

MINUTES OF A MEETING OF THE BOARD OF DIRECTORS OF  
TARRANT REGIONAL WATER DISTRICT  
HELD ON THE 19<sup>th</sup> DAY OF JANUARY 2021 AT 9:00 A.M.

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

Present  
Jack Stevens  
Marty Leonard  
Leah King  
James Hill  
Jim Lane

Director Stevens appeared in person. Directors Leonard, Lane, King, and Hill appeared via videoconference. Also present were Jim Oliver, Alan Thomas, Dan Buhman, Steve Christian, Linda Christie, Ellie Garcia, Jason Gehrig, Rachel Ickert, Nancy King, Chad Lorange, Mick Maguire, Sandy Newby, Wayne Owen, and Ed Weaver of the Tarrant Regional Water District (District or TRWD).

Also in attendance, in person or by videoconference, were Lee F. Christie, Ethel Steele and Jeremy Harmon of Pope, Hardwicke, Christie, Schell, Kelly & Taplett, L.L.P., General Counsel for the District; Mark Mazzanti of Mazzanti & Associates LLC; Andy Taft of Downtown Fort Worth, Inc.; Tonya Tarpeh of West & Associates, LLP; Molly Carson and Alan Raynor of McCall, Parkhurst & Horton, L.L.P.; Laura Alexander of Hilltop Securities Inc.; and Tracey Guidry Cooley and Francis Croos Moraes of Deloitte & Touche LLP.

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.

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

3.

On a motion made by Director Leonard and seconded by Director King, the Directors voted unanimously to approve the minutes from the Board meeting held on December 15, 2020. It was accordingly ordered that these minutes be placed in the permanent files of the District.

4.

Andy Taft, President of Downtown Fort Worth, Inc., gave a presentation on Heritage and Paddock Parks and Courthouse Pedestrian Improvement Projects.

5.

With the recommendation of management, Director Hill moved to approve a resolution authorizing the issuance, sale, and delivery of Tarrant Regional Water District, a Water Control and Improvement District, Water Transmission Facilities Contract Revenue Bonds (City of Dallas Project), Series 2021A, 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 King moved to approve a resolution authorizing the issuance, sale, and delivery of Tarrant Regional Water District, a Water Control and Improvement District, Water Transmission Facilities Contract Revenue Refunding Bonds (City of Dallas Project), Taxable Series 2021B, pledging

revenues for the payment of the bonds, approving an official statement, and authorizing other instruments and procedures relating thereto. Director Hill seconded the motion and the vote in favor was unanimous.

7.

Tracey Guidry Cooley and Francis Croos Moraes of Deloitte & Touche LLP presented their report on the District's Comprehensive Annual Financial Report for the Year Ended September 30, 2020. Director Leonard moved to approve same. Director Lane seconded the motion and the vote in favor was unanimous.

8.

With the recommendation of management, Director Leonard moved to approve a change in calculation of retainage held for Thalle Midlothian Partners, LLC to 2.5% of the contract price (equal to \$1,145,687.77) and partial release of retainage in the amount of \$1,145,687.77 for Sections 17 and 18 of the Integrated Pipeline Project. All remaining contract payments are to be made in full, the Board having found that over 50% of the work has been completed, that satisfactory progress is being made and that the amount retained is in excess of the amount adequate for the protection of the District. However, any changes to the contract price by change order or alternate base bid work for the project will require adjustment to the retainage schedule. In addition, the General Manager, or his designee, is granted authority to execute all documents associated with this item. Director King seconded the motion and the vote in favor was unanimous.

9.

With the recommendation of management, Director King moved to approve a contract in an amount not-to-exceed \$88,555 with Climatec, LLC for the coordination, installation, graphics and programming of Alerton Ascent Control Modules, two per site

at five District microwave tower building locations. Funding for this item is included in the Fiscal Year 2021 Revenue Fund Budget. Director Hill seconded the motion and the vote in favor was unanimous.

10.

With the recommendation of management, Director Leonard moved to approve a change order in the amount of \$304,668 with Val-Matic Valve and Manufacturing Corporation to manufacture, assemble, and deliver one additional 72-inch diameter butterfly valve and one additional 90-inch diameter butterfly valve for the Kennedale Balancing Reservoir (KBR) expansion project, the Board having found the change order to be necessary and beneficial to the District. Funding for this item is included in the Bond Fund. Director Hill seconded the motion and the vote in favor was unanimous.

11.

With the recommendation of management, Director Hill moved to approve a contract in an amount not-to-exceed \$207,050 with Diamond Fiberglass for the purchase of a fiberglass storage tank for the back-up sodium hypochlorite feed facility at Richland-Chambers Lake Pump Station. Funding for this item is included in the Bond Fund. Director Leonard seconded the motion and the vote in favor was unanimous.

12.

Trinity River Vision Authority (TRVA) Board Member James Hill presented an update regarding the TRVA Board.

13.

With the recommendation of management, Director Leonard moved to approve calling an election to fill three (3) positions on the District's Board of Directors to be held on Saturday, May 1, 2021. In addition, the District Election Officer is granted authority to

sign a contract with the Tarrant County Elections Administrator's Office to conduct the election. Funding for this item is included in the Fiscal Year 2021 General Fund Budget. Director King seconded the motion and the vote in favor was unanimous.

14.

With the recommendation of management, Director Leonard moved to approve appointment of Ellie Garcia as District Election Officer. In addition, the District Election Officer is granted permission to execute contracts with the County Election Administrator's Office to conduct elections, to make arrangements for holding of elections, and for the payment of expenses and fees of holding elections. Director Hill seconded the motion and the vote in favor was unanimous.

16.

The Board next held an Executive Session commencing at 9:57 a.m. under 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; Section 551.072 to Deliberate the Purchase, Exchange, Lease or Value of Real Property; Section 551.074 Regarding Personnel Matters; and Section 551.076 Regarding the Deployment, or Specific Occasions for Implementation, of Security Personnel or Devices.

Upon completion of the executive session at 10:39 a.m., the President reopened the meeting.

17.

With the recommendation of management, Director Hill moved to approve a contract in the amount of \$546,892.37 with Flair Data Systems to purchase hardware,

software, and support to complete network and server infrastructure. Funding for this item is included in the Bond Fund. Director Lane seconded the motion and the vote in favor was unanimous.

18.

With the recommendation of management and General Counsel, Director Lane moved to approve the proposed settlement of claims in the Integrated Pipeline Project - Smith (826) lawsuit for the amount of \$160,000. Funding for this item is included in the Bond Fund. Director Leonard seconded the motion and the vote in favor was unanimous.

15.

#### Staff Updates

- TRVA Update
- Water Resources Update

19.

There were no future agenda items approved.

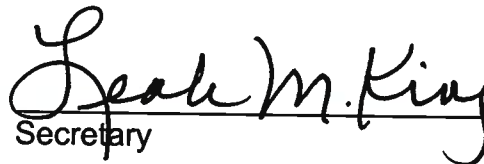
20.

The next board meeting was scheduled for February 16, 2021 at 9:00 a.m.

21.

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

  
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President

  
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Secretary