



**REGULAR MEETING
RIVERBEND WATER RESOURCES DISTRICT
PUBLIC NOTICE OF BOARD OF DIRECTORS' MEETING
WEDNESDAY, MAY 24, 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, May 24, 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. CONSENT AGENDA ITEMS**

A. Discussion and possible action regarding April 26, 2023 Regular Meeting minutes and May 1, 2023 Special Called Meeting minutes.



V. **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 AR-TX REDI.

VI. **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 authorizing the Executive Director/CEO to report compliance with required cybersecurity training.

House Bill 3834 required state and local government employees to complete a certified training program for cybersecurity. The Texas Department of Information Resource (DIR) in consultation with the Texas Cybersecurity Council is required to certify at least five cybersecurity training programs so state and local government employees can meet the training requirements. RWRD is defined as a local government for the purposes of cybersecurity requirements. Local governments must certify their training compliance by August 31, 2023. The governing body of a local government is required to verify and report on the completion of a cybersecurity training program completed by employees of the local government to the department and should retain documentation pertaining to this requirement. All our staff has completed cybersecurity training. This resolution would allow staff to submit the certification to DIR that RWRD has met the yearly requirements for cybersecurity training. There is also a Governing Board Acknowledgement Form that each board member will need to sign, stating that the district is in compliance with this training requirement. This will not have to be submitted but will be kept for our records annually.

Action Item: Consider motion for approval of RESO 20230524-01 authorizing the Executive Director/CEO to report compliance with required cybersecurity training.

B. Discussion and possible action regarding approval of a resolution approving the second quarter FY 2023 Financial Statements.

Presentation of the second quarter financials for FY 2023 will be by Kyle Dooley.



Action Item: Consider motion for approval of RESO 20230524-02 approving the second quarter financials for FY 2023.

C. Discussion and possible action regarding approval of a resolution authorizing the Executive Director/CEO to execute an amendment to the contract with Carollo Engineers for technical consulting services for the 6th cycle of regional water planning on behalf of North East Texas Regional Water Planning Group.

At the November 16, 2022 RWRD Board meeting, the Board authorized the Executive Director to execute an amendment to the funding contract with the Texas Water Development Board (TWDB) for the 6th Cycle of regional water planning on behalf of the North East Texas Regional Water Planning Group (Region D). At that time, TWDB had made more funding available to help complete the remaining tasks in the 6th cycle of planning. TWDB made available up to \$606,747 with their amendment. This release of more funding has led to the need to amend the contract RWRD has in place with Carollo Engineers, who are serving as the Technical Consultant for Region D. The original contract with Carollo Engineers was executed in September of 2021. The original amount of the contract was \$200,691. This amendment would change the amount of the contract to \$580,747. This is the first amendment to this contract, but more are expected throughout this planning cycle as TWDB makes more funding available. Staff recommends approval.

Action Item: Consider motion for approval of RESO 20230524-03 authorizing the Executive Director/CEO to execute an amended contract with Carollo Engineers for technical consulting services for the 6th cycle of regional water planning on behalf of North East Texas Regional Water Planning Group.

VII. REPORTS

A. Board Members

B. Executive Director/CEO

VIII. 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.

IX. NEXT REGULAR MEETING

Riverbend Regular Meeting, June 28, 2023 at 12:00 p.m. at Riverbend Offices, 228 A Texas Avenue, New Boston, Texas 75570.

X. 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, MAY 24, 2023**

**CONSENT AGENDA ITEM IV. A.
April 26, 2023
Regular Meeting Minutes
May 1, 2023
Special Called Meeting Minutes**

**Regular Called Meeting
Riverbend Water Resources District
Board Meeting Minutes**

April 26, 2023

228 Texas Avenue, Suite A, New Boston, Texas 75570

M I N U T E S

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 12:02 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

Fred Milton led the invocation and the pledge of allegiance.

III. Public Comments

None.

IV. Consent Agenda Items

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

A. Discussion and possible action regarding February 22, 2023 Regular Called Meeting Minutes.

A motion was made by **Fred Milton** and seconded by **Tina Veal Gooch** 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).

No report. No action taken.

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

No report. No action taken.

VII. Agenda Items for Individual Consideration

A. Discussion and possible action regarding approval of a resolution approving the second quarter FY 2023 Financial Statements.

Tara Houck presented the second quarter FY 2023 Financial Statements. She provided that there were a few system errors as well as invoices that will need to be adjusted before approval. Kyle Dooley recommended holding off on approval until these errors can be corrected.

No action taken.

B. Discussion and possible action regarding approval of a resolution approving the second quarter FY 2023 Investment Report.

Tara Houck presented the second quarter FY Investment Report.

A motion was made by **Fred Milton** and seconded by **Steve Mayo** to approve **RESO 20230426-02** approving the second quarter FY 2023 Investment Report. The motion passed unanimously.

C. Discussion and possible action regarding approval of a resolution adopting the Revised 2023 Administrative Member Fund Budget, the Revised 2023 Wet Utilities Fund Budget, and the Revised 2023 Regional Water System Facilities Fund Budget of Riverbend Water Resources District.

Tara Houck presented the changes to all three budgets. All resulting in a net zero adjustment in the budgets.

A motion was made by **Tina Veal Gooch** and seconded by **Steve Mayo** to approve **RESO 20230426-03** adopting the Revised 2023 Administrative Member Fund Budget, the Revised 2023 Wet Utilities Fund Budget, and the Revised 2023 Regional Water System Facilities Fund Budget of Riverbend Water Resources District. The motion passed unanimously.

D. Discussion and possible action regarding approval of a resolution authorizing the Executive Director/CEO to negotiate and enter into an agreement with Round Table Networks, LLC for Information Technology services.

Kyle Dooley provided that this contract is the renewal of an existing contract with Round Table Networks for managed information technology services. The original agreement was signed in January 2022. The agreement at that time was for 12 months and then it would convert over to a month-to-month agreement. This proposed contract would be a 2-year agreement with the same transition to a month-to-month contract after the initial term. The prices for services are increasing by 5% as compared to the current contract. There is also a 5% escalation clause in the second year of the proposed agreement. We have been very satisfied with the services that Round Table has provided and would like to continue with this service agreement.

A motion was made by **Steve Mayo** and seconded by **Fred Milton** to approve **RESO 20230426-04** authorizing the Executive Director/CEO to enter into and negotiate an agreement with Round Table Networks, LLC for managed IT Services. The motion passed unanimously.

VIII. Riverbend Reports

A. Board Members

Steve Mayo opened up discussions regarding naming the new water treatment facilities after Johnny Branson, the former mayor of New Boston. He stated, “Riverbend would not be here without Johnny. He bridged the gap between the City of Texarkana, Texas and the other member cities to get where we all are today working together for the betterment of the region.” The board agreed to hold a special meeting on Monday, May 1, 2023 at 2pm to discuss and approve the official name of the new facility.

B. Executive Director/CEO

Kyle Dooley provided the following updates:

Eli Hunt provided a report on a visit by TCEQ regarding the new water system. The TCEQ rep had a concern related to the anode cover on the elevated storage tank. The replacement of that is planned for August 2023. The inspection went well other than that one issue. The TCEQ rep was very complementary to our operations.

