AGENDA

MEETING OF THE
SAN ANTONIO WATER SYSTEM
BOARD OF TRUSTEES
January 15, 2019, 9:00 A.M.
6th Floor Board Room #609
Administrative Offices
2800 U. S. Hwy 281 North, San Antonio, Texas 78212

1. MEETING CALLED TO ORDER.

2. Announcements.
   A. The San Antonio Water System Board of Trustees will, during the Meeting, close the Meeting and hold an Executive Session pursuant to and in accordance with Chapter 551 of the Texas Open Meetings Act. The Board of Trustees may, at any time during the Meeting, close the Meeting and hold an Executive Session for consultation with its attorneys concerning any of the matters to be considered during the Meeting pursuant to Chapter 551 of the Texas Open Meetings Act.

3. Minutes.
   A. Approval of the Minutes of the San Antonio Water System Board of Trustees Regular Board Meeting of November 13, 2018.


5. Public Comment.

SAN ANTONIO WATER SYSTEM
HANDICAPPED ACCESSIBILITY STATEMENT
The San Antonio Water System Buildings and Meeting Rooms are accessible to individuals with disabilities. Accessible visitor parking spaces as well as the accessible entrance and ramp are located at the west side main entrance of the SAWS Headquarters Building, Tower I, 2800 U.S. Highway 281 North. Individuals with disabilities in need of auxiliary aids and services, including Deaf interpreters, must request such aids and services forty-eight (48) hours prior to the meeting. For assistance, contact the Board Administrator at 210-233-3537 or 711 (Texas Relay Service for the Deaf).
CONSENT AGENDA ITEMS

Items  6 – 40

CAPITAL IMPROVEMENT CONTRACTS

PROJECTS INVOLVING IMPROVEMENTS, EXTENSIONS AND ADDITIONAL CAPACITY

Developer Customer Contracts

6. A Resolution awarding a construction contract to Wauters Engineering, LLC in an amount not to exceed $593,531.20 in connection with the Blue Skies Offsite Water Main Extension Project; approving a contract between the System, Wauters Engineering, LLC and CW-Blue Sky, LLC for the project work; authorizing the expenditure of funds in the amount of $259,669.90 for the System’s proportionate share of the project work payable to Wauters Engineering, LLC and the expenditure of funds in the amount of $25,966.99 for the System’s proportionate share of the engineering design fees payable to CW-Blue Sky, LLC. (ANDREA BEYMER – TRACEY LEHMANN)

7. A Resolution awarding a construction contract to Wauters Engineering, LLC in an amount not to exceed $675,523.85 in connection with the Grosenbacher Road 16-inch Approach and Border Main Project; approving a contract between the System, Wauters Engineering, LLC and Continental Homes of Texas, LP for the project work; authorizing the expenditure of funds in the amount of $326,443.39 for the System’s proportionate share of the project work payable to Wauters Engineering, LLC and the expenditure of funds in the amount of $32,644.39 for the System’s proportionate share of the engineering design fees payable to Continental Homes of Texas, LP. (ANDREA BEYMER – TRACEY LEHMANN)

Water and Sewer Line Improvements

8. A Resolution awarding a construction contract to Facilities Rehabilitation, Inc. in an amount not to exceed $753,982.00 in connection with the Water Main Dead End Main Project. (ANDREA BEYMER – TRACEY LEHMANN)

9. A Resolution awarding a construction contract to San Antonio Constructors, Ltd. in an amount not to exceed $1,193,574.50 in connection with the 2018 Open Cut Sanitary Sewer Package Project. (ANDREA BEYMER – GAIL HAMRICK-PIGG)

10. A Resolution awarding a professional services contract to Arcadis U.S., Inc. in an amount not to exceed $501,699.00 in connection with the Central Sewershed Package 7 Project. (ANDREA BEYMER – GAIL HAMRICK-PIGG)

11. A Resolution awarding a professional services contract to Cobb Fendley & Associates, Inc. in an amount not to exceed $397,991.00 in connection with the BPC East/West Small Diameter Package 1 Project. (ANDREA BEYMER – GAIL HAMRICK-PIGG)

12. A Resolution awarding a professional services contract to Garver, LLC in an amount not to exceed $907,449.00 in connection with the BPC Central Small Diameter Package 1 Project. (ANDREA BEYMER – GAIL HAMRICK-PIGG)
13. A Resolution awarding a professional services contract to Garcia Infrastructure Consultants, LLC in an amount not to exceed $300,000.00 in connection with the 2019 Treatment Facilities Engineering Work Order Contract. (ANDREA BEYMER – MICHAEL MYERS)

14. A Resolution awarding a professional services contract to Moreno Cardenas, Inc. in an amount not to exceed $200,000.00 in connection with the 2019 Treatment Facilities Engineering Work Order Contract. (ANDREA BEYMER – MICHAEL MYERS)

