, and along the Westerly line of the tract herein described, at a distance of 55.00 feet passing a set 5/8 inch iron rod with TranSystems cap for reference, continuing a total distance of 1,426.62 feet to a set 5/8 inch iron rod with TranSystems cap for an angle point;
- (9) **THENCE** N 31°57'19" W, continuing along the Westerly line of the tract herein described, a distance of 2,623.45 feet to a set 5/8 inch iron rod with TranSystems cap for an angle point;
- (10) THENCE N 19°12'16" W, continuing along the Westerly line of the tract herein described, a distance of 31.87 feet to the POINT OF BEGINNING, containing 11.283 acres (491,484 square feet) of land, more or less.

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NOTE: Basis of bearing is the Texas State Plane Coordinate System, North Central Zone (4202), North American Datum 1983 (NAD 83)(2007) with all distances adjusted to surface by project combined scale factor of 0.9999460030.

NOTE:Plat to accompany this legal description.

I do certify on this 20th day of February, 2015 to First American Title Insurance Company, and Tarrant Regional Water District, that a survey was made on the ground as per the field notes shown on this survey and is true and correct according to the standards of the Texas Society of Professional Surveyors Standards and Specifications for a Category 2, Condition IV Survey, and accurate as to the boundaries and areas of the subject property and the size, location and type of buildings and improvements, if any, and shows the location of all visible easements and rights-of-way and the rights-of-way, easements and other matters of record as listed in Schedule B of the Commitment for Title issued by First American Title Insurance Company, with an effective date of August 18, 2014, issued date of August 26, 2014, GF #CT13-180-F affecting the subject property and listed in Exhibit "A-1" attached hereto.

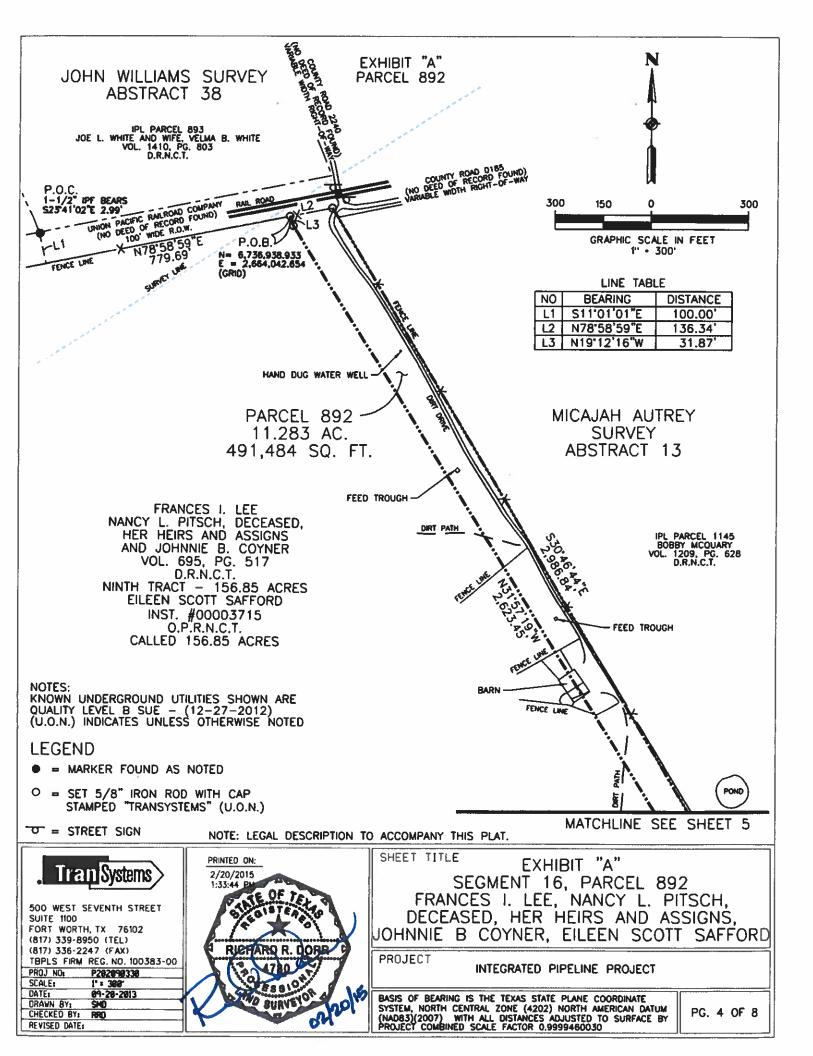
Except as shown on the survey: (i) there are no visible encroachments upon the subject property by visible improvements on adjacent property, (ii) there are no visible encroachments on adjacent property, streets or alleys by any visible improvements on the subject property, and (iii) there are no visible conflicts or discrepancies.

