MINUTES

OF THE

TRINITY RIVER AUTHORITY OF TEXAS

REGULAR MEETING OF THE BOARD OF DIRECTORS

Trinity River Authority of Texas
Board Room
5300 South Collins Street
Arlington, Tarrant County, Texas
February 26, 2025
10:30 a.m.

Pursuant to Article III, Section 2 of the Revised Bylaws of the Trinity River Authority of Texas, and as directed by the General Manager pursuant to instruction from the President, the Regular Meeting of the Board of Directors of the Trinity River Authority of Texas was called to order at 10:30 a.m. on Wednesday, February 26, 2025, at the Trinity River Authority of Texas' General Office, Board Room, 5300 South Collins Street, Arlington, Tarrant County, Texas, by the President, C. Dwayne Somerville.

Director Camp gave the invocation.

Director Steed led the meeting in the Pledge of Allegiance.

The Secretary, Alexis S. Long, then called roll. In calling roll, the Secretary announced that when the Directors acknowledged their presence, they would be considered to be in compliance with TEX. WATER CODE § 49.060. The following members of the Board of Directors were present:

Director Cathy Altman
Director Frederick C. Tate
Director Henry Borbolla III
Director Steven L. Roberts
Director Jeffrey H. Bradley
Director Megan W. Deen
Director John W. Jenkins
Director Kathryn Sanders Pyle
Director Gregory S. Wassberg
Director Casey Yeary Callas
Director Lisa A. Hembry
Director Benny L. Fogleman
Director Amir A. Rupani
Director Lewis H. McMahan
Director C. Cole Camp
Director C. Dwayne Somerville
Director Frank H. Steed, Jr.
Director Margaret S.C. Keliher

The following members of the Board of Directors were absent:

Director William O. Rodgers
Director Victoria K. Lucas
Director Brenda K. Walker
Director Jerry F. House
Director David G. Ward
Director David B. Leonard
Director Robert F. McFarlane

Members of the Staff present were:

J. Kevin Ward, General Manager
Alexis S. Long, Deputy General Counsel and Secretary, Board of Directors
Christine J. Epps, Chief Financial Officer
Douglas D. Haude, Executive Manager, Southern Region
Matthew S. Jalbert, Executive Manager, Northern Region
Gary N. Oradat, Executive Manager, PDCA
Tom Davies, Deputy Executive Manager, PDCA
Glenn C. Clingenpeel, Executive Manager, TSBP
Taylor L. Huynh, Executive Manager, Administrative Services
Douglas L. Short, Chief Information Officer
Kelly Davis, Manager, Engineering Services, PDCA
Brad T. Pierce, Manager, Planning and Design Services, PDCA
Robert Warren, Manager, Risk and Safety, Human Resources
Beverly Murphy, Internal Auditor
Amy M. Stelter, Manager, Governmental Relations
Vanassa L. Joseph, Communications Manager
Sujata Sherchan, Accounting Supervisor
Andrew Jordan, Manager, Security
Carol Claybrook, Executive Coordinator to the General Manager
Nathan Kocmoud, Multimedia Specialist, Communications
Jasmine Richardson, Multimedia Assistant, Communications
Mayra Cordova, Communications Coordinator
Caleb Naylor, Outreach & Communications Associate
Tina Sbriglia, Office Coordinator II, PDCA
Carlos Diaz, IT Support Clerk

Consultants present were:

Mary Williams, Hilltop Securities, Inc.
Michael J. Booth, Authority Counsel, Booth & Associates, P.C.
Jeff Gulbas, McCall, Parkhurst & Horton L.L.P.
Rami Issa, AECOM Technical Services, Inc.
Raj Mehta, Jacobs Engineering Group, Inc.
Nicole Conner, Kennedy/Jenks Consultants
Justin Reeves, Lockwood, Andrews & Newnam, Inc.