REPLACEMENT AND ADJUSTMENT PROJECTS

Governmental Relocations and Replacements

15. A Resolution awarding a construction contract to Pronto Sandblasting & Coating & Oil-Field Services Co., Inc. in an amount not to exceed $1,591,451.00 in connection with the 2020 SMP Package I (Oak Knoll Dr., Mazzurana Place, & Griggs Ave.). (ANDREA BEYMER – GAIL HAMRICK-PIGG)

16. A Resolution awarding a construction contract to T Construction, LLC in an amount not to exceed $1,705,406.85 in connection with the 2020 SMP Package II (Gillespie St., Pasadena St., & W. Russell Pl.). (ANDREA BEYMER – GAIL HAMRICK-PIGG)

17. A Resolution awarding a construction contract to R.L. Jones, LP in an amount not to exceed $1,263,224.00 in connection with the 2020 SMP Package III (Morales and E. Huff). (ANDREA BEYMER – GAIL HAMRICK-PIGG)

18. A Resolution awarding a construction contract to Facilities Rehabilitation, Inc. in an amount not to exceed $975,825.00 in connection with the 2020 SMP Package IV (Cadwallader St. and E. Upson). (ANDREA BEYMER – GAIL HAMRICK-PIGG)

19. A Resolution approving reimbursement to the City of San Antonio in an amount not to exceed $168,650.00 for the adjustment of water and sewer facilities by the City of San Antonio in connection with the 2018-2019 Concrete Pavement & Flatwork Task Order Contract Package 16. (ANDREA BEYMER – GAIL HAMRICK-PIGG)

20. A Resolution approving reimbursement to the City of San Antonio in an amount not to exceed $113,400.00 for the adjustment of water and sewer facilities by the City of San Antonio in connection with the 2019-2020 Task Order Contract for Flatwork and Street Improvements Package 1. (ANDREA BEYMER – GAIL HAMRICK-PIGG)

21. A Resolution approving reimbursement to the City of San Antonio in an amount not to exceed $186,330.00 for the adjustment of water and sewer facilities by the City of San Antonio in connection with the Task Order Contract for Miscellaneous Construction Projects Package 1. (ANDREA BEYMER – GAIL HAMRICK-PIGG)

22. A Resolution authorizing the expenditure of additional funds in the amount of $2,500,000.00 for engineering services related to water and sewer facility replacements, installations and adjustments by the City of San Antonio in connection with the 2017 - 2022 Bond Program. (ANDREA BEYMER – GAIL HAMRICK-PIGG)
23. A Resolution approving an Advance Funding Agreement with the Texas Department of Transportation; authorizing expenditures in an amount not to exceed $115,170.66 for the adjustment of the water and sewer facilities by the Texas Department of Transportation in connection with the SH-16 at Cedar Trail Project.
(ANDREA BEYMER – GAIL HAMRICK-PIGG)

24. A Resolution approving an Advance Funding Agreement with the Texas Department of Transportation; authorizing expenditures in an amount not to exceed $26,565.00 for the removal of asbestos cement pipe by the Texas Department of Transportation in connection with the SH-16 at Cedar Trail Project.
(ANDREA BEYMER – GAIL HAMRICK-PIGG)

25. A Resolution approving additional funds in an amount not to exceed $368,576.34 to the existing Advance Funding Agreement with the Texas Department of Transportation in connection with the US 281: Stone Oak Parkway to Bexar/Comal County Line Project.
(ANDREA BEYMER – GAIL HAMRICK-PIGG)

**EASEMENT AND REAL PROPERTY**

26. A Resolution accepting the bid from and approving a purchase/exchange agreement with Shavano LDR No.4 Commercial Partnership, LTD and Denton Development Company, Inc. for the purchase and exchange by the City of San Antonio acting by and through the San Antonio Water System, for certain real property being approximately 3.923 acres located along Indian Woods, San Antonio, Texas in the northeast quadrant of Bexar County, for the De Zavala Elevated Storage Tank Project in exchange for the conveyance by the System of a certain approximately 1.924 acre surplus property located off Overlook Parkway in San Antonio, Bexar County, Texas; authorizing the expenditures of funds in an amount not to exceed $285,000.00 for the acquisition of the property and conveyance in accordance with the terms of the purchase/exchange agreement and related closing and title insurance costs.
(NANCY BELINSKY – BRUCE HABY)

27. A Resolution approving an amendment to Shopping Center Sublease Agreement between the San Antonio Water System and CPS Energy for a term of twelve months at the Las Palmas Shopping Center for approximately 2,857 sf of office space located at 803 Castroville Road, Suite 406, San Antonio, Texas, in an amount not to exceed $50,560.00. (NANCY BELINSKY – BRUCE HABY)

