

MINUTES OF A MEETING OF THE BOARD OF DIRECTORS OF
TARRANT REGIONAL WATER DISTRICT
HELD ON THE 21st DAY OF JANUARY 2020 AT 9:00 A.M.

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

Present

Jack Stevens
Marty Leonard
Leah King
James Hill

Absent

Jim Lane

Also present were Jim Oliver, Alan Thomas, Dan Buhman, Norman Ashton, Darrell Beason, Linda Christie, Megan Cowan, Samantha Drumm, Jason Gehrig, Rachel Ickert, Nancy King, Dave Marshall, Jennifer Mitchell, Brianna Morris, Sandy Newby, Tina Nikolic, Rick Odom, Wayne Owen and Ed Weaver of the Tarrant Regional Water District (District or TRWD).

Also in attendance were George Christie, Lee Christie, Ethel Steele, and Jeremy Harmon of Pope, Hardwicke, Christie, Schell, Kelly & Taplett, L.L.P., General Counsel for the District; Christine Jacoby of Freese and Nichols; John Aughinbaugh of Project Management Associates; Max Baker; Marice Richter of Fort Worth Business Press; Denis Qualls of City of Dallas Water Utilities; Luke Ranker of Fort Worth Star-Telegram; Mike Mazzanti of Mazzanti & Associates LLC; C.B. Team of Ellis & Tinsley, Inc.; Laura Alexander of Hilltop Securities; Bill Pembroke of KIT Professionals, Inc; Molly Carson of McCall Parkhurst & Horton LLP; Doug Varner of CDM Smith; Nicole Kintop Smith of Kintop Smith, PLLC; and Ignacio Cadena of Black & Veatch.

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.

2.

Public Comment

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

3.

On a motion made by Director King and seconded by Director Leonard, the Directors voted unanimously to approve the minutes from the Board meeting held on December 17, 2019. It was accordingly ordered that these minutes be placed in the permanent files of the District.

4.

With the recommendation of management, Director Leonard moved to approve the District’s Comprehensive Annual Financial Report for the Year Ended September 30, 2019. 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 issuance, sale, and delivery of Tarrant Regional Water District, a Water Control and Improvement District, Water Revenue Refunding Bonds, Taxable Series 2020, pledging revenues for the payment of the bonds, approving an official statement, and authorizing other instruments and procedures relating thereto. Director

Leonard seconded the motion and the vote in favor was unanimous.

6.

With the recommendation of management, Director Hill moved to approve an amendment to the Professional Services Agreement with Willis Towers Watson Insurance Services West, Inc. in the not-to-exceed amount of \$698,887 for Broker and Administrator Services for a period of 5 years for a second Rolling Owner Controlled Insurance Program for the Integrated Pipeline Project. Funding for this agreement is included in the Bond Fund. Director Leonard seconded the motion and the vote in favor was unanimous.

7.

With the recommendation of management, Director Leonard moved to approve release of retainage in the amount of \$7,034.40, final payment and contract closeout with Sturm Welding, Inc. for replacement piping at the George W. Shannon Wetlands. Director Hill seconded the motion and the vote in favor was unanimous.

8.

With the recommendation of management, Director King moved to approve release of retainage, final payment in the amount of \$14,615.32, and contract closeout with North Rock Construction, LLC for construction of the Riverglen Trailhead, contingent upon receipt of final closeout documents. Director Hill seconded the motion and the vote in favor was unanimous.

9.

With the recommendation of management, Director King moved to approve a reconciliation change order in the amount of \$479,074.59 with BAR Constructors, Inc. for reconciliation of unused additional unit price extra work items and allowance items for the

Kennedale Balancing Reservoir Pressure Reducing Station of the Integrated Pipeline. Director Hill seconded the motion and the vote in favor was unanimous.

10.

With the recommendation of management, Director Leonard moved to approve release of retainage, final payment in the amount of \$349,615.28, and contract closeout with BAR Constructors, Inc. for the Kennedale Balancing Reservoir Pressure Reducing Station of the Integrated Pipeline. Director King seconded the motion and the vote in favor was unanimous.

11.

With the recommendation of management, Director Hill moved to approve release of retainage, final payment in the amount of \$21,308.58, and closeout of the contract with R. E. Monks Inc. for the Joint Booster Pump Station Number 3 Reservoir Restoration Project of the Integrate Pipeline Project. Director King seconded the motion and the vote in favor was unanimous.

12.

