



**REGULAR MEETING
RIVERBEND WATER RESOURCES DISTRICT
PUBLIC NOTICE OF BOARD OF DIRECTORS' MEETING
WEDNESDAY, FEBRUARY 22, 2023
12:00 P.M.
228 TEXAS AVENUE, SUITE A, NEW BOSTON, TX 75570**

*Notice is hereby given pursuant to V.T.C.A., Government Code, Chapter 551, that the Board of Directors of the Riverbend Water Resources District will conduct a meeting; open to the public, on **Wednesday, February 22, 2023, at 12:00 p.m.**, at the Riverbend Water Resources District ("Riverbend") office, in the **Conference Room** located at **228 Texas Avenue, Suite A, New Boston, TX 75570.***

The Board of Directors is authorized by the Texas Open Meetings Act to convene in closed or executive session for certain purposes. These purposes include receiving legal advice from its attorney (Section 551.071); discussing real property matters (Section 551.072); discussing gifts and donations (Section 551.073); discussing personnel matters (Section 551.074); discussing security personnel or devices (Section 551.076); or discussing economic development matters (Section 551.087). If the Board of Directors makes a determination to go into executive session on any item on this agenda, the Presiding Officer will announce that an executive session will be held and will identify the item to be discussed and provision of the Open Meetings Act that authorizes the closed or executive session.

A G E N D A

- I. **CALL TO ORDER & ROLL CALL**
- II. **INVOCATION & PLEDGE**
- III. **PUBLIC COMMENTS**

The Board of Directors allows individuals to speak to the Board. Prior to the meeting, speakers must sign in on the public comment sheet. The time limit is five (5) minutes per speaker, subject to the provisions set forth under Section 551.007 of the Texas Government Code.

- IV. **SPECIAL AGENDA ITEMS FOR INDIVIDUAL CONSIDERATION**

A. Oath of office, administered by Judge Bobby Howell, for Director Sonja Hubbard.



V. CONSENT AGENDA ITEMS

- A. Discussion and possible action regarding January 25, 2023 Regular Meeting minutes.

VI. REPORTS

- A. Discussion and possible action regarding activities with Sulphur River Basin Authority.
- B. Discussion and possible action regarding activities with TexAmericas Center.
- C. Discussion and possible action regarding activities with ArTex-REDI.

VII. AGENDA ITEMS FOR INDIVIDUAL CONSIDERATION

The Board of Directors will consider, discuss, and if appropriate, take action on the following item(s):

A. Discussion and possible action regarding approval of a resolution approving the first quarter financials for FY 2023.

Presentation of the first quarter financials for FY 2023 will be by Tara Houck.

Action Item: Consider motion for approval of RESO 20230222-01 approving the first quarter financials for FY 2023.

B. Discussion and possible action regarding approval of a resolution approving the first quarter investment report for FY 2023.

Presentation of the first quarter investment report for FY 2023 will be by Tara Houck.

Action Item: Consider motion for approval of RESO 20230222-02 approving the first quarter investment report for FY 2023.

C. Discussion and possible action regarding approval of a resolution authorizing the Executive Director/CEO to execute an interlocal agreement(s) for risk management insurance with the TWCA Risk Management Fund.

This item pertains to the annual renewal of the District's risk management insurance. We are currently part of the TWCA Risk Management Fund and the plan includes property insurance, workers' compensation insurance, and board



insurance. Staff recommends continuing with the TWCA Risk Management Fund and consideration of approval to renew the policy.

Action Item: Consider motion for approval of RESO 20230222-03 authorizing the Executive Director/CEO to execute an interlocal agreement(s) for risk management insurance with the TWCA Risk Management Fund.

D. Discussion and possible action regarding approval of a resolution authorizing the Executive Director/CEO to enter into an agreement with Voltus, Inc. to enroll in a distributed energy resource agreement.

This item pertains to consider signing an agreement with Voltus, Inc. Voltus works with Southwest Power Pool, of which we are a part of that power grid. When the Southwest Power Pool power grid does not have enough capacity, Voltus works with its clients and sends out notification that the grid is overloaded and those clients then can choose to shift their power use from the grid to generator power. These notifications are typically sent out about 10 minutes before the switch is needed. The duration of the switch is typically 10-15 minutes, and these notifications happen roughly 4 to 6 times a month. Any participation is voluntary and there is no penalty or minimum participation requirement for client to shift load to generators with notification is given. Riverbend receives payment when we participate by shifting electric load from the grid to generator power. At this time, the estimated revenue to us looks to be approximately \$4800/year. Once the new water treatment plant is completed the earning potential increases dramatically. Staff recommends approval.

Action Item: Consider motion for approval of RESO 20230222-04 authorizing the Executive Director /CEO to enter into an interlocal agreement with Voltus, Inc. to enroll in a distributed energy resource agreement.

VIII. REPORTS

A. Board Members

B. Executive Director/CEO

IX. EXECUTIVE SESSION

The Board of Directors is authorized by the Texas Open Meetings Act to convene in closed or executive session for certain purposes. These purposes include receiving legal advice from its attorney (Section 551.071); discussing real property matters (Section 551.072); discussing gifts and donations (Section 551.073); discussing



personnel matters (Section 551.074); discussing security personnel or devices (Section 551.076); or discussing economic development matters (Section 551.087). If the Board of Directors makes a determination to go into executive session on any item on this agenda, the Presiding Officer will announce that an executive session will be held and will identify the item to be discussed and provision of the Open Meetings Act that authorizes the closed or executive session.

X. NEXT REGULAR MEETING

Riverbend Regular Meeting, March 22, 2023 at 12:00 p.m. at Riverbend Offices, 228 A Texas Avenue, New Boston, Texas 75570.

XI. ADJOURNMENT

Kyle Dooley

Kyle Dooley, Executive Director/ CEO
Riverbend Water Resources District

*Persons with disabilities who plan to attend the RWRD Board of Directors' meeting and who may need auxiliary aids or services are requested to contact the RWRD Administrative Offices at (903) 831-0091, as soon as possible. All reasonable efforts will be taken to make the appropriate arrangements.

**REGULAR CALLED MEETING
RIVERBEND WATER RESOURCES DISTRICT
WEDNESDAY, FEBRUARY 22, 2023**

**SPECIAL AGENDA ITEM IV. A.
Board of Director Oath of Office**

**REGULAR CALLED MEETING
RIVERBEND WATER RESOURCES DISTRICT
WEDNESDAY, FEBRUARY 22, 2023**

**CONSENT AGENDA ITEM V. A.
January 25, 2023
Regular Meeting Minutes**

**Regular Called Meeting
Riverbend Water Resources District
Board Meeting Minutes
January 25, 2023
228 Texas Avenue, Suite A, New Boston, Texas 75570**

MINUTES

I. Call to Order, Roll Call, and Establishment of Quorum and Certification of Notice

Pursuant to a notice posted on the District website, the Chair, Van Alexander, President of the Board, called the meeting to order at 12:03 p.m.