28. A Resolution declaring a public necessity for public use, the acquisition of certain real property in the City of San Antonio being temporary construction and access easements for the DR 1091 - 800 N. Loop 1604 Sewer Main Project in the northeast quadrant of Bexar County, Texas, for the public use of the repair and operation of the System; requesting that the City Council of the City of San Antonio adopt an ordinance reaffirming and declaring that the project is for a public use and a public necessity exists for the acquisition of the easements and authorizing the system to take all appropriate action to acquire the easement by negotiation and/or condemnation. Project located in NCB: 17430. (NANCY BELINSKY – BRUCE HABY)
29. A Resolution declaring a public necessity for public use, the acquisition of certain privately owned real property in the City of San Antonio being permanent water easements and temporary construction and access easements for the Central Water Integration Pipeline Segment 5-4 Project in the northeast quadrant of Bexar County, Texas, which easements shall be acquired by negotiation and/or condemnation, if necessary, for the public use of the expansion and operation of the System; requesting that the City Council of the City of San Antonio adopt an ordinance reaffirming and declaring that the project is for a public use and a public necessity exists for the acquisition of the easements and authorizing the system to take all appropriate action to acquire the easement by negotiation and/or condemnation. Project located in NCB: 11960, 16743, 8673. (NANCY BELINSKY – BRUCE HABY)

MISCELLANEOUS ITEMS

30. A Resolution approving an amendment to the Wholesale Sewer Service Contract with the Cibolo Creek Municipal Authority. (ANDREA BEYMER – TRACEY LEHMANN)

31. A Resolution approving services work orders from Infor Public Sector, Inc. in an amount not to exceed $662,709.97 for the period of January 1, 2019 through December 31, 2019 in connection with configuring and implementing enhancements to the Infor applications and related processes. (SREE PULAPAKA)

32. A Resolution authorizing expenditures in an amount not to exceed $1,500,000.00 for the purchase of Cisco System products and services through the State of Texas Department of Information Resources Contract DIR-TSO-4167 and its resellers for the Infrastructure, Engineering, and Operations Groups for 2019. (SREE PULAPAKA)

33. A Resolution awarding a construction contract to Gilbert’s Utility & Concrete Work, Inc. in an amount not to exceed $597,325.00 in connection with the 2019 Annual Concrete Placement Work Order Construction Contract, Package I. (MICHAEL BRINKMANN – GORDON MAHAN)

34. A Resolution awarding a construction contract to Pronto Sandblasting & Coating & Oil-Field Services Co., Inc. in an amount not to exceed $567,974.00 in connection with the 2019 Annual Concrete Placement Work Order Construction Contract, Package II. (MICHAEL BRINKMANN – GORDON MAHAN)

35. A Resolution awarding a construction contract to Facilities Rehabilitation, Inc. in an amount not to exceed $1,395,175.00 in connection with the 2019 Annual Water Distribution Leak Repairs Contract – Package 1. (MICHAEL BRINKMANN – LEAMON ANDERSON)

36. A Resolution awarding a construction contract to Facilities Rehabilitation, Inc. in an amount not to exceed $1,380,175.00 in connection with the 2019 Annual Water Distribution Leak Repairs Contract – Package 2. (MICHAEL BRINKMANN – LEAMON ANDERSON)
37. A Resolution awarding a construction contract to Bartek Construction, Co. in an amount not to exceed $1,394,320.00 in connection with the 2019 Annual Water Distribution Leak Repairs Contract – Package 3.
   (MICHAEL BRINKMANN – LEAMON ANDERSON)

38. A Resolution awarding a construction contract to Facilities Rehabilitation, Inc. in an amount not to exceed $1,370,875.00 in connection with the 2019 Annual Water Distribution Leak Repairs Contract – Package 4.
   (MICHAEL BRINKMANN – LEAMON ANDERSON)

39. A Resolution approving a Letter Agreement with Steven M. Clouse in an amount not to exceed $144,000.00 for a period expiring December 31, 2019, for operations consulting services.
   (ROBERT R. PUENTE)

40. A Resolution approving the Internal Audit Risk Assessment and 2019 Annual Audit Plan and directing that the plan be implemented.
   (STACEY ISENBERG)

**ITEMS FOR INDIVIDUAL CONSIDERATION**

   (DONOVAN BURTON – DARREN THOMPSON)

42. A Resolution appointing new members to the Community Conservation Committee for a two-year term expiring December 31, 2020, reappointing returning members for a term expiring December 31, 2020, and appointing the Chairperson to the Community Conservation Committee for a one-year term expiring December 31, 2019.
   (GAVINO RAMOS – KAREN GUZ)

43. **BRIEFING SESSION.**
   A. Briefing and deliberation regarding the Vista Ridge Project
   B. Briefing and deliberation regarding the 2019 State Legislative Update

44. President/Chief Executive Officer’s Report.
   A. Briefing and deliberation regarding the legal and legislative history of the Edwards Aquifer

45. Inquiries of the Board of Trustees for future briefings and/or follow-up action.
46. The Regular Session of the January 15, 2019, Regular Board Meeting is hereby recessed to hold an Executive Session and discuss the matters listed pursuant to Section §551.071 of the Texas Open Meetings Act.