Regional Water System Project: We have worked with the Corps and TWDB over the month of April to get movement on the new intake and water treatment plant project. The TWDB does still need the EID and the EFR. Those are near completion. TWDB requires a concurrence letter from the Corps stating that the project can be constructed and meet the water need requirements even under the Interim Rule Curve. They are in discussions on what language is needed in that letter for it to meet TWDBs requirement in order for them to allow a conditional approval for a funds release. Monday, Mr. Dooley met with the Corps to let them know what TWDB needed, and the Corps assured him that the letter would be written and sent to TWDB. Design funding will be released through TWDB once the letter is complete as well as the EID and the EFR. For construction funds to actually be released, we will need the full permit from the Corps. Now that we have the timeline for funding to be released, we have permission to release the RFQs for a design team as soon as the drafts are approved by TWDB. It is likely to be a three-month process to get all documents approved before the RFQs are published. There was also discussion regarding the intake application itself. We are at the point where we will get a memo of agreement with the Corps to move that application process forward. We have received a draft of what the memo of agreement may look like, and we've approved that. It is still subject to final approval once all the project specific language is inserted into the draft. The EA document goes with that memo of agreement. We will be working closely with the Corps on that agreement and the EA document. We don't want to get too far ahead of the Corps in that regard so we will pace our timeline for the release of the RFQs. The Corps is aware of our timeline on this project, and they will keep it on their radar and help us get to where we need to be. The next steps after completing these documents is going through the out grant process and the 404 process with regulatory.

Ultimate Rule Curve and Environmental & Cultural Resources Study: Mr. Dooley and David Orr, City Manager for the City of Texarkana, travelled to Austin to meet with the Historic Commission. This meeting was set to finalize the programmatic agreement language that will set out the cultural resources study. One year ago, discussions began on this programmatic agreement. The Caddo Nation is the main focus surrounding the Cultural Resources side. The Historic commission is also concerned with other items that may be found that are not native American artifacts but are still of historical significance. The Historic Commission wanted to make sure that the programmatic agreement covers the possible discovery of such artifacts. The Corps assured them that there is language in the agreement that lines out what the process is if one is found. Another meeting may be held in a month which will get the Corps time to update the document and inform all stakeholders of the updates as well as give them time to give feedback. Mr. Dooley and Mr. Orr also met with Senator Bryan Hughes as well as Representative Van Deaver. They fully support these efforts and will send letters to the Historic Commission to keep momentum going. Last week Mr. Dooley received an email from Mike Kingston, the project leader at the Corps, asking for a funds assurance memo that includes a new cost estimate on the Cultural Resources Study. The Corps will now go forward with getting RFQs out to have that study started. When the programmatic agreement is signed, the remainder of the \$5.1 million should be paid to the Corps.

Industrial Waste Water Plant: Eli and Kyle met with the Army contract staff to discuss options for the location for the new plant as well as the length of the term for paying back the debt. There are two different locations that will affect the cost. Right now, the treated water from the current industrial plant is then sent to the domestic plant to be treated again.

Once the new plant comes on line there will be some operation and management savings because it won't then be treated in two plants. The Army also wanted to see the breakover point to decide the final location especially if there are private entities that want to utilize the new plant. They would also like to see how a number of new users of the plant would affect their financial obligation. They will meet with the commander to discuss the information they now have and to decide if they want to move forward. The next step is to schedule a meeting with all the stakeholders to discuss how costs would be shared if there were more users than just the Army.

No action taken.

XI. Executive Session

The board stood at ease at 12:55 p.m.

The board reconvened in Executive Session at 12:58 p.m. with quorum pursuant to section 551.071 and 551.074 of the Texas Open Meetings Act.

The board came out of Executive Session at 1:58 p.m.

The board reconvened with quorum at 2:00 p.m.

X. Next Riverbend Meetings

Riverbend Regular Meeting, Wednesday, April 26, 2023 at 12:00 p.m. at Riverbend Offices, 228 A Texas Avenue, New Boston, Texas 75570.

XI. 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 2:02 p.m. The motion passed unanimously.

The minutes of the Riverbend Water Resources District Board of Directors meeting, held on April 26, 2023 were read and approved on the _____ day of _____, 2023.

Van Alexander, President

Attest:

Kyle Dooley, Executive Director/ CEO

**Special Called Meeting
Riverbend Water Resources District
Board Meeting Minutes
May 1, 2023
228 Texas Avenue, Suite A, New Boston, Texas 75570**

M I N U T E S

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, Steve Mayo, Vice President of the Board, called the meeting to order at 2:00 p.m.

Directors Present:

Steve Mayo, Vice President
Fred Milton, Treasurer
Sonja Hubbard, Secretary

Directors Absent:

Van Alexander, President
Tina Veal-Gooch, Past President

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

Fred Milton led the invocation and the pledge of allegiance.

III. Public Comments

None.

IV. Agenda Items for Individual Consideration

A. Discussion and possible action regarding consideration of naming the new regional water treatment facility.

A motion was made by **Fred Milton** and seconded by **Sonja Hubbard** to approve **RESO 20230501-01** naming the regional water facility the Johnny L. Branson Regional Water Facility. The motion passed unanimously.

Upon approval of the resolution, Fred Milton read a tribute to Johnny Branson highlighting his life's work and achievements.

V. Executive Session

The board did not move into executive session.

VI. Next Riverbend Meetings

Riverbend Regular Meeting, Wednesday, May 24, 2023 at 12:00 p.m. at Riverbend Offices, 228 A Texas Avenue, New Boston, Texas 75570.

VII. Adjournment

With no additional business to be discussed, a motion was made by **Fred Milton** and seconded by **Sonja Hubbard** to adjourn the meeting at 2:12 p.m. The motion passed unanimously.

The minutes of the Riverbend Water Resources District Board of Directors meeting, held on May 1, 2023 were read and approved on the 24th day of May, 2023.

Van Alexander, President

Attest:

Kyle Dooley, Executive Director/ CEO

**REGULAR CALLED MEETING
RIVERBEND WATER RESOURCES DISTRICT
WEDNESDAY, MAY 24, 2023**

**AGENDA ITEM VI. A.
RWRD RESO 20230524-01
Cybersecurity Training**



RIVERBEND RESOLUTION NO. 20230524-01

**ACKNOWLEDGING RIVERBEND WATER RESOURCES DISTRICT COMPLIANCE
WITH HOUSE BILL 3834 REGARDING REQUIRED CYBERSECURITY TRAINING**

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, the State of Texas House of Representatives amended the government code by passing House Bill 3834 in June 2019 requiring state agencies and local governments to complete a certified cybersecurity training program; and

WHEREAS, Riverbend Water Resources District employees attended via webinar a certified training program created by the Texas Department of Information Resources (DIR); and

WHEREAS, the Texas Department of Information Resources (DIR) requires that an authorized individual employed with each local government, such as Riverbend Water Resources District, verify and report on the completion of a cybersecurity training program by employees to the DIR and should retain documentation pertaining to this requirement.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors of the Riverbend Water Resources District, authorizes the Executive Director/CEO to verify and report the completion of the cybersecurity training to the Texas Department of Information Resources.

PASSED and APPROVED this 24th day of May 2023

Van Alexander, President

ATTEST:

Sonja Hubbard, Secretary



**REGULAR CALLED MEETING
RIVERBEND WATER RESOURCES DISTRICT
WEDNESDAY, MAY 24, 2023**

**AGENDA ITEM VI. B.
RWRD RESO 20230524-02
Second Quarter FY 2023 Financials**



RIVERBEND RESOLUTION NO. 20230524-02

APPROVING THE 2nd 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 Board of Directors wishes to provide fiduciary guidance of Riverbend Water Resources funds.

NOW, THEREFORE, BE IT RESOLVED that the Riverbend Water Resources District accepts and approves the 2nd Quarter FY 2023 financial statements.