George Farah, Plummer Associates, Inc.
Craig Alexander, Bartlett & West, Inc.
Jimmy Didehbani, Bartlett & West, Inc.
Mohammad Bayan, Quiddity Engineers
Tim Kornegay, Quiddity Engineers
Travis Kelly, Freese and Nichols, Inc.
Anthony Samarripas, Kimley-Horn and Associates, Inc.
Jared Schmerse, Arcadis
Daniel Tremper, Dunaway Associates, L.P.
Roger Cooley, Wade Trim
Paul Banschbach, Garver, LLC
Trent Slovak, K Friese & Associates

Guest present was:

D. Joe McCleskey, former director

CERTIFICATION BY THE SECRETARY OF COMPLIANCE WITH THE OPEN MEETING REQUIREMENTS.

The Secretary certified the Authority's compliance with the open meeting requirements of the Government Code. TEX. GOV'T. CODE § 551.001 *et seq*. The "Open Meeting Submission" for the Board of Directors of the Trinity River Authority of Texas with notation of confirmation of receipt by the Secretary of State's office, and a copy of the "Notice of Open Meeting" with the County Clerk's notation of receipt are attached to the original Minutes.

APPROVAL OF THE MINUTES OF THE LAST BOARD MEETING.

Upon the motion of Director McMahan, seconded by Director Rupani, the Board of Directors unanimously approved the Minutes of the last meeting of the Board of Directors of the Trinity River Authority of Texas held December 4, 2024.

No public comments were received.

RECOGNITIONS BY THE GENERAL MANAGER.

1) "Best Places to Work in Texas" award and also the "Best Places to Work in State Government for Texas" award – commending Taylor Huynh, Authority staff, and Board of Directors

2) "Certificate of Achievement for Excellence in Financial Reporting" award – commending Christine Epps and the entire Finance Department

New Business:

A. INVESTMENT OFFICERS' REPORT.

Upon the motion of Director Roberts, seconded by Director Camp, the Board of Directors unanimously approved the Investment Officers' Report of the Trinity River Authority of Texas for the Fourth Quarter of Fiscal Year 2024.

B. SALARY ADMINISTRATION PLAN — REVISIONS TO MANAGEMENT STRUCTURE.

Upon the motion of Director Roberts, seconded by Director Jenkins, the Board of Directors unanimously approved the revisions to the Salary Administration Plan as reflected on Exhibit A to the memorandum.

C. CENTRAL REGIONAL WASTEWATER SYSTEM — METER STATION GROUPS 3-5 — ENGINEERING SERVICES AGREEMENT.

Upon the motion of Director McMahan, seconded by Director Hembry, the Board of Directors unanimously:

(a) Authorized the General Manager to execute the Engineering Services Agreement between the Trinity River Authority of Texas and Kimley-Horn and Associates, Inc., in the amount of $1,305,800 for Basic Services and $150,000 for Special Services for preliminary design engineering services associated with the Meter Station Groups 3-5 project for the Central Regional Wastewater System; and

(b) Authorized the General Manager to execute amendments to the compensation provisions of the Engineering Services Agreement between the Trinity River Authority of Texas and Kimley-Horn and Associates, Inc., as are deemed prudent in his judgment provided the same do not increase the total approved cost.

D. CENTRAL REGIONAL WASTEWATER SYSTEM — BEAR CREEK INTERCEPTOR RELIEF, PHASE 1 AND WF-G INTERCEPTOR RELOCATION — FIRST AMENDMENT — MATERIALS TESTING SERVICES AGREEMENT.

Upon the motion of Director McMahan, seconded by Director Deen, the Board of Directors unanimously authorized the General Manager to execute the First Amendment to the Materials Testing Services Agreement between the Trinity River Authority of Texas and Geotex Engineering, LLC, increasing the amount of Basic Consulting Services from $500,000 to $860,000 for materials testing services associated with the Bear Creek Interceptor Relief, Phase 1 and WF-G Interceptor Relocation for the Central Regional Wastewater System.

E. CENTRAL REGIONAL WASTEWATER SYSTEM — HEADWORKS A FINE SCREEN FACILITY — CHANGE ORDER NO. 19 — COMPROMISE AND SETTLEMENT AGREEMENT.