47. EXECUTIVE SESSION.
   

   B. Consultation with attorneys regarding legal matters related to Renda/Southland, J.V., et. al. vs San Antonio Water System, et. al., Cause No. 2018 CI 18329 in the District Court for the 150th Judicial District of Bexar County, Texas related to the Central Water Integration Pipeline Segment 5-1 Project pursuant to §551.071, Texas Government Code.

   C. Consultation with attorneys regarding advice on legal matters in which the duty of the attorney to the governmental body under the Texas Disciplinary Rules of Professional Conduct of the State Bar of Texas clearly conflicts with the Texas Open Meetings Act, pursuant to §551.071, Texas Government Code.

48. The Regular Session of the Regular Board Meeting of January 15, 2019, is hereby reconvened.

49. Adjournment. THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES MEETING OF JANUARY 15, 2019, IS HEREBY ADJOURNED.
MINUTES

MEETING OF THE
SAN ANTONIO WATER SYSTEM
BOARD OF TRUSTEES
November 13, 2018, 9:00 A.M.
6th Floor Board Room #609
Administrative Offices
2800 U. S. Hwy 281 North, San Antonio, Texas 78212

Board Members Present:
Berto Guerra, Jr., Chairman
Ron Nirenberg, Mayor
Pat Jasso, Vice Chair
Pat Merritt, Assistant Secretary
David P. McGee, Trustee
Eduardo Parra, Trustee

Board Members Absent:
Amy Hardberger, Secretary

1. MEETING CALLED TO ORDER.

The meeting of the San Antonio Water System Board of Trustees was held on November 13, 2018, and called to order at 9:11 a.m. by Chairman Berto Guerra.

2. Announcements.

A. The San Antonio Water System Board of Trustees will, during the Meeting, close the Meeting and hold an Executive Session pursuant to and in accordance with Chapter 551 of the Texas Open Meetings Act. The Board of Trustees may, at any time during the Meeting, close the Meeting and hold an Executive Session for consultation with its attorneys concerning any of the matters to be considered during the Meeting pursuant to Chapter 551 of the Texas Open Meetings Act.

3. Minutes.

A. Approval of the Minutes of the San Antonio Water System Board of Trustees Regular Board Meeting of September 11, 2018.

Chairman Guerra asked if there were any corrections to the minutes. Hearing none, he stated the minutes were approved as presented.

None

5. Public Comment.

None

**CONSENT AGENDA ITEMS**

**ITEMS CONCERNING THE PURCHASE OF EQUIPMENT, MATERIALS AND SUPPLIES**

6. A Resolution accepting recommendations regarding the contracting for certain services, equipment, materials, and supplies, and authorizing the acceptance of bids as follows: (DOUG EVANSON – YVONNE TORRES)

   **A. Award of New One Time Purchases of Materials, Equipment and Services.**

   1. Approving a one-time purchase from Halifax Security, Inc. dba North American Video to provide: security cameras, video recorders and accessories for maintenance, repair, replacement and improvement of existing equipment, Bid No. 18-16-25, for a total of $234,192.00.

   2. Approving a one-time purchase from DN Tanks, Inc. to provide: digester concrete tank dome rehabilitation at the Dos Rios Water Recycling Center, Bid No. 18-18115, for a total of $998,940.00.

   **B. Award of New and Renewal Annual Goods & Services Requirement Contract and Maintenance Agreements.** Estimated annual purchases are based on unit prices bid. Actual totals and quantities may vary from the estimate.

   1. Acceptance of the sole source bid of CIP Planner Corp. to provide: annual contract for CIPAce software maintenance and support, Bid No. 18-18116, for a total of $119,198.10.

   2. Acceptance of the single source bid of United Rentals (North America), Inc. to provide: annual contract for purchase of vertical shores parts and service, Bid No. 18-2065, for a total of $109,187.50.

   3. Acceptance of the bid of American Water Chemicals, Inc. to provide: annual contract for desal antiscalant/clean-in-place chemicals, Bid No. 18-18006, for a total of $320,490.00.

   4. Acceptance of the bid of R.E.C. Industries, Inc. to provide: annual contract for mechanical maintenance and repair services for specialized equipment, and/or expertise for installation or repair of process
equipment that is either subsurface or located in confined space, Bid No. 18-18034, for a total of $581,089.13.

5. Acceptance of the sole source bid of Utilis, Inc. to provide: satellite imagery leak system analysis, Bid No. 18-18137, for a total of $472,500.00.