PASSED and APPROVED this 24th day of May 2023

Van Alexander, President

ATTEST:

Sonja Hubbard, Secretary

Attached: 2nd Quarter FY 2023 Financial Statements



RIVERBEND WATER RESOURCES DISTRICT**STATEMENT OF NET POSITION****ENTERPRISE FUNDS****MARCH 31, 2023**

	<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	\$ 110,341	\$ -	\$ 267,870	\$ 378,211
Accounts receivable	18,659	7,370	2,401,175	2,427,204
Interest receivable		432,349		432,349
Interfund accounts	21,498	-	12,193	33,691
Restricted assets:				
Cash and cash equivalents restricted for bond debt reserves	-	4,695,274	685,971	5,381,245
Cash and cash equivalents restricted for construction	-	18,282,099	20,035	18,302,134
Investments restricted for construction	-	74,804,538		74,804,538
Cash and cash equivalents restricted for operations	-	-	903,830	903,830
Prepaid expenses	-	-	81,944	81,944
Inventories	-	-	83,326	83,326
Total current assets	<u>150,498</u>	<u>98,221,630</u>	<u>4,456,344</u>	<u>102,828,472</u>
Noncurrent assets:				
Cash and cash equivalents - restricted for bond debt reserves	-	2,815,726	1,912,345	4,728,071
Capital assets (net of accumulated depreciation):				
Equipment	-	-	363,443	363,443
Utility system	-	-	15,589,146	15,589,146
Intangible assets	-	-	249,847	249,847
Construction in progress	-	16,508,157	27,335	16,535,492
Total capital assets	<u>-</u>	<u>16,508,157</u>	<u>16,229,771</u>	<u>32,737,928</u>
Total noncurrent assets	<u>-</u>	<u>19,323,883</u>	<u>18,142,116</u>	<u>37,465,999</u>
TOTAL ASSETS	<u>150,498</u>	<u>117,545,513</u>	<u>22,598,460</u>	<u>140,294,471</u>
LIABILITIES				
Current liabilities:				
Accounts payable	13,672	338,466	172,341	524,479
Payroll liabilities	-	-	56,157	56,157
Interfund accounts	12,193	21,498	-	33,691
Due to North East Texas Regional Water Planning Group	-	-	-	-
Accrued interest payable	-	710,315	121,511	831,826
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>25,865</u>	<u>4,220,279</u>	<u>781,562</u>	<u>5,027,706</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>25,865</u>	<u>109,115,279</u>	<u>7,436,324</u>	<u>116,577,468</u>
NET POSITION				
Net investment in capital assets	-	1,771,993	10,107,110	11,879,103
Restricted for bond reserves	-	7,240,404	2,602,151	9,842,555
Restricted for construction	-	1,798	20,035	21,833
Unrestricted	124,633	(583,961)	2,432,840	1,973,512
TOTAL NET POSITION	<u>\$ 124,633</u>	<u>\$ 8,430,234</u>	<u>\$ 15,162,136</u>	<u>\$ 23,717,003</u>

RIVERBEND WATER RESOURCES DISTRICT

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

ENTERPRISE FUNDS

FOR THE THREE MONTHS ENDED MARCH 31, 2023

	<i>Regional Water System Administration Fund</i>	<i>Regional Water System Facilities Fund</i>	<i>Wet Utilities Fund</i>	<i>Total</i>
OPERATING REVENUES				
Charges for services:				
Member fees	\$ 95,108	\$ -	\$ -	\$ 95,108
Army volumetric charge	-	-	1,537,375	1,537,375
Army water supply charge	-	-	116,572	116,572
Commercial and residential charge	-	-	105,396	105,396
Infrastructure Services	-	-	53,459	53,459
Other revenue	-	-	4,210	4,210
Total operating revenues	<u>95,108</u>	<u>-</u>	<u>1,817,012</u>	<u>1,912,120</u>
OPERATING EXPENSES				
Accounting and audit	4,500	-	-	4,500
Analyticals	-	-	53,319	53,319
Capital replacement	-	-	139,429	139,429
Community relations	1,399	-	-	1,399
Conferences & seminars	525	-	-	525
Consulting	90,000	-	349	90,349
Dues and memberships	4,311	-	-	4,311
Engineering services	4,625	-	-	4,625
Equipment maintenance, repair and fuel	-	-	13,758	13,758
Equipment rental	-	-	(1,409)	(1,409)
Insurance	-	-	27,339	27,339
Materials	-	-	113,984	113,984
Meetings expense	2,260	-	-	2,260
Military affairs	-	-	-	-
Miscellaneous	469	-	-	469
Permits	-	-	32,118	32,118
Repairs	-	-	79,240	79,240
Salaries, wages, payroll taxes and benefits	89,291	-	491,125	580,416
Supplies	-	-	29,304	29,304
Travel and training	3,686	-	-	3,686
Utilities	-	-	87,983	87,983
Waste disposal	-	-	14,575	14,575
Water purchase cost	-	-	144,557	144,557
Web design and maintenance	1,660	-	-	1,660
Infrastructure services	-	-	58,748	58,748
Overhead allocation - water	-	-	102,596	102,596
Overhead allocation - wastewater	-	-	111,510	111,510
Overhead allocation - industrial wastewater	-	-	112,422	112,422
Total operating expenses before depreciation	<u>202,726</u>	<u>-</u>	<u>1,610,947</u>	<u>1,813,673</u>
Operating income (loss) before depreciation	(107,618)	-	206,065	98,447
Depreciation	-	-	420,934	420,934
Operating income (loss)	<u>(107,618)</u>	<u>-</u>	<u>(214,869)</u>	<u>(322,487)</u>
NONOPERATING REVENUES (EXPENSES)				
Facility charges revenue	-	-	732,946	732,946
Minimum monthly payments	-	2,182,740	-	2,182,740
Interest revenue	34	1,191,344	21,556	1,212,934
Project admin fees	-	-	6,569	6,569
Unrealized gain (loss) on investment	-	569,110	-	569,110
Interest expense	-	(776,391)	(134,032)	(910,423)
Wire fees	-	(629)	-	(629)
Franchise fees expense	-	-	(52,852)	(52,852)
Special projects expense	(4,200)	-	-	(4,200)
Total nonoperating revenues (expenses)	<u>(4,166)</u>	<u>3,166,174</u>	<u>574,187</u>	<u>3,736,824</u>
Income (loss) before transfers	<u>(111,784)</u>	<u>3,166,174</u>	<u>359,318</u>	<u>3,413,708</u>
Transfers in (out)	<u>115,000</u>	<u>-</u>	<u>(115,000)</u>	<u>-</u>
Changes in net position	<u>3,216</u>	<u>3,166,174</u>	<u>244,318</u>	<u>3,413,708</u>
Net position, beginning of year	<u>121,417</u>	<u>5,264,060</u>	<u>14,917,818</u>	<u>20,303,295</u>
Net position, end of year	<u>\$ 124,633</u>	<u>\$ 8,430,234</u>	<u>\$ 15,162,136</u>	<u>\$ 23,717,003</u>

RIVERBEND WATER RESOURCES DISTRICT

SUPPLEMENTARY INFORMATION BUDGETARY COMPARISON SCHEDULE REGIONAL WATER SYSTEM ADMINISTRATION FOR THE THREE MONTHS ENDED MARCH 31, 2023