Upon the motion of Director McMahan, seconded by Director Hembry, the Board of Directors unanimously authorized the General Manager to execute the Compromise and Settlement Agreement and Change Order No. 19 between the Trinity River Authority of Texas and MWH Constructors, Inc., in the amount of $975,000 for the Headworks A Fine Screen Facility project at the Central Regional Wastewater System.

F. DENTON CREEK REGIONAL WASTEWATER SYSTEM — DENTON CREEK PRESSURE SYSTEM FORCE MAIN AND LIFT STATION IMPROVEMENTS — CONTRACT AWARD, ENGINEERING SERVICES AGREEMENT, AND MATERIALS TESTING SERVICES AGREEMENT.

Upon the motion of Director McMahan, seconded by Director Fogleman, the Board of Directors unanimously:

(a) Authorized the General Manager to award the contract between the Trinity River Authority of Texas and CLW Water Group, LLC, in the amount of $18,860,000 for the construction of the Denton Creek Pressure System Force Main and Lift Station Improvements for the Denton Creek Regional Wastewater System;

(b) Authorized the General Manager to execute the Engineering Services Agreement between the Trinity River Authority of Texas and Garver, LLC, in the amount of $890,000 for Basic Services and $110,000 for Special Services for construction administration engineering services associated with the Denton Creek Pressure System Force Main and Lift Station Improvements for the Denton Creek Regional Wastewater System;

(c) Authorized the General Manager to execute amendments to the compensation provisions of the Engineering Services Agreement between the Trinity River Authority of Texas and Garver, LLC, as are deemed prudent in his judgment provided the same do not increase the total approved cost; and

(d) Authorized the General Manager to execute the Materials Testing Services Agreement between the Trinity River Authority of Texas and TEAM Consultants, Inc., in the amount of $200,000 for construction materials testing services associated with the Denton Creek Pressure System Force Main and Lift Station Improvements for the Denton Creek Regional Wastewater System.

G. MOUNTAIN CREEK REGIONAL WASTEWATER SYSTEM — EMERGENCY POWER SYSTEM AND UNINTERRUPTIBLE POWER SUPPLY UPGRADES — CONTRACT AWARD, ENGINEERING SERVICES AGREEMENT, AND MATERIAL TESTING SERVICES AGREEMENT.

Upon the motion of Director McMahan, seconded by Director Camp, the Board of Directors unanimously:

(a) Authorized the General Manager to execute the contract between the Trinity River Authority of Texas and McDonald Municipal and Industrial, a Division of CF McDonald Electric, Inc., in the amount of $7,058,369 for construction of the Emergency Power System and Uninterruptible Power Supply Upgrades at the Mountain Creek Regional Wastewater System treatment plant;

(b) Authorized the General Manager to execute the Engineering Services Agreement between the Trinity River Authority of Texas and McCreary and Associates, Inc., in the amount of $360,150 for Basic Services and $50,000 for Special Services for construction administration engineering services associated with the Emergency Power System and Uninterruptible Power Supply Upgrades at the Mountain Creek Regional Wastewater System treatment plant;

(c) Authorized the General Manager to execute amendments to the compensation provisions of the Engineering Services Agreement between the Trinity River Authority of Texas and McCreary and Associates, Inc., as are deemed prudent in his judgment provided the same do not increase the total approved cost; and

(d) Authorized the General Manager to execute the Materials Testing Services Agreement between the Trinity River Authority of Texas and Kleinfelder, Inc., in the amount of $80,000 for construction materials testing services associated with the Emergency Power System and Uninterruptible Power Supply Upgrades at the Mountain Creek Regional Wastewater System treatment plant.

H. MOUNTAIN CREEK REGIONAL WASTEWATER SYSTEM — SOAP CREEK INTERCEPTOR EXTENSION — FIRST AMENDMENT — MATERIALS TESTING SERVICES AGREEMENT.