CAPITAL IMPROVEMENT CONTRACTS
PROJECTS INVOLVING IMPROVEMENTS, EXTENSIONS AND ADDITIONAL CAPACITY

Water and Sewer Line Improvements

7. A Resolution awarding a construction contract to Whittaker Lane Contracting, LLC in an amount not to exceed $472,434.00 in connection with the Ground and Elevated Storage Tank Demolition Project. (ANDREA BEYMER – TRACEY LEHMANN)

8. A Resolution approving Change Order No. 2 in the increased amount of $372,019.12 to the construction contract with S.J. Louis Construction of Texas, Ltd. in connection with the E-19: Seguin Road to Nacogdoches Road – Segment 2 Project. (ANDREA BEYMER – GAIL HAMRICK-PIGG)

9. A Resolution ratifying the actions of the Vice President of Engineering and Construction for approving Change Order No. 1 in an amount not to exceed $566,200.00 to the construction contract with SAK Construction, LLC in connection with the Multiple Sewershed Package 2A Project. (ANDREA BEYMER – GAIL HAMRICK-PIGG)

Production, Transmission and Treatment Improvements

10. A Resolution approving Change Order No. 1 in an amount not to exceed $211,733.99 to the construction contract with Associated Construction Partners, Ltd. in connection with the Dos Rios Water Recycling Center Sludge Thickening Facility Expansion Project. (ANDREA BEYMER – MICHAEL MYERS)

11. A Resolution approving Change Order No. 4 in an amount not to exceed $383,108.00 to the construction contract with Archer Western Construction, LLC in connection with the Dos Rios Water Recycling Center Headworks Enhancement Project. (ANDREA BEYMER – JULIE VALADEZ)

12. A Resolution awarding a professional services contract to Freese & Nichols, Inc. in an amount not to exceed $2,149,157.00 in connection with the Turtle Creek No. 3 Primary Pump Station Project. (ANDREA BEYMER – MICHAEL MYERS)

13. A Resolution awarding a professional services contract to K Friese & Associates, Inc. in an amount not to exceed $819,842.00 in connection with the Turtle Creek No. 3 Pump Station Transmission Main Project. (ANDREA BEYMER – MICHAEL MYERS)
14. A Resolution approving additional funds in an amount not to exceed $140,000.00 to the existing professional services contract with Tetra Tech, Inc. in connection with the Water Productions Facilities Painting and Rehabilitation Design Services Contract I. (ANDREA BEYMER – TRACEY LEHMANN)

REPLACEMENT AND ADJUSTMENT PROJECTS

Governmental Relocations and Replacements

15. A Resolution approving reimbursement to the City of San Antonio in an amount not to exceed $550,000.00 for environmental services in connection with the 2017 – 2022 Bond Program. (ANDREA BEYMER – GAIL HAMRICK-PIGG)

EASEMENT AND REAL PROPERTY

16. A Resolution accepting an offer in the amount of $50,000.00 for the sale of 23011 Shady Forest, Elmendorf, Bexar County, Texas; approving a purchase agreement with Angela Poritz and Verona Curry; affirming a six percent commission to be paid to Can and Company at closing; authorizing payment of closing costs (excluding real estate commissions) up to $1,200.00 at closing. (NANCY BELINSKY – BRUCE HABY)

17. A Resolution approving the acquisition of a permanent water line easement being approximately 0.104 acres and temporary construction easements being approximately 0.228 acres from Mortgage Loan & Agency Company, joined by Short Living Trust, and located at the southwest corner of Loop 1604 and Voigt Drive, in Bexar County, Texas for the Central Water Integration Pipeline Project in an amount not to exceed $206,847.03. (NANCY BELINSKY – BRUCE HABY)

18. A Resolution approving the acquisition of a permanent water line easement being approximately 1.084 acres and temporary construction easements being approximately 1.045 acres in the aggregate from Metro Creekside Texas, LLC, and located at the southeast corner of West Avenue and Bitters Road, in Bexar County, Texas for the Central Water Integration Pipeline Project in an amount not to exceed $900,000.00. (NANCY BELINSKY – BRUCE HABY)

MISCELLANEOUS ITEMS

19. A Resolution approving an agreement with Bluebonnet Electric Cooperative in an amount not to exceed $456,346.00 for design and construction of electrical facilities for the Vista Ridge Regional Supply Project Well Field Facilities 4, 5 and 6. (DONOVAN BURTON – MARTY JONES)

20. A Resolution approving a Transfer of Use Agreement for Lease of Groundwater Rights with City Public Service Energy for 2,000 acre-feet of Edwards Aquifer groundwater rights for a five-year term, beginning January 1, 2019 through December 31, 2023 at a cost of $260,000.00 per year for a total obligation not to exceed $1,300,000.00. (DONOVAN BURTON – DARREN THOMPSON)

21. A Resolution approving expansion of the Watersaver Coupon Program under the San Antonio Water System’s Conservation Department; approving agreements with local
and non-local qualifying businesses that provide desired conservation technologies, services, and materials; authorizing reimbursement of participating businesses for accepting Watersaver Coupons from preapproved customers under such agreements.

(GAVINO RAMOS – KAREN GUZ)

22. A Resolution recommending and requesting San Antonio City Council approve an application for financial assistance to the Texas Water Development Board for participation in the Clean Water State Revolving Fund Program in an amount not to exceed $25,285,000.00; and adoption of a reimbursement resolution. 