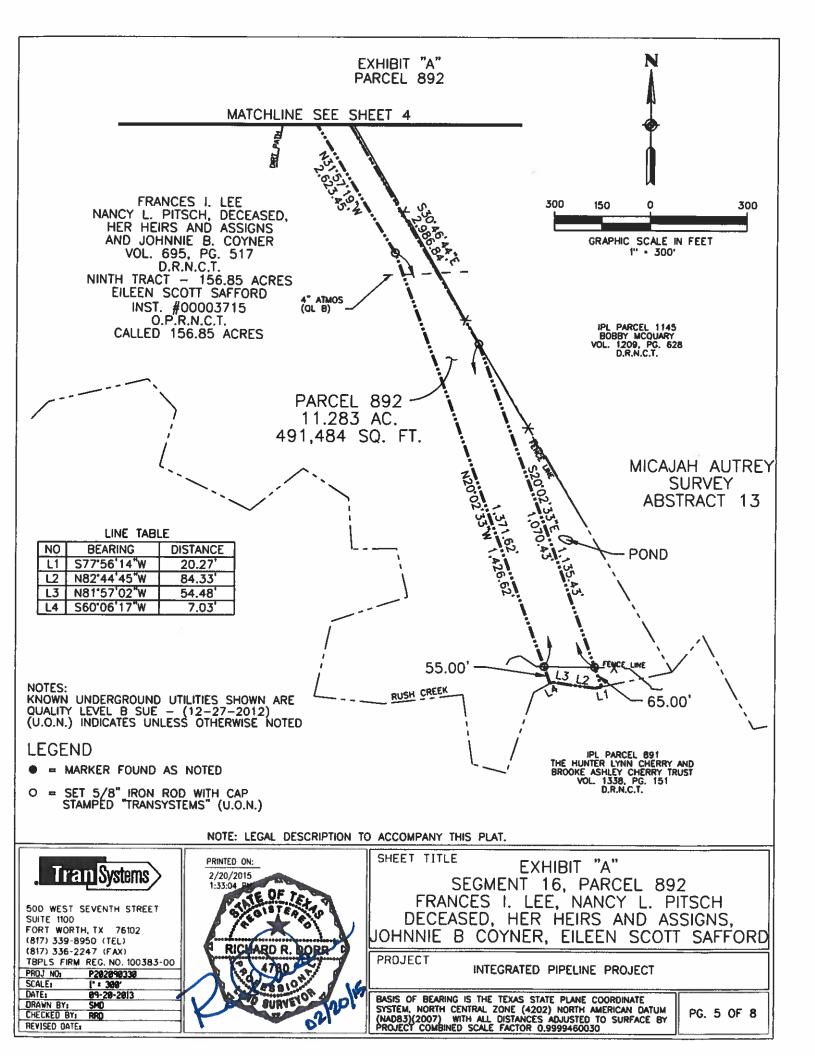
This survey substantially complies with the current Texas Society of Professional Surveyors Standards and Specifications for a Category 2, Condition IV Survey.

Richard R. Dorr Registered Professional Land Surveyor Texas Registration Number 4780

Dated: 02/20/15







In addition, the staff of TRWD are granted authority to execute all documents necessary to complete these transactions and to pay all reasonable and necessary closing and related costs incurred with these acquisitions. Director Hill seconded the motion and the vote in favor was unanimous.

15.

Director Hill made a motion to have a standing agenda item regarding the Trinity River Vision project. Director King seconded the motion and the vote in favor was unanimous.

16.

The next board meeting was scheduled for January 15, 2019 at 9:00 A.M.

17.

There being no further business before the Board of Directors, the meeting was adjourned.

President

Jeal m. King