Upon the motion of Director McMahan, seconded by Director Jenkins, the Board of Directors unanimously authorized the General Manager to execute the First Amendment to the Materials Testing Services Agreement between the Trinity River Authority of Texas and Geotex Engineering, LLC, increasing the amount of Basic Consulting Services from $180,000 to $345,000 for materials testing services associated with the Soap Creek Interceptor Extension for the Mountain Creek Regional Wastewater System.

I. SOUTHERN REGION — ARC FLASH STUDY — ENGINEERING SERVICES AGREEMENT.

Upon the motion of Director McMahan, seconded by Director Fogleman, the Board of Directors unanimously:

(a) Authorized the General Manager to execute the Engineering Services Agreement between the Trinity River Authority of Texas and Arcadis U.S., Inc., in the amount of $193,600 for Basic Services and $30,000 for Special Services for engineering services associated with the Southern Region Arc Flash Study; and

(b) Authorized the General Manager to execute amendments to the compensation provisions of the Engineering Services Agreement between the Trinity River Authority of Texas and Arcadis U.S., Inc., as are deemed prudent in his judgment provided the same do not increase the total approved costs.

J. LAKE LIVINGSTON PROJECT — SPILLWAY GATE REPAIR AND COATING — CHANGE ORDER NO. 19 - GATE 4 DELAY.

Upon the motion of Director McMahan, seconded by Director Jenkins, the Board of Directors unanimously:

(a) Authorized the General Manager to execute Change Order No. 19 – Gate No. 4 Delay between the Trinity River Authority of Texas and Blastco Texas, Inc., associated with the Lake Livingston Project – Spillway Gate Repair and Coating to increase the contract amount from $12,155,831.54 to $12,619,613.62, and extend the contract duration by 344 calendar days; and

(b) Authorized a transfer of the Authority's remaining share of the Project costs from the Water Sales Special Revenue Fund to close out the Project in an amount not to exceed $500,000.

K. NORTHERN REGION (NR) — NR PROCESS ENGINEERING SUPPORT — FIRST AMENDMENT — ENGINEERING SERVICES AGREEMENT.

Upon the motion of Director McMahan, seconded by Director Camp, the Board of Directors unanimously authorized the General Manager to execute the First Amendment to the Engineering Services Agreement between the Trinity River Authority of Texas and Black & Veatch Corporation increasing the amount of Basic Services from $650,000 to $851,840, and Special Services from $50,000 to $150,000 for engineering services associated with the Northern Region Process Engineering Support project.

L. NORTHERN REGION — CHAMBERS CREEK REGIONAL WASTEWATER SYSTEM STUDY — INTERLOCAL AGREEMENT AND ENGINEERING SERVICES AGREEMENT.

Upon the motion of Director McMahan, seconded by Director Borbolla, the Board of Directors unanimously:

(a) Authorized the General Manager to execute the Interlocal Agreement by and between the Cities of Alvarado, Grandview, and Midlothian, the Tarrant Regional Water District, and the Trinity River Authority of Texas for the Chambers Creek Regional Wastewater System Study;

(b) Authorized the General Manager to execute the Engineering Services Agreement between the Trinity River Authority of Texas and Kennedy/Jenks Consultants, Inc., in the amount of $240,000 for Basic Services and $15,000 for Special Services for feasibility study engineering services associated with the Chamber Creek Regional Wastewater System Study; and

(c) Authorized the General Manager to execute amendments to the compensation provisions of the Engineering Services Agreement between the Trinity River Authority of Texas and Kennedy/Jenks Consultants, Inc., as are deemed prudent in his judgment provided the same do not increase the total approved cost.

M. APPOINTMENTS TO RIGHT-OF-WAY COMMITTEES.

Upon the motion of Director Somerville, seconded by Director McMahan, the Board of Directors unanimously confirmed the President's appointment of Casey Yeary Callas to the Central Regional Wastewater System and Red Oak Creek Regional Wastewater System Right-of-Way Committees; Jeffrey H. Bradley to the Livingston Regional Water Supply System and Walker-Calloway Branch Outfall Trunk Sewer System Right-of-Way Committees; David G. Ward as Chair of the Red Oak Creek Regional Wastewater System Right-of-Way Committee; and Frank H. Steed, Jr., as Chair of the Walker-Calloway Branch Outfall Trunk Sewer System Right-of-Way Committee.