(DOUG EVANSON)

23. A Resolution approving settlement of the lawsuit of Mary Alice Pastrano and Southern County Mutual Insurance Company against the San Antonio Water System; approving the System’s financial obligation in an amount not to exceed $80,000.00 for purposes of the settlement.  (NANCY BELINSKY)

Chairman Guerra asked if there were any items in the Consent Agenda that should be pulled for individual discussion or consideration.

Ms. Jasso made a motion to approve the Consent Agenda Items 6 – 23. Mr. McGee seconded the motion.

Consent Agenda Items 6 – 23, were unanimously approved. Electronic voting.

24. PUBLIC HEARING: 2019 ANNUAL BUDGET

A. Public Hearing Briefing (DOUG EVANSON)


Doug Evanson provided a briefing on the proposed 2019 Annual Budget, and the previously approved and adopted rate adjustments that would take effect January 1, 2019. Last year, the Board as well as City Council approved the water and sewer rate adjustments scheduled to go into effect on or about January 1, 2019. The approved adjustments were 4.3 percent to water supply, 0.4 percent to water delivery rates, and 8.0 percent to wastewater rates. Taking the individual adjustments into consideration, the average residential customer using around 7,100 gallons of water and around 5,700 gallons of wastewater per month would see a bill increase of slightly less than $3 per month or 4.7 percent.

He reviewed the proposed 2019 budget. With the continuation of the above average rainfall, the operating revenues were projected to finish slightly below budget. The 2019 rate adjustment was projected to generate an additional $26.9 million of operating revenue. This increase, combined with additional revenues pertaining to projected customer growth and the anticipated jump in interest income resulting from an increase in short-term interest rates, would drive total source of funds up about $47 million or approximately six percent from the adopted 2018 budget levels. The increased funding would be utilized to pay slightly higher O&M costs and debt service expenditures while also providing funding for an increase
in required operating reserve stemming from the Vista Ridge water coming online in 2020. The increase in funding would also generate additional cash available for the Renewal and Replacement (R&R) program. Any amount transferred to R&R would provide debt coverage in the current year and could be utilized to fund capital expenditures in any ensuing year.

He discussed a breakdown of the proposed O&M expenses with personnel related costs being the largest portion at 45 percent. Several of the other large expenses were largely fixed in nature and others were somewhat dependent upon weather. The proposed 2019 Capital Improvement Program (CIP) was $377.3 million, which had been increased from the $376 million presented at the October meeting. The difference being the W6 project that had to be accelerated with all the rainfall. The project would address wastewater pipe around Lackland Air Force Base that served a significant portion of the western sewershed. The largest portion of the CIP was related to the Consent Decree initiatives with the governmental program and the completion of the Central Water Integration Pipeline being the next two largest pieces of the CIP. In 2019, staff planned to achieve the goal of funding 50 percent of the CIP with cash on hand, with the remainder to be funded with additional borrowing. As of the end of September, SAWS maintained a gross utility plant in service of about $6.5 million. In addition to that amount, there was approximately $445 million of construction currently in progress. Most of the capital assets such as water and sewer mains, treatment plants and pump stations maintained useful lives of between 25 and 50 years. Obviously, some assets would last longer than 50 years and some may not even make the 25-year or 30-year mark. Assuming an average useful life of somewhere between 35 and 40 years, SAWS would need to invest approximately $150 to $200 million per year just to keep pace with depreciation, which in 2017 totaled $152 million. On top of this, all of the plants were valued at historical cost. For example, Dos Rios was constructed in the 1980’s and was valued at 1980’s dollars. The cost to replace that infrastructure today would be significantly more.

He reviewed the CIP budgets from 2009 thru 2018, by categories of water delivery, water supply and wastewater. Over the past 10 years, the total invested was about $86 million per year in water delivery, about $43 million per year in water supply, and $134 million per year in wastewater. With the Mayor’s direction for 2018, the water delivery investment was increased. The investment over the next five years for water delivery would be about $706.5 million. This included approximately a 70 percent increase to replace and adjust water mains through the governmental program, which ran in concert with street improvement projects with the city, the county, and TxDOT. Beyond 2019, continued increases in capital spending in water delivery included numerous upgrades and improvement plans as well as implementation of a portion of the Smart Meter initiative. For water supply during 2019, additional capital requirements associated with the Central Water Integration Pipeline would ensure SAWS ability to distribute Vista Ridge water, while 2020 included the necessary funding to complete the Water Resource Integration Pipeline and Pump Stations designed to get brackish and ASR water to the Anderson Pump Station. Upon the completion of these two major initiatives, the level of capital activity would diminish with the exception of the water supply portion of AMI funding as well as certain other well and pump station rehab efforts. There was a bit of a spike planned again for 2023, when some pump station upgrades as well as some ASR upgrades and the construction of another injection well at SAWS H20aks Center were planned. On the wastewater system, the CIP was almost $1.3 billion with the bulk dedicated to improvements in the collection system. The first half of the Consent Decree focused on O&M, and the heavy capital spending was
in the latter half of the Consent Decree. The accelerated construction activities on the W6 project to go around Lackland had design programmed for 2019 and construction planned for 2020. The W6 project alone was somewhere in the magnitude of $200 million. The other significant improvements included ongoing condition assessment and remedial measures of both small and large diameter sewer mains at more than $40 million per year for the next several years as well as the governmental program that was funded at roughly $30 million per year. In addition to collection system improvements, there were numerous treatment projects primarily at Dos Rios and Leon Creek over the next several years. One other project of note that was planned in the next five years was the improvements at Mitchell Lake, which included some dam and spillway rehabilitation and the construction of the wetlands. Compared to about $3 billion in CIP over the past ten years, the projection of $2.34 billion over the next five years was a significant increase in the level of CIP activity driven largely by the requirements under the Consent Decree. He pointed out that 2020 was currently shaping up as the largest CIP year in SAWS history, and was a result primarily from the acceleration of the W6 project.