	<i>Budget</i>	<i>Actual</i>	<i>Variance with Budget</i>	<i>% of Budget</i>
OPERATING REVENUES				
Charges for services	\$ 192,158	\$ 95,108	\$ (97,050)	49.49%
Total operating revenues	<u>192,158</u>	<u>95,108</u>	<u>(97,050)</u>	<u>49.49%</u>
OPERATING EXPENSES				
Advertising	1,400	-	1,400	0.00%
Accounting & audit	4,500	4,500	-	100.00%
Community relations	8,000	1,399	6,601	17.49%
Conferences & seminars	4,700	525	4,175	11.17%
Consulting	200,000	90,000	110,000	45.00%
Dues & memberships	7,883	4,311	3,572	54.69%
Engineering services	20,000	4,625	15,375	23.13%
Legal & professional fees	27,500	-	27,500	0.00%
Meetings expense	6,000	2,260	3,740	37.67%
Military affairs	11,000	-	11,000	0.00%
Office supplies & expense	3,300	469	2,831	14.21%
Regional planning projects	60,000	-	60,000	0.00%
Salaries, wages & benefits	177,763	89,291	88,472	50.23%
Subscriptions	400	-	400	0.00%
Travel & training	18,000	3,686	14,314	20.48%
Web design & maintenance	4,000	1,660	2,340	41.50%
Total operating expenses	<u>554,446</u>	<u>202,726</u>	<u>351,720</u>	<u>36.56%</u>
Operating income (loss)	<u>(362,288)</u>	<u>(107,618)</u>	<u>(254,670)</u>	<u>29.71%</u>
NONOPERATING REVENUES (EXPENSES)				
Interest Revenue	-	34	34	
Special projects expense	(50,000)	(4,200)	45,800	8.40%
Use of prior year equity	182,288	-	(182,288)	0.00%
Total nonoperating revenues (expenses)	<u>132,288</u>	<u>(4,166)</u>	<u>(136,454)</u>	<u>3.15%</u>
Income (loss) before transfers	<u>(230,000)</u>	<u>(111,784)</u>	<u>118,216</u>	<u>48.60%</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>3,216</u>	<u>3,216</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>\$ 124,633</u>	<u>3,216</u>	<u>102.65%</u>

RIVERBEND WATER RESOURCES DISTRICT

SUPPLEMENTARY INFORMATION BUDGETARY COMPARISON SCHEDULE REGIONAL WATER SYSTEM FACILITIES FUND FOR THE THREE MONTHS ENDED MARCH 31, 2023

	<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	2,182,740	(2,113,310)	50.81%
Interest Revenue	1,191,063	1,191,344	281	100.02%
Interest Expense	(1,565,230)	(776,391)	788,839	49.60%
Wire fees	-	(629)	(629)	
Unrealized Gain/(Loss) on Investments	(538,532)	569,110	1,107,642	-105.68%
Bond Issuance Costs	(225,000)	-	225,000	0.00%
Total nonoperating revenues (expenses)	3,158,351	3,166,174	7,823	100.25%
Change in net position before transfers	3,158,351	3,166,174	7,823	100.25%
Net position, beginning of year	\$ 5,264,060	5,264,060	-	100.00%
Net position, end of year	\$ 8,422,411	\$ 8,430,234	\$ 7,823	100.09%

RIVERBEND WATER RESOURCES DISTRICT

SUPPLEMENTARY INFORMATION BUDGETARY COMPARISON SCHEDULE WET UTILITIES FUND FOR THE THREE MONTHS ENDED MARCH 31, 2023

	<i>Budget</i>	<i>Actual</i>	<i>Variance with Budget</i>	<i>% of Budget</i>
OPERATING REVENUES				
Charges for services	\$ 3,994,975	\$ 1,812,802	\$ (2,182,173)	45.38%
Other revenue	-	4,210	4,210	
Total operating revenues	<u>3,994,975</u>	<u>1,817,012</u>	<u>(2,177,963)</u>	<u>0.00%</u>
OPERATING EXPENSES				
Analytical	150,000	53,319	96,681	35.55%
Capital Replacement	415,100	139,429	275,671	33.59%
Consulting	60,000	349	59,651	0.58%
Equipment maintenance, repair & fuel	52,000	13,758	38,242	26.46%
Equipment rental	11,000	(1,409)	12,409	-12.81%
Insurance	54,247	27,339	26,908	50.40%
Materials	235,200	113,984	121,216	48.46%
Permits	55,000	32,118	22,882	58.40%
Repairs	319,000	79,240	239,760	24.84%
Salaries, wages, payroll taxes & benefits	1,133,127	491,125	642,002	43.34%
Supplies & materials	52,600	29,304	23,296	55.71%
Utilities	188,000	87,983	100,017	46.80%
Waste disposal	70,000	14,575	55,425	20.82%
Water purchase cost	378,057	144,557	233,500	38.24%
Infrastructure services	102,679	58,748	43,931	57.22%
Overhead allocation - water	196,606	102,596	94,010	52.18%
Overhead allocation - wastewater	213,558	111,510	102,047	52.22%
Overhead allocation - industrial wastewater	215,372	112,422	102,950	52.20%
Total operating expenses	<u>3,901,545</u>	<u>1,610,947</u>	<u>2,290,598</u>	<u>41.29%</u>
Operating income (loss) before depreciation	93,430	206,065	112,635	220.56%
Depreciation	799,500	420,934	378,566	52.65%
Operating income (loss)	<u>(706,070)</u>	<u>(214,869)</u>	<u>491,201</u>	<u>-30.43%</u>
NONOPERATING REVENUES (EXPENSES)				
Facility charges revenues	1,504,031	732,946	(771,085)	48.73%
Interest revenue	14,000	21,556	7,556	153.97%
Project Admin Fees	41,921	6,569	(35,352)	15.67%
Interest expense	(445,885)	(134,032)	311,853	30.06%
Franchise fees expense	(109,035)	(52,852)	56,183	48.47%
Total nonoperating revenues (expenses)	<u>1,005,032</u>	<u>574,187</u>	<u>(430,845)</u>	<u>57.13%</u>
Income (loss) before transfers	298,962	359,318	60,356	120.19%
Transfers in (out)	<u>(230,000)</u>	<u>(115,000)</u>	<u>115,000</u>	<u>50.00%</u>
Change in net position	68,962	244,318	175,356	354.28%
Net position, beginning of year	<u>14,917,818</u>	<u>14,917,818</u>	<u>-</u>	<u>100.00%</u>
Net position, end of year	<u>\$ 14,986,780</u>	<u>\$ 15,162,136</u>	<u>\$ 175,356</u>	<u>101.17%</u>

RIVERBEND WATER RESOURCES DISTRICT**COMPARATIVE STATEMENT OF REVENUES, EXPENSES, AND CHANGE IN NET POSITION
REGIONAL WATER SYSTEM ADMINISTRATION
FOR THE THREE MONTHS ENDED MARCH 31, 2023**