Directors Present:

Van Alexander, President
Steve Mayo, Vice President
Fred Milton, Treasurer
Tina Veal-Gooch, Past President

Directors Absent:

Sonja Hubbard, Secretary

Administration Present:

Kyle Dooley, Executive Director/CEO
Eli Hunt, Director of Operations
Tara Houck, CFO
Becky Melton, HR Manager/Executive Assistant

Public Present:

Please see the attached list for additional guests.

II. Invocation & Pledge

Van Alexander led the invocation and the pledge of allegiance.

III. Public Comments

None.

IV. Special Agenda Items for Individual Consideration

A. Discussion and possible action regarding approval of RESO 20230125-01 accepting the recommendations of the Member Entities At Large, the City of Texarkana, Texas, and TexAmericas Center for Van Alexander, Sonja Hubbard, and Tina Veal Gooch,

respectively, to serve an additional term as members of the Board of Directors of Riverbend Water Resources District.

A single motion was made by **Steve Mayo** and seconded by **Fred Milton** to approve RWRD RESO 20230125-01 accepting the the recommendations of the Member Entities At Large, the City of Texarkana, Texas, and TexAmericas Center for Van Alexander, Sonja Hubbard, and Tina Veal Gooch, respectively, to serve an additional term as members of the Board of Directors of Riverbend Water Resources District. The motion passed unanimously.

B. Oaths of office, administered by Judge Bobby Howell, for Directors Tina Veal Gooch and Van Alexander.

Bowie County Judge Bobby Howell administered the Oaths of Office swearing in returning directors Van Alexander and Tina Veal Gooch.

V. Consent Agenda Items

Item IV. A. was considered under a Consent Agenda for one single motion of approval.

A. Discussion and possible action regarding November 19, 2022 Regular Called Meeting Minutes and December 7, 2022 Special Called Meeting Minutes.

A single motion was made by **Steve Mayo** and seconded by **Fred Milton** to approve the Consent Agenda Item as listed above. The motion passed unanimously.

VI. Regional Entity Reports

A. Discussion and possible action regarding activities with Sulphur River Basin Authority (SRBA).

No report. No action taken.

B. Discussion and possible action regarding activities with TexAmericas Center (TAC).

Scott Norton, Executive Director/CEO, provided that on December 27, 2022, TAC closed on the sale of their spec building. In addition, they sold office space totalling 24,000 square feet to Rowe Casa Organics. This sale includes an option to to add 5 acres for expansion. A real estate contract was completed with a plastic recycling company named Project Cobra. Phase I for Project Cobra includes 73 acres with an additional 65 acres planned for phase II. He thanked Riverbend for all their cooperation in moving on these project and meeting with them to discuss the needs of other interested entities.

No action taken.

C. Discussion and possible action regarding activities with Ar-Tex REDI.

No report. No action taken.

VI. Agenda Items for Individual Consideration

A. Discussion and possible action regarding approval of a resolution approving the fourth quarter financials of FY 2022.

Tara Houck, Chief Financial Officer, presented the final version of the FY 2021 fourth quarter financials.

A motion was made by **Fred Milton** and seconded by **Tina Veal Gooch** to approve **RESO 20230125-02** approving the fourth quarter financials of FY 2022. The motion passed unanimously.

B. Discussion and possible action regarding approval of a resolution approving the fourth quarter investment report for FY 2022.

Tara Houck, Chief Financial Officer, presented a new version of the FY 2022 Investment Report. It includes separating all interest income from each investment line.

A motion was made by **Tian Veal Gooch** and seconded by **Steve Mayo** to approve **RESO 20230125-03** approving the fourth quarter investment report of FY 2022. The motion passed unanimously.

C. Discussion and possible action regarding approval of a resolution approving the FY 2021 Annual Audit performed by Wilf and Henderson, P.C.

Carol Wilder, Wilf & Henderson, P.C. presented the audit for FY 2022. She stated that Riverbend is in good financial condition. She also included that compliance and internal controls are strong. Ms. Wilder also provided that as a government entity, we are required to complete a single audit. That audit was clean and in addition, the 2022 has no findings. In addition, Kyle provided that Riverbend received an award for the third year in a row from GFOA for Excellence in Financial Reporting for FY 2021.

A motion was made by **Fred Milton** and seconded by **Tina Veal Gooch** to approve **RESO 20230125-04** approving the FY 2022 Annual Audit performed by Wilf and Henderson, P.C.. The motion passed unanimously.

D. Discussion and possible action regarding approval of a resolution approving a memorandum of understanding to the agreement with TexAmericas Center for current and future water supply.

Kyle Dooley provided information on the need for this memo of understanding and the section of the Purchase Contract. This memo pertains to the intake application for the Regional Water System project. As part of the discussion with the Corps and for RWRD to be able to move the intake application forward, separate from the Ultimate Rule Curve (URC) studies, we must stay within the water volumes made available through the Interim Rule Curve (IRC). This is the only path forward for the water treatment plant project now without waiting on the URC to be implemented. Our agreement with TAC to provide raw water centered around an assumption that the URC would be implemented prior to the opening of the plant. The Corps process to implement the URC has proven to be a much

lengthier timeframe than anyone anticipated at the time of the agreement. This MOU seeks to define the availability of raw water to TAC both under the IRC and the URC since there is uncertainty as to when the URC will be implemented when compared with the estimated opening date of the new water treatment plant.

A motion was made by **Steve Mayo** and seconded by **Tina Veal Gooch** to approve **RESO 20230125-05** approving a memorandum of understanding to the agreement with TexAmericas Center for current and future water supply. The motion passed unanimously.

E. Discussion regarding fluoride and drinking water.

Kyle Dooley provided that this discussion is a follow-up to a Board discussion held at the October 2022 meeting. A presentation was made at that meeting by Dr. Shambarger and Dr. Burks regarding fluoride in drinking water. Mr. Dooley suggested that the concerns be presented to the Advisory Committee and Mayors at the next mayors' meeting. He presented that the members would have the opportunity to provide input on the implementation of a fluoride injection in the new water plant. There is still time in the design process to include it if that is what the members decide.

No action taken.

VII. Riverbend Reports

A. Board Members

No reports

B. Executive Director/CEO

Kyle Dooley provided the following updates:

Regional Water System Project: The execution of the memo of understanding with TexAmericas Center is a huge step towards finalizing the intake application. The application will be complete and ready to turn in by the end of this week. We will then be awaiting comments from USACE. That is a key component to getting design funds released from TWDB.