He discussed the continued focus on productivity and cost reductions. If the desire was to hold the line or reduce costs, there were two primary areas that could be looked at for improvement. One was the overall personnel costs and the other was interest costs on borrowings. The largest single driver of personnel costs was the number of employees budgeted or budgeted head count. In 2009, SAWS had 747,000 customer connections and a budgeted head count of about 1,737. This equates to a customer to employee ratio of 430 to one. Fast forward to 2014 and with the assumption of BexarMet, both the number of connections and budgeted head count increased resulting in the improvement of the customer to employee ratio by more than 10 percent to 477 to one. Projecting out to 2019, the customers continued to increase, but the budgeted head count was reduced improving the customer to employee ratio by more than eight percent to 517 to one. In the past, SAWS customer to employee ratio exceeded that of basically all the other water and wastewater utilities that data was available for in the State of Texas. Staff would continue to try to improve this ratio because that meant costs were spread out over a larger customer base. Similarly, staff had proactively taken advantage of the low interest rate environment and SAWS historically strong credit rating to drive down the effective interest rate on outstanding borrowings by almost 100 basis points over the last ten years. With interest rates starting to go the other direction, that would be a bit more of a challenge. Staff would take every opportunity to challenge SAWS financial advisers to think outside the box and come up with additional ideas for how to attract financing at even lower costs of capital.

With the CIP budgets over the last several years, staff identified the need to allocate certain dollars to provide funding for potential contract changes. For 2019, staff included $12.8 million to the CIP budget to accommodate these potential contract changes. Over the last three years while budgeted amounts were greater than what was used, any amounts that were unused were transferred back into the R&R fund and would be redirected into cash funding of the CIP in subsequent years.

One of the recommendations from the last Rate Study was approved by both the Board and City Council regarding certain miscellaneous service fees that would be adjusted annually based on changes and cost of living. He referenced a list of service fees that would increase in January to reflect the impact of inflation on the cost to provide the services. In addition to rates for water and sewer services, two pass-through fees would be charged to customers.
The first would recover about $24.4 million in aquifer management fees paid to the Edwards Aquifer Authority (EAA) for SAWS permitted Edwards rights. The fee was a flat volumetric rate applied to all potable water usage. The second was a monthly fixed charge applied to bills to recover about $2.3 million paid to the Texas Commission on Environmental Quality (TCEQ) for regulatory oversight of the water and sewer systems. The fees charged to customers were reviewed and adjusted annually to ensure that the fees paid to the EAA and TCEQ were fully recovered.

He reviewed the comparison of SAWS average residential bill to other major Texas cities. Houston was in the midst of entering into a Consent Decree of about $7 billion with the EPA, which would have a significant impact on their rates going forward. SAWS was still competitive, but there would be some challenges over the next several years. He recommended the approval of the 2019 Annual Budget, approval of 2019 Owner Controlled Construction Changes, and approval of certain special services fees for 2019 as provided by City Code.

Mr. McGee thanked staff especially for the focus on increased productivity. He asked if staff had a financial projection of how this budget would forecast into the bond covenants and how the rating agencies might view financial performance. Mr. Evanson confirmed and stated staff had a 2019 financial model that showed the financial metrics decline slightly due to the CIP over the next several years. Staff had built up the days cash on hand to deal with some of the large capital expenditures. The days cash on hand metrics was projected to go slightly below 250, and then would start to come back up.

Mr. McGee noted that the over $600 million CIP would be funded through new debt by 50 percent and the rest out of cash flow. Mr. Evanson responded the days cash on hand was in excess of 400 days, and would drop down to about 240.

25. Public Comment.

Chairman Guerra stated there were no individuals signed up for Public Comment. He closed the Public Hearing on the 2019 Annual Budget.

ITEMS FOR INDIVIDUAL CONSIDERATION

26. A Resolution approving the annual budget for the San Antonio Water System for the Fiscal Year ending December 31, 2019; authorizing expenditures in an amount not to exceed $12,778,964.00 for the owner controlled construction changes for the fiscal year ending December 31, 2019; and approving adjustments for certain special services fees for 2019 as provided by the City Code. (DOUG EVANSON)

Mr. Parra made a motion to approve Item 26. Ms. Merritt seconded the motion.