	<i>March 31, 2023</i>	<i>March 31, 2022</i>	<i>\$ Change</i>	<i>% Change</i>
OPERATING REVENUES				
Charges for services:				
Member fees	\$ 95,108	\$ 99,184	\$ (4,076)	-4.11%
Total operating revenues	95,108	99,184	(4,076)	-4.11%
OPERATING EXPENSES				
Accounting & audit	4,500	4,500	-	
Community relations	1,399	1,149	250	21.76%
Conferences & seminars	525	1,950	(1,425)	-73.08%
Consulting	90,000	91,531	(1,531)	-1.67%
Dues & memberships	4,311	3,831	480	12.53%
Engineering services	4,625	405	4,220	1041.98%
Legal & professional fees	-	10,638	(10,638)	-100.00%
Meetings expense	2,260	1,808	452	25.00%
Military affairs	-	2,750	(2,750)	-100.00%
Office supplies and expense	469	569	(100)	-17.57%
Salaries, wages, payroll taxes & benefits	89,291	86,111	3,180	3.69%
Travel & training	3,686	6,666	(2,980)	-44.70%
Web design & maintenance	1,660	4,121	(2,461)	-59.72%
Total operating expenses	202,726	216,029	(13,303)	-6.16%
Operating income (loss) before depreciation	(107,618)	(116,845)	9,227	7.90%
Depreciation	-	-	-	
Operating income (loss)	(107,618)	(116,845)	9,227	-7.90%
NONOPERATING REVENUES (EXPENSES)				
Interest revenue	34	68	(34)	-39.08%
Special projects expense	(4,200)	-	(4,200)	
Total nonoperating revenues (expenses)	(4,166)	68	(4,234)	6226.47%
Income (loss) before transfers	(111,784)	(116,777)	4,993	4.28%
Transfers in (out)	115,000	115,000	-	
Change in net position	3,216	(1,777)	4,993	280.98%
Net position, beginning of year	121,417	199,306	(77,889)	-39.08%
Net position, end of year	\$ 124,633	\$ 197,529	\$ (72,896)	-36.90%

RIVERBEND WATER RESOURCES DISTRICT**COMPARATIVE STATEMENT OF REVENUES, EXPENSES, AND CHANGE IN NET POSITION
REGIONAL WATER SYSTEM FACILITIES FUND
FOR THE THREE MONTHS ENDED MARCH 31, 2023**

	<i>March 31, 2023</i>	<i>March 31, 2022</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	2,182,740	2,183,661	(921)	-0.04%
Interest Revenue	1,191,344	20,096	1,171,248	5828.26%
Unrealized gain (loss) on investment	569,110	-	569,110	
Interest Expense	(776,391)	(234,906)	(541,485)	230.51%
Wire fees	(629)	-	(629)	
Bond Issuance Costs	-	(2,355,269)	2,355,269	
Total nonoperating revenues (expenses)	3,166,174	(386,418)	3,552,592	-919.37%
Income (loss) before capital contributions and transfers	3,166,174	(386,418)	3,552,592	-919.37%
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>\$ 8,430,234</u>	<u>\$ 3,834,876</u>	<u>\$ 4,595,358</u>	<u>119.83%</u>

RIVERBEND WATER RESOURCES DISTRICT**COMPARATIVE STATEMENT OF REVENUES, EXPENSES, AND CHANGE IN NET POSITION
WET UTILITIES FUND
FOR THE THREE MONTHS ENDED MARCH 31, 2023**

	<i>March 31, 2023</i>	<i>March 31, 2022</i>	<i>\$ Change</i>	<i>% Change</i>
OPERATING REVENUES				
Charges for services:				
Army volumetric charge	\$ 1,537,375	\$ 1,623,277	\$ (85,902)	-5.29%
Army water supply charge	116,572	115,123	1,449	1.26%
Commercial & residential charge	105,396	94,199	11,197	11.89%
Infrastructure services	53,459	-	53,459	
Other revenue	4,210	-	4,210	
Total operating revenues	<u>1,817,012</u>	<u>1,832,599</u>	<u>(15,587)</u>	<u>-0.85%</u>
OPERATING EXPENSES				
Analyticals	53,319	55,780	(2,461)	-4.41%
Capital Replacement	139,429	110,523	28,906	26.15%
Consulting	349	26,802	(26,453)	-98.70%
Equipment maintenance, repair & fuel	13,758	23,597	(9,839)	-41.70%
Equipment rental	(1,409)	2,503	(3,912)	-156.29%
Insurance	27,339	24,362	2,977	12.22%
Materials	113,984	82,805	31,179	37.65%
Permits	32,118	32,399	(281)	-0.87%
Repairs	79,240	85,816	(6,576)	-7.66%
Salaries, wages, payroll taxes & benefits	491,125	468,967	22,158	4.72%
Supplies & materials	29,304	16,238	13,066	80.47%
Utilities	87,983	76,461	11,522	15.07%
Waste disposal	14,575	23,828	(9,253)	-38.83%
Water purchase cost	144,557	161,273	(16,716)	-10.37%
Infrastructure services	58,748	-	58,748	
Overhead allocation - water	102,596	91,094	11,502	12.63%
Overhead allocation - wastewater	111,510	99,009	12,501	12.63%
Overhead allocation - industrial wastewater	112,422	99,823	12,599	12.62%
Total operating expenses	<u>1,610,947</u>	<u>1,481,280</u>	<u>129,667</u>	<u>8.75%</u>
Operating income (loss) before depreciation	206,065	351,319	(145,254)	-41.35%
Depreciation	420,934	405,222	15,712	3.88%
Operating income (loss)	<u>(214,869)</u>	<u>(53,903)</u>	<u>(160,966)</u>	<u>298.62%</u>
NONOPERATING REVENUES (EXPENSES)				
Facility charges revenue	732,946	729,739	3,207	0.44%
Interest revenue	21,556	9,895	11,661	117.85%
Project admin fees	6,569	24,479	(17,910)	73.16%
Interest expense	(134,032)	(166,860)	32,828	19.67%
Franchise fees expense	(52,852)	(54,978)	2,126	3.87%
Total nonoperating revenues (expenses)	<u>574,187</u>	<u>542,275</u>	<u>31,912</u>	<u>5.88%</u>
Income (loss) before transfers	<u>359,318</u>	<u>488,372</u>	<u>(129,054)</u>	<u>-26.43%</u>
Transfers in (out)	<u>(115,000)</u>	<u>(115,000)</u>	<u>-</u>	
Change in net position	<u>244,318</u>	<u>373,372</u>	<u>(129,054)</u>	<u>-34.56%</u>
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>\$ 15,162,136</u>	<u>\$ 15,081,277</u>	<u>\$ 80,859</u>	<u>0.54%</u>

**REGULAR CALLED MEETING
RIVERBEND WATER RESOURCES DISTRICT
WEDNESDAY, MAY 24, 2023**

**AGENDA ITEM VI. C.
RWRD RESO 20230524-03
Amended Carollo Contract**



RIVERBEND RESOLUTION NO. 20230524-03

AUTHORIZING THE EXECUTIVE DIRECTOR/CEO TO EXECUTE AN AMENDED CONTRACT WITH CAROLLO ENGINEERS FOR TECHNICAL CONSULTING SERVICES FOR THE 6th CYCLE OF REGIONAL WATER PLANNING ON BEHALF OF NORTH EAST TEXAS REGIONAL WATER PLANNING GROUP

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, The North East Texas Regional Water Planning Group (“NETxRWPG” or “Region D”) was established by the Texas Water Development Board (TWDB) on February 19, 1998, and any subsequent additional appointments by the initial coordinating body. The purpose of the NETxRWPG shall be to provide comprehensive regional water planning and to carry out the related responsibilities placed on regional water planning groups by state law, including Texas Water Code Chapter 16 and TWDB rules, including 31 TAC Chapter 355, 357, and 358, in and for the North East Texas Regional Water Planning Area; and

WHEREAS, on August 25, 2021 the Riverbend Board authorized Kyle Dooley, the Executive Director/CEO to execute a contract for technical consulting services with Carollo Engineers; and

WHEREAS, Region D has a need to amend that contract to account for additional funds that have been made available for the 6th cycle of regional water planning.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors of the Riverbend Water Resources District hereby authorizes the Executive Director/CEO to execute an amendment to the contract with Carollo Engineers for technical consulting services for the 6th cycle of regional water planning on behalf of North East Texas Regional Water Planning Group.