With the recommendation of management, Director King moved to approve a reconciliation change order in the amount of \$360,793.16 with Thalle Midlothian Partners for the Integrated Pipeline Project Sections 12 and 13 and the Midlothian Balancing Reservoir. Director Hill seconded the motion and the vote in favor was unanimous.

13.

With the recommendation of management, Director Leonard moved to approve a contract in a not-to-exceed amount of \$302,690 with CDM Smith for engineering design and construction services at the Richland-Chambers Waxahachie Booster Pump

Stations. Funding for this item is included in the Fiscal Year 2020 Revenue Fund. Director Hill seconded the motion and the vote in favor was unanimous.

14.

With the recommendation of management, Director Leonard moved to approve a contract in the not-to-exceed amount of \$120,342 with Azcarate and Associates Consulting Engineers for engineering design and construction services at the Richland-Chambers Booster Pump Station in Waxahachie. Funding for this item is included in the Fiscal Year 2020 Revenue Fund. Director King seconded the motion and the vote in favor was unanimous.

15.

With the recommendation of management, Director Hill moved to approve a contract in the amount of \$135,000 with National Oilwell Varco, L.P. for procurement of pump motor exciter kits at Waxahachie Richland-Chambers High Capacity Booster Pump Station. Funding for this item is included in the Bond Fund. Director Leonard seconded the motion and the vote in favor was unanimous.

16.

With the recommendation of management, Director King moved to approve a media buy in an amount not-to-exceed \$381,000 with Open Channels Group, LLC for the Fiscal Year 2020 Reverse Litter campaign. Funding for this item is included in the Fiscal Year 2020 General Budget. Director Hill seconded the motion and the vote in favor was unanimous.

17.

Trinity River Vision Authority (TRVA) Board Members Jim Oliver and James Hill

presented an update regarding the TRVA Board.

18.

Staff Updates

- Public Art
- Water Resources Update
- Trinity River Vision Project Funding

The Board of Directors recessed for a break from 10:02 a.m. to 10:10 a.m.

19.

The presiding officer next called an executive session at 10:10 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. Robert L. West, Pamela Kay West and Clay O'Daniel*, Cause No. 14-C-3452 in the County Court at Law No. 1 of Ellis County, Texas). Section 551.072 to Deliberate the Purchase, Exchange, Lease or Value of Real Property; Section 551.074 Regarding Personnel Matters; and Section 551.076 to Deliberate Regarding Security Personnel, Devices or Audits. Upon completion of the executive session at 10:17 a.m., the President reopened the meeting.

20.

With the recommendation of management, Director Leonard moved to approve capital expenditures for the Joint Cedar Creek Lake Pump Station 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.

**Tarrant Regional Water District
Board of Directors Meeting - January 2020
Capital Expenditures for JCC1 Network and Security**

Project	Vendor	Amount	Purpose	Budget
Joint Cedar Creek Lake Pump Station (JCC1)	Knight Security	\$ 76,719.00	Includes cameras, access control and support software and equipment. Necessary to effectively secure and monitor the JCC 1 site. The purchase will be made utilizing Texas DIR Contracts in accordance with Government Code 2054.0565.	Bond
Joint Cedar Creek Lake Pump Station (JCC1)	Flair Data Systems	\$ 200,000.00	Includes network equipment required to meet JCC 1 SCADA and security needs. The purchase will be made utilizing Texas DIR Contracts in accordance with Government Code 2054.0565.	Bond
Joint Cedar Creek Lake Pump Station (JCC1)	Flair Data Systems	\$ 38,036.00	Warranty for Rugged Series Network Switch gear purchased under the previous line. The purchase will be made in accordance with Local Government Code 252.021.	Bond

21.

With the recommendation of management and General Counsel, Director King moved to approve the settlement of claims in the Integrated Pipeline Project – West (372) lawsuit for payment in the sum of \$80,000. Funding for this settlement is included in the Bond Fund. Director Hill seconded the motion and the vote in favor was unanimous.

22.

There were no future agenda items approved.

23.

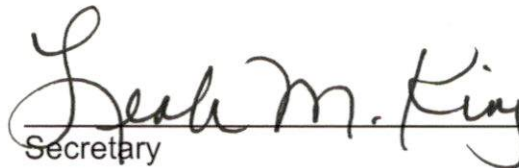
The next board meeting was scheduled for February 18, 2020 at 9:00 a.m.

24.

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



President



Secretary