N. APPOINTMENT OF NOMINATING COMMITTEE TO RECOMMEND CHAIRMAN, EXECUTIVE COMMITTEE.

The President, C. Dwayne Somerville, appointed the following Directors to a Nominating Committee to make nominations for the Executive Committee Chairman at the February 2025 meeting:

CHAIRMAN: Steven L. Roberts, Chairman

MEMBER: Cathy Altman

MEMBER: Megan W. Deen

O. RECOMMENDATION FOR CHAIRMAN, EXECUTIVE COMMITTEE.

The Nominating Committee unanimously recommended that David B. Leonard serve in the capacity of Chairman, Executive Committee until November 30, 2025.

P. CENTRAL REGIONAL WASTEWATER SYSTEM — BEAR CREEK INTERCEPTOR RELIEF, PHASE 2 — AUTHORIZATION FOR LAND ACQUISITION BY EMINENT DOMAIN.

Upon the motion of Director Jenkins, seconded by Director Wassberg, the Board of Directors adopted Resolution No. R-1671, authorizing the General Manager, or his designated representative, and his staff, consultants and attorneys, to do all such acts as may be necessary to invoke eminent domain proceedings as described by Texas law against the owners of the required parcels of land generally located east of State Highway 161, south of East Trinity Boulevard, west of South Story Road and north of West Hunter Ferrell Road, in the Cities of Irving and Grand Prairie, Dallas County, Texas, and specifically located in the John W. Farrans Survey, Abstract No. 468; the Joseph Mangram Survey, Abstract No. 861; and the McKinney & Williams Survey, Abstract Nos. 1059 and 1060, in order to acquire all required interests in real property for the public purpose of constructing, operating and maintaining the necessary Central Regional Wastewater System, Bear Creek Interceptor Relief, Phase 2 Project.

Directors Keliher and Tate opposed.

Q. CENTRAL REGIONAL WASTEWATER SYSTEM — FEED 2 INTERCEPTOR — AUTHORIZATION FOR LAND ACQUISITION BY EMINENT DOMAIN.

Upon the motion of Director Wassberg, seconded by Director Hembry, the Board of Directors unanimously adopted Resolution No. R-1674, authorizing the General Manager, or his designated representative, and his staff, consultants and attorneys, to do all such acts as may be necessary to invoke eminent domain proceedings as described by Texas law against the owners of the required parcels of land generally located north of Interstate Highway 30, between the CRWS treatment plant and Loop 12, in the city of Dallas, in Dallas County, Texas, and specifically located in the Pleasant G. Chishum Survey, Abstract No. 294, in order to acquire all required interests in real property for the public purpose of constructing, operating, and maintaining the necessary Central Regional Wastewater System, Feed 2 Interceptor Project.

R. DENTON CREEK REGIONAL WASTEWATER SYSTEM — DENTON CREEK PRESSURE SYSTEM – AIR RELEASE VALVE REPLACEMENTS, PHASE 2 — AUTHORIZATION FOR LAND ACQUISITION BY EMINENT DOMAIN.

Upon the motion of Director Jenkins, seconded by Director Wassberg, the Board of Directors adopted Resolution No. R-1673, authorizing the General Manager, or his designated representative, and his staff, consultants and attorneys, to do all such acts as may be necessary to invoke eminent domain proceedings as described by Texas law against the owners of the required parcels of land generally located along State Highway 114, between Davis and Kirkwood boulevards, and an area between State Highway 114 and White Chapel Boulevard, in the City of Southlake and the Towns of Westlake and Trophy Club, Tarrant County, Texas, and specifically located in the William H. Pea Survey, Abstract Nos. 1045 and 1246; the Joseph Henry Survey, Abstract Nos. 528 and 742; the W. Medlin Survey, Abstract No. 1958; the Charles M. Throop Survey, Abstract No. 1510; the V. Martin Survey, Abstract No. 1015; and the R. Price Survey, Abstract No. 1207, in order to acquire all required interests in real property for the public purpose of constructing, operating and maintaining the necessary Denton Creek Regional Wastewater System, Denton Creek Pressure System, Air Release Valve Replacements, Phase 2 Project.