Industrial Waste Water Plant: Discussions regarding the funding for the Industrial Wastewater Plant have resulted in changes to sections D and F of the contract with the Army. Section D allows for funds not to exceed a certain amount to allow for bonds to be issued for construction. Section F is the yearly contract for services to the Army. The contract is not signed as of yet because there are still errors in the amounts allowed in each section. There will be one more meeting to finalize those numbers as well as the location of the new Industrial Plant. Another part of the discussion will be to decide the outcome of the Army's payback on the bond(s) should another industrial wastewater user move in. The final F contract will be separate contract from the water, wastewater, and industrial wastewater services contract. It will deal strictly with the bond and the payback of that bond.

Ultimate Rule Curve and Environmental & Cultural Resources Study: There has not been much movement since October. The USACE is still moving forward on the environmental studies. They expect to sit down with Riverbend soon to discuss the numbers coming in.

An interlocal agreement has been signed with the city of Annona for sampling services.

Eli Hunt provided information on Voltus. They reached out to Riverbend to consider joining them in order to receive an incentive or a refund using generators in place of utility power. It's called demand response. Southwest Power Pool manages the grid and the wholesale power market for the central United States. Voltus works directly with them to enroll customers in the demand response. When the electric grid is overloaded, they would notify Riverbend and then our generators would be turned on. They would run no longer than about 15 minutes. Voltus would then contact Riverbend again that the generators can be turned off. They keep up with the electricity savings through their meter. Essentially, we would get paid to conserve or shift electricity usage to our generators when the grid doesn't have enough resources. At this time, our efforts to ease any strain on the grid would be small but it will be very significant once the water treatment facility is up and running.

No action taken.

VIII. Executive Session

The board stood at ease at 12:48p.m.

The board reconvened in Executive Session at 12:50 p.m with quorum pursuant to section 551.071 and 551.072 of the Texas Open Meetings Act.

The board came out of Executive Session at 1:41 p.m.

The board reconvened with quorum at 1:42 p.m.

IX. Next Riverbend Meetings

Riverbend Regular Meeting, Wednesday, February 22, 2023 at 12:00 p.m. at Riverbend Offices, 228 A Texas Avenue, New Boston, Texas 75570.

X. Adjournment

With no additional business to be discussed, a motion was made by **Steve Mayo** and seconded by **Fred Milton** to adjourn the meeting at 1:45 p.m. The motion passed unanimously.

The minutes of the Riverbend Water Resources District Board of Directors meeting, held on January 25, 2023, were read and approved on the _____ day of _____, 2023.

Van Alexander, President

Kyle Dooley, Executive Director/ CEO

**REGULAR CALLED MEETING
RIVERBEND WATER RESOURCES DISTRICT
WEDNESDAY, FEBRUARY 22, 2023**

**AGENDA ITEM VII. A.
RWRD RESO 20230222-01
FY 2023 First Quarter Financials**



RIVERBEND RESOLUTION NO. 20230222-01

APPROVING THE FIRST QUARTER FY 2023 FINANCIAL STATEMENTS

WHEREAS, Riverbend Water Resources District is a conservation and reclamation district created under and essential to accomplish the purposes of Section 59 Article XVI, Texas Constitution, existing pursuant to and having the powers set forth in Chapter 9601 of the Special District Local Laws Code of the State of Texas; and

WHEREAS, Riverbend Water Resources District staff prepares and presents quarterly financial statements, which provide for the fiduciary guidance of Riverbend Water Resources funds.

NOW, THEREFORE, BE IT RESOLVED that the Riverbend Water Resources District Board of Directors accepts and approves the Fourth Quarter FY 2023 financials.

PASSED and APPROVED this 22nd day of February 2023

Van Alexander, President

ATTEST:

Sonja Hubbard, Secretary

Attached: First Quarter FY 2023 Financials



RIVERBEND WATER RESOURCES DISTRICT**STATEMENT OF NET POSITION****ENTERPRISE FUNDS****DECEMBER 31, 2022**

	<i>Regional Water System Administration Fund</i>	<i>Regional Water System Facilities Fund</i>	<i>Wet Utilities Fund</i>	<i>Total</i>
ASSETS				
Current assets:				
Cash and cash equivalents	\$ 209,026	\$ -	\$ 1,159,552	\$ 1,368,578
Accounts receivable	17,598	33,889	1,233,463	1,284,950
Interest receivable		389,625		389,625
Interfund accounts	19,499	-	52,918	72,417
Restricted assets:				
Cash and cash equivalents restricted for bond debt reserves	-	4,695,274	685,970	5,381,244
Cash and cash equivalents restricted for construction	-	15,970,441	20,028	15,990,469
Investments restricted for construction	-	76,634,376		76,634,376
Cash and cash equivalents restricted for operations	-	-	901,962	901,962
Prepaid expenses	-	-	78,611	78,611
Inventories	-	-	83,326	83,326
Total current assets	<u>246,123</u>	<u>97,723,605</u>	<u>4,215,830</u>	<u>102,185,558</u>
Noncurrent assets:				
Cash and cash equivalents - restricted for bond debt reserves	-	1,734,946	1,613,093	3,348,039
Capital assets (net of accumulated depreciation):				
Equipment	-	-	386,698	386,698
Utility system	-	-	15,773,743	15,773,743
Intangible assets	-	-	252,462	252,462
Construction in progress	-	16,010,056	27,335	16,037,391
Total capital assets	<u>-</u>	<u>16,010,056</u>	<u>16,440,238</u>	<u>32,450,294</u>
Total noncurrent assets	<u>-</u>	<u>17,745,002</u>	<u>18,053,331</u>	<u>35,798,333</u>
TOTAL ASSETS	<u>246,123</u>	<u>115,468,607</u>	<u>22,269,161</u>	<u>137,983,891</u>
LIABILITIES				
Current liabilities:				
Accounts payable	2,364	585,701	104,044	692,109
Payroll liabilities	-	-	30,611	30,611
Interfund accounts	52,918	19,499	-	72,417
Due to North East Texas Regional Water Planning Group	13,003	-	-	13,003
Accrued interest payable	-	322,870	55,232	378,102
Accrued compensated absences - current portion	-	-	21,553	21,553
Revenue bonds payable - current portion	-	3,150,000	410,000	3,560,000
Total current liabilities	<u>68,285</u>	<u>4,078,070</u>	<u>621,440</u>	<u>4,767,795</u>
Long-term liabilities:				
Accrued compensated absences - long term	-	-	59,762	59,762
Revenue bonds payable - long term	-	104,895,000	6,595,000	111,490,000
Total long-term liabilities	<u>-</u>	<u>104,895,000</u>	<u>6,654,762</u>	<u>111,549,762</u>
TOTAL LIABILITIES	<u>68,285</u>	<u>108,973,070</u>	<u>7,276,202</u>	<u>116,317,557</u>
NET POSITION				
Net investment in capital assets	-	(11,284)	10,354,550	10,343,266
Restricted for bond reserves	-	6,530,863	2,301,040	8,831,903
Restricted for construction	-	2,157	20,028	22,185
Unrestricted	177,838	(26,199)	2,317,341	2,468,980
TOTAL NET POSITION	<u>\$ 177,838</u>	<u>\$ 6,495,537</u>	<u>\$ 14,992,959</u>	<u>\$ 21,666,334</u>

