

MINUTES OF A MEETING OF THE BOARD OF DIRECTORS OF
TARRANT REGIONAL WATER DISTRICT
HELD ON THE 20th DAY OF JUNE 2023 AT 9:00 A.M.

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

Present

Leah King
Mary Kelleher
C.B. Team
Paxton Motheral

Absent

James Hill

Also present were Alan Thomas, Crystal Alba, Frank Beaty, Lisa Cabrera, Steve Christian, Linda Christie, Jason Gehrig, Kelly Harper, Zach Hatton, Rachel Ickert, Courtney Kelly, Sandy Newby, Stephen Tatum, Devin Taylor, and Ed Weaver of the Tarrant Regional Water District (District or TRWD).

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 was received from Lavonne Cockrell, who spoke regarding transparency. Public comment was received from Lon Burnam, who spoke regarding two agenda items.

3.

Secretary Kelleher assumed chairmanship of the meeting for agenda item number 3 to preside over the election of officers process per Board Governance Policy 3.6. Director Team nominated Leah King for President, James Hill for Vice President and Mary

Kelleher for Secretary. Director Motheral seconded the motion and the votes were 4 in favor, 0 against. President King then resumed chairmanship of the meeting.

4.

Director Motheral moved to approve the minutes from the meeting held on May 16, 2023. Director Team seconded the motion, and the votes were 4 in favor, 0 against. It was accordingly ordered that these minutes be placed in the permanent files of the District.

5.

With the recommendation of management, Director Team moved to approve the consent agenda which includes operations and maintenance expenditures and human resources expenditures. Consent agenda items are detailed in the attached spreadsheet. Funding for these items is included in the Fiscal Year 2023 General and Revenue Fund Budgets. Director Kelleher seconded the motion, and the votes were 4 in favor, 0 against.

**Tarrant Regional Water District
June 20, 2023 Board of Directors Meeting
Consent Agenda**

OPERATIONS AND MAINTENANCE EXPENDITURES

Project	Vendor	Amount	Purpose	Budget	
1 Contract for Richland-Chambers Compound Pavement Resurfacing	Premier Industrial Services, LLC	\$271,000	The asphalt pavement within the Richland-Chambers compound is more than 20 years old, has reached the end of its useful life, and requires resurfacing. The pavement serves as entry roads, parking lots, and service roads. Approximately 50% of the pavement has deteriorated as evidenced by visible cracks and potholes. Failure to perform this project will likely result in significant additional expenses caused by base failure and ongoing road deterioration. The project consists of repairing potholes, filling cracks, and installing two courses of penetrating chip seal to 19,000 square yards of pavement.	Revenue	\$300,000

HUMAN RESOURCE EXPENDITURES

Project	Vendor	Amount	Purpose	Budget	
2 Contract for Wellness Platform Services	The Vitality Group, LLC	\$6.90 per employee per month; current estimated annual cost is \$28,980	The District prioritizes the health of its employees and aims to provide resources and tools to improve their wellbeing. Vitality Wellness Platform Services provide employees an opportunity to engage in everyday wellness activities and track their annual biometric screening results. The proposed contract would commence upon August 1, 2023 and terminate on July 31, 2024 with an option to renew for four (4) additional one-year periods with acceptable performance and fees.	General	\$75,000
Approximate Total		<u><u>\$299,980.00</u></u>		Total	<u><u>\$375,000</u></u>

6.

With the recommendation of management, Director Team moved to approve a contract in an amount not-to-exceed \$332,775 with Rexa, Inc. for the purchase three (3) electro-hydraulic actuators for the Richland-Chambers low-capacity Waxahachie pump station. Funding for this item is included in the Fiscal Year 2023 Revenue Fund Budget. Director Kelleher seconded the motion, and the votes were 4 in favor, 0 against.

7.

With the recommendation of management, Director Team moved to approve a contract in an amount not-to-exceed \$2,684,622 with Val-Matic Valve & Manufacturing Corp. to manufacture, assemble, and deliver three (3) 90-inch diameter and two (2) 102-inch diameter butterfly valves for the Cedar Creek Section II Pipeline Replacement project, one (1) 90-inch diameter butterfly valve for isolation on the Richland-Chambers Ennis Booster Pump Station Discharge Header Piping, and two (2) 84-inch diameter butterfly valves for the Benbrook Connection Pipeline at Rolling Hills Booster Pump Station. Funding for this item is included in the Bond Fund. Director Motheral seconded the motion, and the votes were 4 in favor, 0 against.

8.

With the recommendation of management, Director Motheral moved to approve a contract in an amount not-to-exceed \$289,755 with Black & Veatch Corp. for engineering services for the Power Resilience Study project. These engineering services include study phase and conceptual design investigation services. Funding for this item is included in the Fiscal Years 2023 and 2024 Revenue Fund Budgets. Director Kelleher seconded the motion, and the votes were 4 in favor, 0 against.

9.