Directors Keliher and Tate opposed.

S. DENTON CREEK REGIONAL WASTEWATER SYSTEM — DENTON CREEK INTERCEPTOR PHASE I — AUTHORIZATION FOR LAND ACQUISITION BY EMINENT DOMAIN.

Upon the motion of Director Wassberg, seconded by Director Jenkins, the Board of Directors adopted Resolution No. R-1672, authorizing the General Manager, or his designated representative, and his staff, consultants and attorneys, to do all such acts as may be necessary to invoke eminent domain proceedings as described by Texas law against the owners of the required parcels of land generally located east of Interstate 35W, west of Highway 377, south of FM 1171 and north of West Highway 114, in the Cities of Roanoke, Northlake, and unincorporated areas, in Denton County, Texas, and specifically located in the William R. Kelsey Survey, Abstract Nos. 705; the E. Springer Survey, Abstract Nos. 1165; the John Kennedy Survey, Abstract No. 701; the H.W. Cooke Survey, Abstract No. 310; and the B.B.B. & C.R.R. Survey, Abstract No. 189, in order to acquire all required interests in real property for the public purpose of constructing, operating and maintaining the necessary Denton Creek Regional Wastewater System, Denton Creek Interceptor Phase I Project.

Directors Tate and Keliher opposed.

T. SUMMARY REPORT OF BUDGET AMENDMENTS.

This item was presented as a status report only; no action was necessary.

U. SUMMARY REPORT OF TRINITY RIVER AUTHORITY DEBT — SUMMARY REPORT OF FEBRUARY 2025 CAPITAL CONTRACTS.

This item was presented as a status report only; no action was necessary.

V. SUMMARY REPORT OF GENERAL MANAGER-APPROVED AGREEMENTS.

This item was presented as a status report only; no action was necessary.

W. SUMMARY REPORT OF CHANGE ORDERS.

This item was presented as a status report only; no action was necessary.

X. SUMMARY REPORT — GENERAL MANAGER - APPROVED EMERGENCY REPAIRS AND EXPENDITURES.

This item was presented as a status report only; no action was necessary.

Y. CONDEMNATION STATUS REPORT.

This item was presented as a status report only; no action was necessary.

Z. REPORT ON SELECTED MATTERS PENDING BEFORE THE TEXAS COMMISSION ON ENVIRONMENTAL QUALITY (TCEQ) AND THE PUBLIC UTILITY COMMISSION OF TEXAS (PUC) AND LITIGATION STATUS REPORT THROUGH JANUARY 31, 2025.

This item was presented as a status report only; no action was necessary.

AA. BID AWARDS.

AUTHORITY PROJECTS — BIDS FOR EQUIPMENT, SPARE PARTS, AND SERVICES.

Upon the motion of Director Borbolla, seconded by Director Camp, the Board of Directors unanimously accepted the following vendors for Equipment, Spare Parts, and Services for the Authority Projects:

BID ITEM	VENDOR
Central Regional Wastewater System	
Vacuum Induction Units	Environmental Improvements, Inc.
Vulcan Conveyor/Compactor Parts	Vulcan Industries, Inc.

Collection Systems Group

Rehabilitation of Sanitary Sewer Manholes	Ace Pipe Cleaning, Inc.

Other Business: None.

Adjournment:

There being no further business, the Board of Directors adjourned upon unanimous vote.

THE ABOVE AND FOREGOING ARE CERTIFIED TO BE TRUE AND CORRECT MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE TRINITY RIVER AUTHORITY OF TEXAS HELD FEBRUARY 26, 2025.

Alexis Long

ALEXIS S. LONG, Secretary
Board of Directors
Trinity River Authority of Texas

3-4-25
Date