RIVERBEND WATER RESOURCES DISTRICT

STATEMENT OF REVENUES, EXPENSES, AND CHANGES IN FUND NET POSITION

ENTERPRISE FUNDS

FOR THE THREE MONTHS ENDED DECEMBER 31, 2022

	Regional Water System Administration Fund	Regional Water System Facilities Fund	Wet Utilities Fund	Total
OPERATING REVENUES				
Charges for services:				
Member fees	\$ 47,735	\$ -	\$ -	\$ 47,735
Army volumetric charge	-	-	768,688	768,688
Army water supply charge	-	-	64,327	64,327
Commercial and residential charge	-	-	45,902	45,902
Infrastructure Services	-	-	25,670	25,670
Other revenue	-	-	1,575	1,575
Total operating revenues	47,735	-	906,162	953,897
OPERATING EXPENSES				
Accounting and audit	-	-	-	-
Analyticals	-	-	27,609	27,609
Capital replacement	-	-	1,305	1,305
Community relations	1,148	-	-	1,148
Conferences & seminars	-	-	-	-
Consulting	45,000	-	-	45,000
Dues and memberships	3,667	-	-	3,667
Engineering services	-	-	-	-
Equipment maintenance, repair and fuel	-	-	8,628	8,628
Equipment rental	-	-	-	-
Insurance	-	-	13,783	13,783
Legal and professional fees	-	-	-	-
Materials	-	-	59,383	59,383
Meetings expense	2,339	-	-	2,339
Military affairs	-	-	-	-
Miscellaneous	448	-	-	448
Permits	-	-	20,036	20,036
Repairs	-	-	59,049	59,049
Salaries, wages, payroll taxes and benefits	46,214	-	256,351	302,565
Supplies	-	-	16,507	16,507
Travel and training	3,191	-	-	3,191
Utilities	-	-	40,910	40,910
Waste disposal	-	-	5,682	5,682
Water purchase cost	-	-	71,853	71,853
Web design and maintenance	830	-	-	830
Infrastructure services	-	-	24,977	24,977
Overhead allocation - water	-	-	56,531	56,531
Overhead allocation - wastewater	-	-	61,443	61,443
Overhead allocation - industrial wastewater	-	-	61,947	61,947
Total operating expenses before depreciation	102,837	-	785,994	888,831
Operating income (loss) before depreciation	(55,102)	-	120,168	65,066
Depreciation	-	-	210,467	210,467
Operating income (loss)	(55,102)	-	(90,299)	(145,401)
NONOPERATING REVENUES (EXPENSES)				
Facility charges revenue	-	-	363,349	363,349
Minimum monthly payments	-	1,109,752	-	1,109,752
Interest revenue	23	416,054	7,079	423,156
Project admin fees	-	-	4,180	4,180
Unrealized gain (loss) on investment	-	94,617	-	94,617
Interest expense	-	(388,946)	(67,753)	(456,699)
Franchise fees expense	-	-	(26,415)	(26,415)
Special projects expense	(3,500)	-	-	(3,500)
Total nonoperating revenues (expenses)	(3,477)	1,231,477	280,440	1,508,440
Income (loss) before transfers	(58,579)	1,231,477	190,141	1,363,039
Transfers in (out)	115,000	-	(115,000)	-
Changes in net position	56,421	1,231,477	75,141	1,363,039
Net position, beginning of year	121,417	5,264,060	14,917,818	20,303,295
Net position, end of year	\$ 177,838	\$ 6,495,537	\$ 14,992,959	\$ 21,666,334

RIVERBEND WATER RESOURCES DISTRICT

SUPPLEMENTARY INFORMATION BUDGETARY COMPARISON SCHEDULE REGIONAL WATER SYSTEM ADMINISTRATION FOR THE THREE MONTHS ENDED DECEMBER 31, 2022

	<i><u>Budget</u></i>	<i><u>Actual</u></i>	<i><u>Variance with Budget</u></i>	<i><u>% of Budget</u></i>
OPERATING REVENUES				
Charges for services	\$ 192,158	\$ 47,735	\$ (144,423)	24.84%
Total operating revenues	<u>192,158</u>	<u>47,735</u>	<u>(144,423)</u>	<u>24.84%</u>
OPERATING EXPENSES				
Advertising	1,400	-	1,400	0.00%
Accounting & audit	4,500	-	4,500	0.00%
Community relations	8,000	1,148	6,852	14.35%
Conferences & seminars	4,700	-	4,700	0.00%
Consulting	200,000	45,000	155,000	22.50%
Dues & memberships	7,883	3,667	4,216	46.52%
Engineering services	20,000	-	20,000	0.00%
Legal & professional fees	27,500	-	27,500	0.00%
Meetings expense	6,000	2,339	3,661	38.98%
Military affairs	11,000	-	11,000	0.00%
Office supplies & expense	3,300	448	2,852	13.58%
Regional planning projects	60,000	-	60,000	0.00%
Salaries, wages & benefits	177,763	46,214	131,549	26.00%
Subscriptions	400	-	400	0.00%
Travel & training	18,000	3,191	14,809	17.73%
Web design & maintenance	4,000	830	3,170	20.75%
Total operating expenses	<u>554,446</u>	<u>102,837</u>	<u>451,609</u>	<u>18.55%</u>
Operating income (loss)	<u>(362,288)</u>	<u>(55,102)</u>	<u>(307,186)</u>	<u>15.21%</u>
NONOPERATING REVENUES (EXPENSES)				
Interest Revenue	-	23	23	
Special projects expense	(50,000)	(3,500)	46,500	7.00%
Use of prior year equity	182,288	-	(182,288)	0.00%
Total nonoperating revenues (expenses)	<u>132,288</u>	<u>(3,477)</u>	<u>(135,765)</u>	<u>2.63%</u>
Income (loss) before transfers	<u>(230,000)</u>	<u>(58,579)</u>	<u>171,421</u>	<u>25.47%</u>
Transfer in	<u>230,000</u>	<u>115,000</u>	<u>(115,000)</u>	<u>50.00%</u>
Change in net position	<u>-</u>	<u>56,421</u>	<u>56,421</u>	
Net position, beginning of year	<u>121,417</u>	<u>121,417</u>	<u>-</u>	<u>100.00%</u>
Net position, end of year	<u>\$ 121,417</u>	<u>\$ 177,838</u>	<u>56,421</u>	<u>146.47%</u>

RIVERBEND WATER RESOURCES DISTRICT

SUPPLEMENTARY INFORMATION BUDGETARY COMPARISON SCHEDULE REGIONAL WATER SYSTEM FACILITIES FUND FOR THE THREE MONTHS ENDED DECEMBER 31, 2022