PASSED and APPROVED this 24th day of May 2023

Van Alexander, President

ATTEST:

Sonja Hubbard, Secretary

Attached: Carollo Engineers Contract Amendment



**RIVERBEND WATER RESOURCES DISTRICT
with Carollo Engineers, Inc.
AMENDMENT NO. 1**

This Amendment No. 1 to the Agreement between the RIVERBEND WATER RESOURCES DISTRICT of New Boston, Texas, (hereinafter "OWNER"), and Carollo Engineers, Inc., (hereinafter "ENGINEER") is issued by the OWNER and accepted by ENGINEER pursuant to the mutual promises, covenants and conditions contained in the Agreement between the above named parties dated the 4th day of August, 2021.

WITNESSETH:

WHEREAS, OWNER, as the political subdivision designated by the North East Texas Regional Water Planning Group (hereinafter "NETRWPG"), has entered into a contract with the Texas Water Development Board (TWDB), to complete tasks associated with the development of a Regional Water Plan for the NETRWPG as defined by 31 TAC Chapters 355, 357 & 358.

(hereinafter "Project"), and

WHEREAS, the contract between OWNER and the TWDB (TWDB Contract No. 2148302556; hereinafter the "TWDB Contract") is attached hereto as Attachment A; and

WHEREAS, the TWDB Contract between OWNER and the TWDB has been amended (effective November 17, 2022; hereinafter "First Amended TWDB Contract") and is attached hereto as Attachment B; and

WHEREAS, the TWDB made additional committed funds in the amount of \$401,056.00 available by the First Amended TWDB Contract, bringing the total COMMITTED FUNDS amount to \$606,747.00; and

WHEREAS, ENGINEER shall receive \$380,056.00 of the \$401,056.00 in additional committed funds for performance of its obligations under the Agreement.

WHEREAS, OWNER on behalf of the NETRWPG has retained ENGINEER, on the terms and conditions set forth in the Agreement, for the furnishing of Engineering Services in connection with preparing a Regional Water Plan for the NETRWPG as defined by 31 TAC Chapters 355, 357 & 358; and

WHEREAS, OWNER and ENGINEER have determined that additional scope activities and additional contract compensation are required; and

WHEREAS, OWNER and ENGINEER desire to amend the terms of the Agreement to ensure consistency with the First Amended TWDB Contract.

NOW THEREFORE, for the considerations hereinafter set forth, and the understanding of each party to the other, OWNER and ENGINEER, acting as aforesaid and each binding itself, its successors and assigns, do mutually covenant, promise, and agree to amend the Agreement as follows:

1. Additional committed funding in the amount of \$380,056.00, for a total not-to-exceed Agreement price of \$580,747.00, for performance of Work under the Agreement is hereby made available.
2. The Agreement is hereby amended to be consistent with all changes and modifications set forth in the First Amended TWDB Contract, attached hereto and incorporated by reference herein for all purposes as Attachment B, and ENGINEER shall be responsible for complying with all such changes and modifications.
3. The Task and Expense Budgets in Exhibit "A" of the Agreement is hereby replaced with the First Amended Task and Expense Budgets set forth in Exhibit "G", attached hereto and incorporated herein by reference for all purposes.
4. The General Guidelines for Development of the 2026 Regional Water Plans in Exhibit "B" of the Agreement is hereby replaced with the First Amended General Guidelines for Development of the 2026 Regional Water Plans set forth in Exhibit "H", attached hereto and incorporated herein by reference for all purposes.
5. The Guidelines for 2026 Regional Water Plan Data Deliverables in Exhibit "C" of the Agreement is hereby replaced with the First Amended Guidelines for 2026 Regional Water Plan Data Deliverables set forth in Exhibit "I", attached hereto and incorporated herein by reference for all purposes.
6. Task Order 1 is hereby replaced with Task Order 2 set forth in Exhibit "J", attached hereto and incorporated herein by reference for all purposes.

The Scope of Services, Time of Performance, and Compensation are amended by the aforesaid Task Order 2, consistent with the First Amended TWDB Contract.

All other provisions of the Agreement shall remain in force and unchanged.

Nothing herein shall be construed as creating any personal liability on the part of any officer, director, or agent of the District.

IN WITNESS WHEREOF, duly authorized representatives of the parties have signed in confirmation of this Amendment, with effective date the 1st day of June, 2023.

CAROLLO ENGINEERS, INC.

OWNER

By: _____
David K. Harkins, Ph.D., P.E.
Vice-President
PE #87732

By: _____
Kyle Dooley, P.E.
Executive Director

ATTEST:

By: _____
Scott P. Hoff, P.E.
Senior Vice President
PE #89056

Exhibit G

Task and Expense Budgets

FIRST AMENDED TASK BUDGET

Accounting Item No.	Task		Original Amount	First Amended Additional Amount	Total Amount
	Regional Water Planning Task No.	Description			
1	1	Planning Area Description	\$16,231.00	\$0.00	\$16,231.00
2	2A	Non-Municipal Water Demand Projections	\$28,414.00	\$0.00	\$28,414.00
3	2B	Population and Municipal Water Demand Projections	\$47,482.00	\$0.00	\$47,482.00
4	8	Recommendations Regarding Unique Stream Segments and/or Reservoir Sites and Legislative & Regional Policy Issues	\$10,648.00	\$0.00	\$10,648.00
5	10	Public Participation and Plan Adoption	\$97,916.00	\$110,881.00	\$208,797.00
6	3	Water Supply Analysis	\$0.00	\$139,038.00	\$139,038.00
7	4A	Water Needs Analysis	\$0.00	\$23,124.00	\$23,124.00
8	4B	Identification of Infeasible Water Management Strategies in the previously adopted 2021 Regional Water Plan	\$0.00	\$22,152.00	\$22,152.00
9	4C	Technical Memorandum	\$0.00	\$25,674.00	\$25,674.00
10	5A	Identification of Potentially Feasible Water Management Strategies and Projects	\$0.00	\$20,853.00	\$20,853.00
11	5B	Evaluation and Recommendation of Water Management Strategies and Projects	\$0.00	\$0.00	\$0.00
12	5C	Conservation Recommendations	\$0.00	\$10,000.00	\$10,000.00
13	6	Impacts of the Regional Water Plan and Consistency with Protection of Resources	\$0.00	\$12,000.00	\$12,000.00
14	7	Drought Response Information, Activities, and Recommendations	\$0.00	\$12,000.00	\$12,000.00
15	9	Implementation and Comparison to the Previous Regional Water Plan	\$0.00	\$4,334.00	\$4,334.00
		Total Engineer Committed Funds	\$200,691.00	\$380,056.00	\$580,747.00

* Work under this Task to be performed only after approval and incorporation of Task 5A scope of work and written notice-to-proceed.

FIRST AMENDED EXPENSE BUDGET

CATEGORY	TOTAL AMOUNT
Salaries & Wages ¹	\$110,379.00
Fringe ²	\$ 55,190.00
Travel	\$ 10,000.00
Other Expenses ³	\$ 19,221.00
Subcontract Services #1	\$145,569.00
Subcontract Services #2	\$ 49,474.00
Overhead ⁴	\$162,479.00
Profit	\$ 28,435.00
TOTAL COSTS⁵	\$580,747.00

1. **Salaries and Wages** is defined as the cost of salaries of engineers, draftsmen, stenographers, surveyors, clerks, laborers, etc., for time directly chargeable to this contract.