With the recommendation of management, and subject to a correction of item 4 in the staff memo, Director Team moved to approve a credit change order in the amount of (\$411,311.98) with Ebara Corp. for programming modifications, motor sensors, contract set-offs and unused contract allowance items remaining in Procurement Package 09 - Pumps, Motors and Drives for Joint Cedar Creek Lake Pump Station Contract. Item No. 4 of the staff memo is corrected to read as follows: Item No. 4: The project included a Factory Witness Travel Allowance of \$350,000. A total of \$227,392.23 was used for factory witness travel. The remaining \$122,607.77 is unused and the amount reduced from contract. The current contract price is \$12,743,890 and the revised not to exceed contract amount, including this change order, will be \$12,332,578.02. In addition, authority is granted to the General Manager or his designee to execute all documents associated with the contract amendment. Funding for this item is included in the Bond Fund. Director Motheral seconded the motion, and the votes were 4 in favor, 0 against.

10.

With the recommendation of management, Director Kelleher moved to approve final payment in the amount of \$48,065.57, and contract closeout with Ebara Corp. for Procurement Package 09 - Pumps, Motors and Drives for Joint Cedar Creek Lake Pump Station of the Integrated Pipeline Project. The original contract value was \$12,694,890 and with approved change orders to date totaling \$(362,311.98) puts the final contract value at \$12,332,578.02. In addition, authority is granted to the General Manager or his designee to execute all documents associated with the contract amendment. Funding for this item is included in the Bond Fund. Director Team seconded the motion, and the votes were 4 in favor, 0 against.

11.

With the recommendation of management, President King moved to approve insurance renewal for a one-year period in the amount of \$996,882 for Property Lines of Coverage, \$229,834 for Casualty Lines of Coverage, and Workers Compensation Coverage with Sedgwick as the selected vendor of the Texas Water Conservation Association Risk Management Fund, a self-insurance pool formed by Texas water districts and authorities to provide expert resources and access to a customized insurance program for its members. The cost of Workers Compensation coverage will be based on actual salaries multiplied by job classification rates and the TRWD experience modifier. Funding for this item is included in the Fiscal Year 2024 General Fund Budget. Director Team seconded the motion, and the votes were 4 in favor, 0 against.

12.

With the recommendation of management, President King moved to approve a contract in an amount not-to-exceed \$171,500 with Mercer, LLC to conduct a Total Rewards Study, which includes job description harmonization, compensation benchmarking, total rewards assessment, compensation strategy development, and administrative guidelines advancement. Funding for this item is included in the Fiscal Year 2023 General Fund Budget. Director Kelleher seconded the motion, and the votes were 4 in favor, 0 against.

13.

President King led a discussion regarding potential action by the Board to recognize and honor service to both the community and the Board by past Board members Jim Lane and Marty Leonard. President King moved to name the future District Operations Facility in honor of Jim Lane and the future Cedar Creek Wetlands in honor

of Marty Leonard. Director Kelleher seconded the motion and the votes were 4 in favor, 0 against. Director Motheral requested management investigate how other municipalities and government agencies name facilities in order to create a formal policy. President King directed staff to bring a draft policy to the board for consideration in the near future.

14.

Staff Updates

- Water Resources Update presented by Rachel Ickert, Chief Water Resources Officer
- MWBE Vendor Participation Update presented by Crystal Alba, Diverse Business Specialist

The Board of Directors recessed for a break from 10:10 a.m. to 10:16 a.m.

15.

The Board next held an Executive Session commencing at 10:16 a.m. under Section 551.071 of the Texas Government Code 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 Section 551.072 of the Texas Government Code to Deliberate the Purchase, Exchange, Lease or Value of Real Property.

Upon completion of the executive session at 10:46 a.m., the President reopened the meeting.

16.

With the recommendation of management and general counsel, Director Team moved to approve three (3) consents to assignment to assign the following agreements

from Brazos Electric Power Cooperative, Inc (Brazos) to Jack County Power LLC: 1) 2000 Additional Raw Water Supply Contract (as amended and assigned) between TRWD and Brazos, 2) 2004 Pipeline Easement and Right of Way Agreement from TRWD to Brazos, and 3) 2005 Pipeline Easement and Right of Way Agreement from TRWD to Brazos. Director Motheral seconded the motion, and the votes were 4 in favor, 0 against.

17.

With the recommendation of management and outside counsel, Director Team moved to approve the settlement of claims in the condemned property interests owned by Fredrick L. and Donna Jo Williams for IPL Parcel No. 732 in the amount of \$200,000. Funding for this item is included in the Bond Fund. Director Kelleher seconded the motion, and the votes were 4 in favor, 0 against.

18.

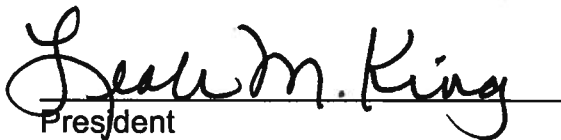
There were no future agenda items approved.

19.

The next board meetings were scheduled for July 17, 2023, at 3:00 p.m. and July 18, 2023, at 9:00 a.m.

20.

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



President



Secretary