	<i>Budget</i>	<i>Actual</i>	<i>Variance with Budget</i>	<i>% of Budget</i>
OPERATING REVENUES				
Charges for services	\$ -	\$ -	\$ -	
Total operating revenues	-	-	-	
OPERATING EXPENSES				
Expenses	-	-	-	
Total operating expenses	-	-	-	
Operating income (loss)	-	-	-	
NONOPERATING REVENUES (EXPENSES)				
Minimum monthly payments	4,296,050	1,109,752	(3,186,298)	25.83%
Interest Revenue	1,191,063	416,054	(775,009)	34.93%
Interest Expense	(1,565,230)	(388,946)	1,176,284	24.85%
Unrealized Gain/(Loss) on Investments	(538,532)	94,617	633,149	-17.57%
Bond Issuance Costs	(225,000)	-	225,000	0.00%
Total nonoperating revenues (expenses)	3,158,351	1,231,477	(1,926,874)	38.99%
Change in net position before transfers	3,158,351	1,231,477	(1,926,874)	38.99%
Net position, beginning of year	\$ 5,264,060	5,264,060	-	100.00%
Net position, end of year	\$ 8,422,411	\$ 6,495,537	\$ (1,926,874)	77.12%

RIVERBEND WATER RESOURCES DISTRICT

SUPPLEMENTARY INFORMATION BUDGETARY COMPARISON SCHEDULE WET UTILITIES FUND FOR THE THREE MONTHS ENDED DECEMBER 31, 2022

	<i>Budget</i>	<i>Actual</i>	<i>Variance with Budget</i>	<i>% of Budget</i>
OPERATING REVENUES				
Charges for services	\$ 3,994,975	\$ 904,587	\$ (3,090,388)	22.64%
Other revenue	-	1,575	1,575	
Total operating revenues	3,994,975	906,162	(3,088,813)	0.00%
OPERATING EXPENSES				
Analytical	150,000	27,609	122,391	18.41%
Capital Replacement	415,100	1,305	413,795	0.31%
Consulting	60,000	-	60,000	0.00%
Equipment maintenance, repair & fuel	52,000	8,628	43,372	16.59%
Equipment rental	11,000	-	11,000	0.00%
Insurance	54,247	13,783	40,464	25.41%
Materials	235,200	59,383	175,817	25.25%
Permits	55,000	20,036	34,964	36.43%
Repairs	319,000	59,049	259,951	18.51%
Salaries, wages, payroll taxes & benefits	1,133,127	256,351	876,776	22.62%
Supplies & materials	52,600	16,507	36,093	31.38%
Utilities	188,000	40,910	147,090	21.76%
Waste disposal	70,000	5,682	64,318	8.12%
Water purchase cost	378,057	71,853	306,204	19.01%
Infrastructure services	102,679	24,977	77,702	24.33%
Overhead allocation - water	196,606	56,531	140,074	28.75%
Overhead allocation - wastewater	213,558	61,443	152,115	28.77%
Overhead allocation - industrial wastewater	215,372	61,947	153,425	28.76%
Total operating expenses	3,901,545	785,994	3,115,551	20.15%
Operating income (loss) before depreciation	93,430	120,168	26,738	128.62%
Depreciation	799,500	210,467	589,033	26.32%
Operating income (loss)	(706,070)	(90,299)	615,771	-12.79%
NONOPERATING REVENUES (EXPENSES)				
Facility charges revenues	1,504,031	363,349	(1,140,682)	24.16%
Interest revenue	14,000	7,079	(6,921)	50.56%
Project Admin Fees	41,921	4,180	(37,741)	9.97%
Interest expense	(445,885)	(67,753)	378,132	15.20%
Franchise fees expense	(109,035)	(26,415)	82,620	24.23%
Total nonoperating revenues (expenses)	1,005,032	280,440	(724,592)	27.90%
Income (loss) before transfers	298,962	190,141	(108,821)	63.60%
Transfers in (out)	(230,000)	(115,000)	115,000	50.00%
Change in net position	68,962	75,141	6,179	108.96%
Net position, beginning of year	14,917,818	14,917,818	-	100.00%
Net position, end of year	\$ 14,986,780	\$ 14,992,959	\$ 6,179	100.04%

RIVERBEND WATER RESOURCES DISTRICT**COMPARATIVE STATEMENT OF REVENUES, EXPENSES, AND CHANGE IN NET POSITION
REGIONAL WATER SYSTEM ADMINISTRATION
FOR THE THREE MONTHS ENDED DECEMBER 31, 2022**

	<i>December 31, 2022</i>	<i>December 31, 2021</i>	<i>\$ Change</i>	<i>% Change</i>
OPERATING REVENUES				
Charges for services:				
Member fees	\$ 47,735	\$ 49,865	\$ (2,130)	-4.27%
Total operating revenues	47,735	49,865	(2,130)	-4.27%
OPERATING EXPENSES				
Accounting & audit	-	-	-	
Community relations	1,148	1,149	(1)	-0.09%
Conferences & seminars	-	600	(600)	-100.00%
Consulting	45,000	46,531	(1,531)	-3.29%
Dues & memberships	3,667	931	2,736	293.88%
Engineering services	-	405	(405)	-100.00%
Legal & professional fees	-	7,876	(7,876)	-100.00%
Meetings expense	2,339	853	1,486	174.21%
Military affairs	-	2,750	(2,750)	-100.00%
Office supplies and expense	448	36	412	1144.44%
Salaries, wages, payroll taxes & benefits	46,214	48,898	(2,684)	-5.49%
Travel & training	3,191	3,523	(332)	-9.42%
Web design & maintenance	830	830	-	0.00%
Miscellaneous	-	398	(398)	-100.00%
Total operating expenses	102,837	114,780	(11,943)	-10.41%
Operating income (loss) before depreciation	(55,102)	(64,915)	9,813	15.12%
Depreciation	-	-	-	
Operating income (loss)	(55,102)	(64,915)	9,813	-15.12%
NONOPERATING REVENUES (EXPENSES)				
Interest revenue	23	32	(9)	-39.08%
Special projects expense	(3,500)	-	(3,500)	
Total nonoperating revenues (expenses)	(3,477)	32	(3,509)	10965.63%
Income (loss) before transfers	(58,579)	(64,883)	6,304	9.72%
Transfers in (out)	115,000	-	115,000	
Change in net position	56,421	(64,883)	121,304	186.96%
Net position, beginning of year	121,417	199,306	(77,889)	-39.08%
Net position, end of year	\$ 177,838	\$ 134,423	\$ 43,415	32.30%

RIVERBEND WATER RESOURCES DISTRICT**COMPARATIVE STATEMENT OF REVENUES, EXPENSES, AND CHANGE IN NET POSITION
REGIONAL WATER SYSTEM FACILITIES FUND
FOR THE THREE MONTHS ENDED DECEMBER 31, 2022**