2. **Fringe** is defined as the cost of social security contributions, unemployment, excise, and payroll taxes, employment compensation insurance, retirement benefits, medical and insurance benefits, sick leave, vacation, and holiday pay applicable thereto.

3. **Other Expenses** is defined to include expendable supplies, communications, reproduction, and postage.

4. **Overhead** is defined as the costs incurred in maintaining a place of business and performing professional services similar to those specified in this contract. These costs shall include the following:

- Indirect salaries, including that portion of the salary of principals and executives that is allocable to general supervision;
- Indirect salary fringe benefits;
- Accounting and legal services related to normal management and business operations;
- Travel costs incurred in the normal course of overall administration of the business;
- Equipment rental;
- Depreciation of furniture, fixtures, equipment, and vehicles;
- Dues, subscriptions, and fees associated with trade, business; technical, and professional organizations;
- Other insurance;
- Rent and utilities; and
- Repairs and maintenance of furniture, fixtures, and equipment.

5. **Ineligible expenses** include, but are not limited to:

- Food and Lodging for Regional Water Planning Group members;
- Tips;
- Costs associated with social events and tours;
- Costs of generating or distributing newsletters;
- Direct costs greater than \$250.00 per year for domain fees, website hosting, and/or website maintenance costs;
- Direct or indirect labor costs associated with obtaining, developing, and/or maintaining websites including costs to track website use or post materials on websites.

**EXHIBIT J
TASK ORDER NO. 2**

**RIVERBEND WATER RESOURCES DISTRICT
(OWNER)**

AND

**CAROLLO ENGINEERS, INC.
(ENGINEER)**

This Task Order 2 is issued by the OWNER and accepted by ENGINEER pursuant to the mutual promises, covenants and conditions contained in the Agreement, as amended, between the above named parties dated the 4th day of August, 2021, in connection with preparing a Regional Water Plan for the NORTH EAST TEXAS REGIONAL WATER PLANNING GROUP (NETRWPG or RWPG) as defined by 31 TAC Chapters 355, 357 & 358 (Project).

PURPOSE

The purpose of this Task Order 2 is to identify the Basic Services that the ENGINEER shall render professional services necessary to complete the following Scope of Work, which is consistent with First Amended Scope of Work Exhibit "A" to the OWNER's First Amended TWDB Contract (Contract No. 2148302556), incorporated as Attachment B.

ENGINEER'S BASIC SERVICES/SCOPE OF WORK

Subject to the availability of COMMITTED FUNDS, as further detailed in Attachment B, ENGINEER shall fulfill the following requirements:

1. ENGINEER shall fulfill the requirements specified for "CONTRACTOR" in Section II., Article II. A. of the First Amended TWDB Contract.
2. ENGINEER shall fulfill the requirements specified for "CONTRACTOR" in Section II., Article II. D. of the First Amended TWDB Contract.
3. ENGINEER shall fulfill the requirements specified for "CONTRACTOR" in Section II., Article II. E. of the First Amended TWDB Contract.
4. ENGINEER shall provide a written progress report with each invoice submitted to RWRD. The progress reports shall be prepared as described in Section II., Article III. C. of the First Amended TWDB Contract.
5. ENGINEER shall fulfill the requirements specified for "CONTRACTOR" in Section II., Article III. D. of the First Amended TWDB Contract.
6. ENGINEER shall fulfill the requirements specified for "CONTRACTOR" in Section II., Article III. E. of the First Amended TWDB Contract.
7. ENGINEER shall fulfill the requirements specified for "CONTRACTOR" in Section II., Article III. F. of the First Amended TWDB Contract.
8. ENGINEER shall fulfill the requirements specified for "CONTRACTOR" in Section II., Article III. G. of the First Amended TWDB Contract.

9. ENGINEER shall fulfill the requirements specified for "CONTRACTOR" in Section II., Article III. H. of the First Amended TWDB Contract.
10. ENGINEER shall fulfill the requirements specified for "CONTRACTOR" in Section II., Article III. I. of the First Amended TWDB Contract.
11. The last day that work performed under this Agreement shall be eligible for reimbursement shall be February 27, 2026.
12. ENGINEER shall perform the work and fulfill the requirements set forth in Attachment B, Exhibit A, First Amended Scope of Work of the First Amended TWDB Contract, consisting of all Services necessary to successfully complete Tasks 1, 2A, 2B, 3, 4A, 4B, 4C, 5A, 5B, 5C, 6, 7, 8, 9, and 10.
13. Capitalized terms not otherwise defined in this Task Order have the meanings set forth in the First Amended TWDB Contract.

TIME OF PERFORMANCE

Time of performance is that specified in Task Order 1, and is incorporated herein.

As specified below, the term shall commence on the CONTRACT INITIATION DATE of February 1, 2021 and shall expire on the CONTRACT EXPIRATION DATE of August 31, 2026.

- a) CONTRACT INITIATION DATE -
February 1, 2021
- b) DEADLINE FOR CONTRACT EXECUTION -
August 31, 2021
- c) TECHNICAL MEMORANDUM DEADLINE -
March 4, 2024

TECHNICAL MEMORANDUM - The technical memorandum to be prepared by the CONTRACTOR and submitted to the EXECUTIVE ADMINISTRATOR will be in accordance with 31 Texas Administrative Code §§357.10(34) and 357.12(c).

- d) INITIALLY PREPARED REGIONAL WATER PLAN DEADLINE
March 3, 2025

INITIALLY PREPARED REGIONAL WATER PLAN - The Regional Water Plan to be initially prepared by the CONTRACTOR and submitted to the EXECUTIVE ADMINISTRATOR for comments pursuant to the CONTRACT.

- e) FINAL REGIONAL WATER PLAN DEADLINE -
October 20, 2025

REGIONAL WATER PLAN - A plan including amendments that have been adopted by the REGIONAL WATER PLANNING GROUP that meets the requirements contained in the Texas Water Code §16.053 and 31 Texas Administrative Code Chapters 357 and 358 and submitted to the TWDB for approval.

- f) FIRST REIMBURSABLE EXPENSE DATE - The first day that work performed under this CONTRACT is eligible for reimbursement will be February 1, 2021, for limited administrative costs associated with public notices. For activities involving technical work under this CONTRACT, the eligible reimbursement date will be August 4, 2021, which is the date that the required public meeting to receive preplanning input from the public will be held by the REGIONAL WATER PLANNING GROUP per 31 Texas Administrative Code §357.12(a), which follows the TWDB APPROVAL DATE of June 3, 2021. TWDB will not reimburse expenses associated with Exhibit D, Scope of Work, until after contract execution.
- g) FINAL REIMBURSABLE EXPENSE DATE - The last day that work performed under this CONTRACT is eligible for reimbursement will be February 27, 2026.
- h) FINAL PAYMENT REQUEST DEADLINE - The latest day that the final payment request may be submitted for reimbursement will be April 30, 2026.
- i) CONTRACT EXPIRATION DATE – This CONTRACT expires on August 31, 2026. The last day that any budget amendment requests may be submitted under the CONTRACT will be July 31, 2026.

PAYMENT

For an in consideration of the services to be rendered by the ENGINEER, the OWNER shall pay the fees hereinafter set forth.