	<i>December 31, 2022</i>	<i>December 31, 2021</i>	<i>\$ Change</i>	<i>% Change</i>
OPERATING REVENUES				
Charges for services:	-	-	-	
Total operating revenues	-	-	-	
OPERATING EXPENSES				
Expenses	-	-	-	
Total operating expenses	-	-	-	
Operating income (loss)	-	-	-	
NONOPERATING REVENUES (EXPENSES)			-	
Minimum monthly payments	1,109,752	1,107,954	1,798	0.16%
Interest Revenue	416,054	14,281	401,773	2813.34%
Unrealized gain (loss) on investment	94,617	-	94,617	
Interest Expense	(388,946)	(61,652)	(327,294)	530.87%
Bond Issuance Costs	-	-	-	
Total nonoperating revenues (expenses)	1,231,477	1,060,583	170,894	16.11%
Income (loss) before capital contributions and transfers	1,231,477	1,060,583	170,894	16.11%
Transfers in (out)	-	-	-	
Net position, beginning of year	5,264,060	4,221,294	1,042,766	24.70%
Net position, end of year	<u>\$ 6,495,537</u>	<u>\$ 5,281,877</u>	<u>\$ 1,213,660</u>	<u>22.98%</u>

RIVERBEND WATER RESOURCES DISTRICT**COMPARATIVE STATEMENT OF REVENUES, EXPENSES, AND CHANGE IN NET POSITION
WET UTILITIES FUND
FOR THE THREE MONTHS ENDED DECEMBER 31, 2022**

	<u>December 31, 2022</u>	<u>December 31, 2021</u>	<u>\$ Change</u>	<u>% Change</u>
OPERATING REVENUES				
Charges for services:				
Army volumetric charge	\$ 768,688	\$ 811,639	\$ (42,951)	-5.29%
Army water supply charge	64,327	60,619	3,708	6.12%
Commercial & residential charge	45,902	25,950	19,952	76.89%
Infrastructure services	25,670	-	25,670	
Other revenue	1,575	-	1,575	
Total operating revenues	<u>906,162</u>	<u>898,208</u>	<u>7,954</u>	<u>0.89%</u>
OPERATING EXPENSES				
Analyticals	27,609	26,556	1,053	3.97%
Capital Replacement	1,305	109,623	(108,318)	-98.81%
Consulting	-	22,872	(22,872)	-100.00%
Equipment maintenance, repair & fuel	8,628	9,013	(385)	-4.27%
Equipment rental	-	343	(343)	-100.00%
Insurance	13,783	12,287	1,496	12.18%
Materials	59,383	30,252	29,131	96.29%
Permits	20,036	20,036	-	0.00%
Repairs	59,049	38,551	20,498	53.17%
Salaries, wages, payroll taxes & benefits	256,351	263,218	(6,867)	-2.61%
Supplies & materials	16,507	10,249	6,258	61.06%
Utilities	40,910	29,853	11,057	37.04%
Waste disposal	5,682	11,663	(5,981)	-51.28%
Water purchase cost	71,853	77,174	(5,321)	-6.89%
Infrastructure services	24,977	-	24,977	
Overhead allocation - water	56,531	51,581	4,950	9.60%
Overhead allocation - wastewater	61,443	56,062	5,381	9.60%
Overhead allocation - industrial wastewater	61,947	56,523	5,424	9.60%
Total operating expenses	<u>785,994</u>	<u>825,856</u>	<u>(39,862)</u>	<u>-4.83%</u>
Operating income (loss) before depreciation	120,168	72,352	47,816	66.09%
Depreciation	210,467	202,611	7,856	3.88%
Operating income (loss)	<u>(90,299)</u>	<u>(130,259)</u>	<u>39,960</u>	<u>-30.68%</u>
NONOPERATING REVENUES (EXPENSES)				
Facility charges revenue	363,349	355,060	8,289	2.33%
Interest revenue	7,079	4,690	2,389	50.94%
Project admin fees	4,180	22,854	(18,674)	81.71%
Interest expense	(67,753)	(84,078)	16,325	19.42%
Franchise fees expense	(26,415)	(26,946)	531	1.97%
Total nonoperating revenues (expenses)	<u>280,440</u>	<u>271,580</u>	<u>8,860</u>	<u>3.26%</u>
Income (loss) before transfers	190,141	141,321	48,820	34.55%
Transfers in (out)	<u>(115,000)</u>	<u>-</u>	<u>(115,000)</u>	
Change in net position	75,141	141,321	(66,180)	-46.83%
Net position, beginning of year	<u>14,917,818</u>	<u>14,707,905</u>	<u>209,913</u>	<u>1.43%</u>
Net position, end of year	<u>\$ 14,992,959</u>	<u>\$ 14,849,226</u>	<u>\$ 143,733</u>	<u>0.97%</u>

**REGULAR CALLED MEETING
RIVERBEND WATER RESOURCES DISTRICT
WEDNESDAY, FEBRUARY 22, 2023**

**AGENDA ITEM VII. B.
RWRD RESO 20230222-02
FY 2023 First Quarter
Investment Report**



RIVERBEND RESOLUTION NO. 20230222-02

APPROVING THE FIRST QUARTER FY 2023 INVESTMENT REPORT

WHEREAS, Riverbend Water Resources District is a conservation and reclamation district created under and essential to accomplish the purposes of Section 59 Article XVI, Texas Constitution, existing pursuant to and having the powers set forth in Chapter 9601 of the Special District Local Laws Code of the State of Texas; and

WHEREAS, Riverbend Water Resources District has adopted an Investment Policy as required by law to manage the funds of Riverbend Water Resources District; and

WHEREAS, the Investment Policy Reporting Section XIII requires that the Investment Officer prepare and sign a quarterly investment report that includes activity on all interest-bearing accounts held by Riverbend Water Resources District.

NOW, THEREFORE, BE IT RESOLVED that the Riverbend Water Resources District accepts and approves the First Quarter FY 2023 Investment Report.

PASSED and APPROVED this 22nd day of February 2023

Van Alexander, President

ATTEST:

Sonja Hubbard, Secretary



Attached: First Quarter FY 2023 Investment Report

RIVERBEND WATER RESOURCES DISTRICT

SCHEDULE OF INVESTMENTS

ENTERPRISE FUNDS

For the Three Months Ended December 31, 2022

Funds	Identification Number	Maturity Date	Balance 09/30/2022	Interest Income 12/31/2022	Transfers In/(Out) Per Policy	Net Deposits/ Withdrawals	Balance 12/31/2022	Accrued Int Rec 12/31/2022
Administrative Fund								
Operations	50003704	Daily checking	\$ 133,585	\$ -	\$ 113,041	(57,383)	\$ 189,243	\$ -
Restricted - Region D Planning	8009740	Money Market	36,562	23	-	(20,366)	16,196	-
Operations	457060	Daily savings	25	-	-	3,561	3,586	-
Wet Utilities Fund								
Operations	21695	Daily checking	1,698,394	119	(566,284)	22,280	1,154,509	-
Restricted bond sinking	21709	Daily checking	2,177,993	3,620	455,882	(946,399)	1,691,096	-
Restricted bond reserves	21217	Daily checking	608,461	1,333	(1,827)	-	607,967	-
Restricted construction funds	21741	Daily checking	20,059	30	(60)	(1)	20,028	-
Restricted operations	21733	Money Market	902,696	1,977	(2,711)	-	901,962	-
Regional Water System Facilities Fund								
Restricted - Minimum Monthly Payments	3011380	Daily Savings	568,974	27	(1,251,044)	1,390,264	708,221	-
Restricted - 2020A Construction	2037890	Money Market	1,008	3	147,966	(147,990)	987	-
Restricted - 2020B Construction	50022709	Money Market	1,181	1	1,355	(1,367)	1,170	-
Restricted - 2020A Revenue	8009732	Money Market	1,936,551	2,030	750,626	-	2,689,207	-
Restricted - 2020B Revenue	8009716	Money Market	1,748,514	1,753	500,418	(1)	2,250,684	-
Restricted - 2020A Interest & Redemption	8009813	Money Market	3,059,049	856	-	(2,393,575)	666,330	-
Restricted - 2020B Interest & Redemption	8009724	Money Market	1,637,688	276	-	(1,522,187)	115,777	-
Restricted - 2020A Construction Escrow	82-4416-01-0	Bot Short-Term Cash Fund	1,823,719	14,810	(5,742)	(2,527)	1,830,260	5,714
Restricted - 2020B Construction Escrow	82-4405-01-3	Bot Short-Term Cash Fund	2,406,539	19,582	(1,355)	(3,432)	2,421,334	7,560
Restricted - 2022A Construction Escrow	82-5428-01-4	Bot Short-Term Cash Fund	7,172,414	14,810	(140,265)	(664,369)	6,382,590	19,928
Restricted - 2022B Construction Escrow	82-5429-01-2	Bot Short-Term Cash Fund	5,761,810	19,582	-	(447,292)	5,334,100	16,654
Restricted - 2022A Construction Escrow	82-5428-01-4	U.S. Treasury Notes	45,127,591	202,997	-	650,238	45,980,826	208,302
Restricted - 2022B Construction Escrow	82-5429-01-2	U.S. Treasury Notes	30,083,403	139,327	-	430,820	30,653,550	133,417
Total - All Funds			<u>\$ 106,906,216</u>	<u>\$ 423,156</u>	<u>\$ -</u>	<u>\$ (4,790,784)</u>	<u>\$ 103,619,623</u>	<u>\$ 391,575</u>

The investment schedule of Riverbend Water Resources District is in compliance with the Public Funds Investment Act and the District's Investment Policy.



Tara Houck, CPA
Chief Financial Officer

**REGULAR CALLED MEETING
RIVERBEND WATER RESOURCES DISTRICT
WEDNESDAY, FEBRUARY 22, 2023**

**AGENDA ITEM VII. C.
RWRD RESO 20230222-03
TWCA Risk Management**



RIVERBEND RESOLUTION NO. 20230222-03

**AUTHORIZING THE EXECUTIVE DIRECTOR/CEO'S TO EXECUTE AN
INTERLOCAL AGREEMENT(S) FOR RISK MANAGEMENT SERVICES WITH THE
TWCA RISK MANAGEMENT FUND**

WHEREAS, Riverbend Water Resources District is a conservation and reclamation district created under and essential to accomplish the purposes of Section 59 Article XVI, Texas Constitution, existing pursuant to and having the powers set forth in Chapter 9601 of the Special District Local Laws Code of the State of Texas;

WHEREAS, Riverbend Water Resources District currently has an interlocal agreement with the TWCA Risk Management Fund and has a continued need for a risk management plan including property insurance, workers' compensation insurance, board insurance, etc. to support the operation and management of its wet utilities; and

WHEREAS, TWCA Risk Management Fund provides said needed risk management services and is fully qualified and certified to perform these services.

NOW, THEREFORE, BE IT RESOLVED that the Executive Director/CEO shall be and is hereby authorized to enter into an interlocal agreement with the TWCA Risk Management Fund to provide continued insurance services for property, workers' compensation, board insurance, etc. for Riverbend Water Resources District.

PASSED and APPROVED this 22nd day of February 2023

Van Alexander, President

ATTEST:

Sonja Hubbard, Secretary

Attached: TWCA Risk Management Renewal Forms



WARRANTY

Member: Riverbend Water Resources District

TO: TEXAS WATER CONSERVATION ASSOCIATION RISK MANAGEMENT FUND (the "Fund")

This warranty shall confirm that the information contained in the 2023-2024 Fund Year Risk Exposures

Update completed and signed _____, and presented to the Fund as the basis for
(Date Exposure Update was signed)

which renewal coverage would apply, remains unchanged as of the date indicated below and there is no additional information which would need to be added to that exposure update in order to make it currently complete. This warranty is given as consideration for the offer of renewal coverage by the Fund.

This is declare and confirm that as of _____ no fact, circumstance,
(Today's Date)

or situation indicating the probability of an occurrence, claim, wrongful act, or action against which indemnification or payment is or would be afforded by the proposed insurance is now known to the Member's Fund Contact as set forth in the Interlocal Agreement between the Member and Fund and said Fund Contact has made a diligent effort to ascertain whether or not an actual or probable claim or action exists. It is agreed by all concerned that if there be actual knowledge of any such occurrence, claim, wrongful act, fact, circumstance, or situation, and it is not disclosed in the exposure update, any claim or action subsequently emanating therefrom shall be excluded from coverage under the proposed insurance.

It is further agreed by all concerned that knowledge or notice of an occurrence, claim, or wrongful act by an agent, servant or employee of the Member shall not in itself constitute no knowledge or notice to the Member, unless the Member's Fund Contact, as designated in the Interlocal Agreement, shall have received notice thereof from its agent, servant, or employee. The Fund Contact shall have a duty to make reasonable and diligent inquiry in this regard. The inadvertent failure of an agent, servant, or employee of the Member to notify the Fund of any occurrence, claim, or wrongful act of which he or she has knowledge shall not invalidate the proposed insurance.

SIGNED: _____ DATE: _____

TITLE: _____

**SUPPLEMENT TO
INTERLOCAL AGREEMENT
TEXAS WATER CONSERVATION ASSOCIATION
RISK MANAGEMENT FUND**

In consideration of the Member's request for payment of additional benefits and in further consideration of the Fund's agreement to pay such benefits, the Interlocal Agreement between the Fund and the Member effective the 1 day of July, 2013, is amended by adding thereto the applicable coverages set forth below.

Volunteers — If a resolution of the Board of Trustees of the Member has been adopted providing coverage for volunteers as required by law, such volunteers, while acting within the course and scope of their official duties, shall be covered by the Interlocal Agreement as any other employee of the Member political subdivision.