Available Funding/Contract Amount

- a) Consistent with the First Amended TWDB Contract, at the time of the execution of the First Amended TWDB Contract, the TWDB was not appropriated sufficient funds to provide the TOTAL PROJECT COST to OWNER. Of the TOTAL PROJECT COST, the TWDB made available to OWNER pursuant to the terms of the First Amended TWDB Contract an amount not to exceed COMMITTED FUNDS totaling \$606,747.00, of which \$580,747.00 ("ENGINEER COMMITTED FUNDS") is available to be paid to ENGINEER for performance of the First Amended Scope of Work set forth in this Task Order 2. If additional funds become available to the TWDB for the purposes of making grants for preparation of regional water plans, the TWDB will allocate additional COMMITTED FUNDS to OWNER, not to exceed the TOTAL PROJECT COST, and to the various other contractors, which are preparing regional water plans.
- b) Future phases of this contract will be authorized by the NETRWPG at a future date based on available funding from the Texas Water Development Board.
- c) The maximum not-to-exceed budget for ENGINEER for the purposes of Task Order 2 as of this contract time is \$580,747.00. This amount represents an increase of \$380,056.00 to the initial budget of \$200,691.00 authorized in Task Order 1, and is accordant with the COMMITTED FUNDS identified in the First Amended TWDB Contract and allowing for OWNER's administrative expenses.
- d) Per the First Amended TWDB Contract, the TOTAL PROJECT COST is not to exceed \$1,102,903.00 or 100 percent of the necessary and direct planning costs for the development of the REGIONAL WATER PLAN, whichever is less.

- e) Pursuant to the above considerations, the maximum final budget for ENGINEER is not to exceed \$1,076,903.00, or 100 percent of the necessary and direct planning costs for the development of the REGIONAL WATER PLAN, whichever is less.
- f) OWNER shall not be liable for any costs in excess of the COMMITTED FUNDS of this Task Order 2 unless the contract is amended in a future Task Order to increase the COMMITTED FUNDS.
- g) This Task Order does not require ENGINEER to incur any study costs beyond the maximum not-to-exceed funding.
- h) ENGINEER has no control over the cost of labor, materials, equipment, or services furnished by others, over the incoming water quality and/or quantity, or over the way OWNER's plant and/or associated processes are operated and/or maintained. Data projections and estimates are based on ENGINEER's opinion based on experience and judgment. ENGINEER cannot and does not guarantee that actual costs and/or quantities realized will not vary from the data projections and estimates prepared by ENGINEER and ENGINEER will not be liable to and/or indemnify OWNER and/or any third party related to any inconsistencies between ENGINEER's data projections and estimates and actual costs and/or quantities realized by OWNER and/or any third party in the future.

Task and Expense Budgets

- a) The First Amended Task and Expense Budgets (Exhibit "G") are established for Work to be performed by ENGINEER.
- b) At the discretion of the Executive Administrator of the TWDB and upon prior written approval by OWNER, ENGINEER has budget flexibility within the Task and Expense Budget categories above to the extent that the resulting change in amount in any one Task or Expense category does not exceed thirty five percent (35%) of the total amount authorized by this Contract for the task or category to be changed. Larger deviations shall require submission of a written request that is approved by the Regional Water Planning Group and approved by the EXECUTIVE ADMINISTRATOR or designee which will be documented through an Approved Budget Memorandum to the TWDB contract file. ENGINEER will be required to provide written explanation for the overage and reallocation of the task and expense amount. Associated shifts in amounts between budget task and expense categories authorized under this paragraph shall not change the COMMITTED FUNDS amount.

Invoicing

- a) ENGINEER is responsible for determining and abiding by the TWDB's definitions and rules pertaining to Authorized Reimbursable Expenses and agrees to charge OWNER in accordance with those definitions and rules.
- b) ENGINEER shall fulfill the requirements for "subcontractor" in Section II., Article IV.G., of the First Amended TWDB Contract.

- c) ENGINEER shall submit monthly invoices to OWNER in accordance with the Task and Expense budgets in Exhibit "G". OWNER's monthly payments, in response to ENGINEER'S monthly invoices, shall depend on satisfactory completion of Work billed. OWNER shall pay ninety five percent (95%) of each invoice until ENGINEER delivers, on or before the Regional Water Plan Deadline, a Regional Water Plan that meets statutory and rule requirements as determined by the Executive Administrator of the TWDB, at which time the retained five percent (5%) will be paid.
- d) ENGINEER shall submit a progress report with each invoice. ENGINEER shall also provide with each invoice the documentation described in Section II., Article IV. J. of the First Amended TWDB Contract.

Other Direct Expenses

Other direct expenses are reimbursed at actual cost. They include outside printing and reproduction expense, communication expense, travel, transportation and subsistence and other miscellaneous expenses directly related to the work, including costs of laboratory analysis, tests and other work required to be done by independent persons other than staff members.

Each statement submitted for payment must include the following:

- (1) A progress report with supporting data that describes the work associated with the invoice. The progress report shall include a brief statement of the overall progress made since the last progress report; a brief description of any problems that have been encountered during the previous reporting period that may affect the study, delay the timely completion of or cause a change in any of the study's products or objects; and a description of any action that ENGINEER plans to take to correct any problems that have been encountered or identified;
- (2) A breakdown of actual study costs by budget category as contained in Exhibit "G" to this Task Order.
- (3) The billing period; beginning (date) to ending (date);
- (4) For direct expenses paid by ENGINEER and by its subcontractors, copies of invoices to the subcontractor showing the tasks that were performed; the percent and cost of each task completed; a total cost figure for each direct expense category contained in Exhibit "G" attached to this Agreement; and the total dollar amount paid to the subcontractors;
- (5) For travel and subsistence expenses of ENGINEER and subcontractors, ENGINEER shall provide the name of traveler, date of travel, purpose of travel, itemization of subsistence expenses of each traveler, limited; however, to travel expenses authorized for State employees by the General Appropriations Act, Tex. Leg. Regular Session, 2009, Article IX, Part 5, as amended or superseded; for other transportation costs, ENGINEER shall provide copies of invoices or receipts covering tickets for transportation or, if not available, names, dates and points of travel of individuals; and all other allowable expenses, ENGINEER shall provide invoices or receipt to evidence the amount paid;

- (6) ENGINEER shall provide certification, signed by an authorized representative that the expenses submitted for the billing period are a true and correct representation of amounts paid for work performed directly related to this contract.

ENGINEER and its subcontractor(s) shall maintain satisfactory financial accounting documents and records, including copies of invoices and receipts for a term of three years after completion of this contract, and shall make them available for examination and audit by the TWDB and the OWNER. Accounting by the ENGINEER and its subcontractor(s) shall be in a manner consistent with generally accepted accounting principles;

- (7) ENGINEER shall submit three (3) complete sets of Partial Payment documentation for each payment request.

Retainage

A five percent (5%) retainage will be held from each of the invoices received by the TWDB.

EFFECTIVE DATE

This Task Order No. 2 is effective as of the 1st day of June, 2023.

IN WITNESS WHEREOF, duly authorized representatives of the OWNER and of the ENGINEER have executed this Task Order No. 2 evidencing its issuance by OWNER and acceptance by ENGINEER.

CAROLLO ENGINEERS, INC.

OWNER

Accepted this _____ day of _____,
20____

By: _____
David K. Harkins, Ph.D., P.E.
Vice-President

By: _____
Kyle Dooley, P.E.
Executive Director

ATTEST:

ATTEST:

By: _____
Scott P. Hoff, P.E.
Senior Vice President
PE #89056

By: _____