Elected/Appointed Officials — If a resolution of the Board of Trustees of the Member has been adopted providing coverage for elected officials as required by law, such elected officials while acting within the course and scope of their official duties, shall be covered by the Interlocal Agreement as any other employee of the Member political subdivision.

The Member agrees to pay the premium for the payroll classifications set forth below.

Description of Group of Employees

- | | | |
|--------------------------|-----------------------------|--|
| <input type="checkbox"/> | Elected/Appointed Officials | Code 999989 |
| <input type="checkbox"/> | Volunteers | Payroll classification corresponding to type and nature of work done by the volunteer. |
| <input type="checkbox"/> | Decline Coverage | |

The Member agrees to report to the Fund, in writing on an annual basis or from time-to-time as new people are added, the names, positions, beginning date of service, ending date of service (if applicable), and salary/compensation or the equivalent minimum payroll base of the persons covered under this Supplement. The Member agrees that adequate premium for the above exposures must be collected by the Fund. Therefore, the Member agrees that unless greater compensation is actually received, the minimum reportable annual compensation for premium computation purposes on each person covered under this Supplement shall be \$3,120.

This Supplement shall be subject to all the terms, provision, and conditions of the Interlocal Agreement, and nothing herein contained shall vary, alter, or extend any term, provision, or condition of the Interlocal Agreement except as herein specifically stated.

Effective Date of this Supplement: July 1, 2023

This Supplement Expires: June 30, 2024

Contract Number: **159**

MEMBER: Riverbend Water Resources District By: _____ Signature of Authorized Member Official Title: _____ Date: _____	FUND: Texas Water Conservation Association Risk Management Fund By: _____ Signature of Authorized Fund Official Title: <u>Secretary</u> Date: _____
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**REGULAR CALLED MEETING
RIVERBEND WATER RESOURCES DISTRICT
WEDNESDAY, FEBRUARY 22, 2023**

**AGENDA ITEM VII. D.
RWRD RESO 20230222-04
Voltus, Inc. Contract**



RIVERBEND RESOLUTION NO. 20230222-04

**AUTHORIZING THE EXECUTIVE DIRECTOR/CEO TO ENTER INTO AN
INTERLOCAL AGREEMENT WITH VOLTUS, INC. TO ENROLL IN A
DISTRIBUTED ENERGY RESOURCE AGREEMENT.**

WHEREAS, Riverbend Water Resources District is a conservation and reclamation district created under and essential to accomplish the purposes of Section 59 Article XVI, Texas Constitution, existing pursuant to and having the powers set forth in Chapter 9601 of the Special District Local Laws Code of the State of Texas; and

WHEREAS, Riverbend desires to engage in a distributed energy resources program with Voltus, Inc. Southwest Power Pool manages the electric grid and wholesale power market for the central US. Voltus works directly with the Southwest Power Pool to enroll customers in demand response. By enrolling in this program, Riverbend will be paid to temporarily conserve or shift electricity usage from the grid to generators when the grid does not have enough resources.

NOW, THEREFORE BE IT RESOLVED that the Board of Directors of Riverbend Water Resources District, hereby authorizes the Executive Director/CEO to enter into an interlocal agreement with Voltus, Inc. to enroll in a distributed energy resource agreement.

PASSED and APPROVED this 22nd day of February 2023

Van Alexander, President

ATTEST:

Sonja Hubbard, Secretary

Attached: Voltus Agreement





Distributed Energy Resource Agreement

This Distributed Energy Resource Agreement ("Agreement"), effective as of the later signature date ("Effective Date"), is made between Voltus, Inc. ("Voltus" and "Party"), located at 2443 Fillmore St. #380-3427, San Francisco, CA 94115, and **Riverbend Water District** ("Customer" and "Party"), located at **228 Texas Avenue, Suite A New Boston, TX 75570**. Any Exhibit or Appendix attached hereto shall be incorporated herein by reference and be binding on the Parties.

1. **Term.** This Agreement will start on the Effective Date and automatically renew 72 months after the first day of participation in the distributed energy resource program(s) ("Program") for equal, subsequent terms unless either Party provides notice of its intent to terminate this Agreement within thirty (30) days of the end of the then current term.
2. **Voltus Managed Services**
 - a. *Scope of Services:* Voltus will manage Customer's participation in the Program(s) listed on Exhibit 1, in accordance with rules set forth by Voltus, the grid operator, and/or utility ("Operator"). Voltus will (i) work with Customer to develop an appropriate curtailment plan; (ii) manage all aspects of Customer's participation in the Program(s) and (iii) process all Program financial settlements in accordance with the rules set forth by the Operator.
 - b. *Voltlet and VoltApp:* Upon Customer's authorization, Voltus will equip Customer with a system that collects energy data ("Voltlet") and provides visibility of this data through the Voltus cloud ("VoltApp"). At the Customer's request, such system may enable remote distributed generation control and direct load management. Voltus will install the system at each Customer facility as identified on Exhibit 1, which may be amended with the Customer's written consent, including email, to reflect additional locations.
3. **Customer Requirements**
 - a. *Utility Data:* Customer hereby authorizes utility data access for Voltus for facilities listed on Exhibit 1.
 - b. *Voltlet Installation:* In the event a Voltlet needs to be installed, Customer will provide Voltus personnel, or their designee, with access to meters and/or equipment at facilities listed on Exhibit 1.
 - c. *Acceptance Testing:* If the Program requires acceptance testing, Customer will work with Voltus to validate Customer capability at each facility in a timely manner.
 - d. *Performance:* Customer will use best efforts to execute its curtailment plan when notified by Voltus in accordance with Program rules. The capacity listed on Exhibit 1 represents the Parties' best estimate of performance and actual enrollment may vary.
4. **Payments**
 - a. *Payment Sharing:* Voltus will pay Customer 50.5% of all payments obtained by Voltus owing to Customer's performance in the Program(s), up to the total enrolled amount by facility, less \$250 per Voltlet per month.
 - b. *Underperformance:* By complying herewith, in no event shall Customer be penalized for underperformance.
 - c. *Payment Timing:* Voltus will issue Customer payment within 45 days of Voltus's receipt of payment from the Operator for (i) each Program season if the Program has a fixed season, or (ii) the preceding quarter.
5. **General Terms**
 - a. *Limitation on Liability:* Voltus is not liable for Customer participation in Program(s). All remedies or damages are expressly waived, including any indirect, punitive, special, consequential, or incidental damages, lost profit, or other business interruption damages.
 - b. *Assignment:* Customer shall not assign or transfer this Agreement, including pursuant to a change of control, without Voltus's prior written consent.

Voltus, Inc.

Name: _____

Title: _____

Date: _____

Email: _____

Signature: _____

Customer

Name: _____

Title: _____

Date: _____

Email: _____

Signature: _____