Mr. Parra commented on the cost to build water and wastewater infrastructure and the useful life before replacement. SAWS continued to try to keep up with the growth of San Antonio and improve by making needed replacements. He inquired about the costs if the city started to build up and infills that continued going out. Mr. Evanson replied that if the city continued to build up, the GPCD would improve, for example. It had been proven that if there was more vertical construction, the amount of water used per customer connection would be...
reduced. From a revenue standpoint, this would be a challenge, but it would be a good thing in that not as many additional supplies would be needed going forward. As far as infrastructure, it would be cheaper to construct infrastructure vertically than to have it spread out long distances. Ms. Beymer added that there was a lot of upward growth in the downtown area where there was older infrastructure. There was some reinvestment in terms of infrastructure sizing to accommodate that growth.

Mr. Parra discussed the expected growth and SAWS plan to accommodate for the growth. Mr. Evanson stated that staff worked closely with the city to be supportive and to make sure everyone was moving in the same direction.

Mayor Nirenberg asked if the current rate of replacement for water delivery infrastructure was being maintained in the 2019 budget. Ms. Beymer confirmed the rate of 0.5 replacement for water was being maintained. Staff was looking to increase that over the next ten years to get possibly up to a full one percent replacement rate, which was the national standard.

Mayor Nirenberg inquired about the impact to revenues related to weather over the last six months. Mr. Evanson replied there had been a definite impact. At the end of September, operating revenues were $8 million favorable to budget. Right now, operating revenues were $1 million favorable through the end of October, and were projected to be about $8 million unfavorable by the end of the year.

Mayor Nirenberg asked if the impact on revenue could be linked to irrigation habits. Mr. Evanson confirmed. He stated that customers were getting the message about winter averaging. Last year was the lowest average winter consumption on record, but staff budgeted for it to go even lower this year.

Mayor Nirenberg referenced an email from a constituent about winter averaging and its effect on wastewater. The constituent was concerned because a leak was discovered that was affecting the wastewater bill. Mr. Evanson asked the mayor to put the constituent in touch with Mary Bailey in particular, because there was a remedy. If the customer submits a bill that showed they had a leak repaired, the historical usage could be used to adjust the winter average. Ms. Bailey commented on the pros and cons of winter averaging and stated this was something that could be looked at in a rate study.

Mayor Nirenberg commented on the comparison to other major Texas cities. He asked how SAWS average compared nationally and inquired about the average consumption for the other major Texas cities. Mr. Evanson confirmed and stated that the average was looked at periodically every five years or so. As of November 2018, the monthly charges were based on 7,092 gallons water and 5,668 gallons wastewater. He stated he thought SAWS consumption was slightly lower than a number of the cities, but would need to get that information.

Mayor Nirenberg commented on the projected growth in the City of San Antonio and the recently adopted Water Management Plan. He inquired about the projections based on the Water Management Plan and the planning efforts for the city. Mr. Burton responded the Water Management Plan was done in concert with the city's projections. He was not sure if the projected population was in line with the plan. Darren Thompson added staff was projecting around 40,000 per year moving into the service area, which was consistent with
the projections.

Mayor Nirenberg commented on the need for continued public conversations that the diversified water portfolio and integration pipeline for Vista Ridge would not be enough supplies for the future in 60 and 70 years if the city didn't continue to evolve in the way water was handled and the stewardship of water with the use of recycled water, the integration of proper planning principles, and the way the city was developed. San Antonio was in a great position in terms of being able to say there was water for the future, a secure water supply, but that also was based on the fact that we were committed to constant improvement. Mr. Burton added that the plan used to be called the Water Supply Plan, but was now the Water Management Plan. Not only were we planning for more water supplies, we are planning for another 30 percent drop in conservation.

Mr. Puente stated the Water Management Plan was every five years. SAWS had the ability to do it sooner, if so needed. This was done in 2012, when SAWS took over BexarMet to include the needs of the BexarMet service area and due to changes in the projections from the 2010 Census.

After no further discussion, Item 26 was unanimously approved. Electronic voting.

Chairman Guerra acknowledged Councilman John Courage, who was in attendance.

27. A Resolution consenting to the selection of EPCOR Services, Inc. by Vista Ridge, LLC as the Operating Service Provider for the Vista Ridge Project, and approving the terms of the Operating Service Agreement between the Vista Ridge, LLC, Central Texas Regional Water Supply Corporation, and EPCOR Services, Inc. (DONOVAN BURTON)

Mr. Burton presented Item 27, the consent of the Operating Service Provider for the Vista Ridge project. The Operating Service Provider (OSP) would be required to provide a source of water consistent with the WTPA and the developed protocol, ensure the appropriate water quality, preventative and predictive maintenance of the project, manage all major and minor repair and replacement activity, protect the SAWS distribution system, and keep in close communication with SAWS. From the staffing requirement, the OSP would be required by the WTPA to adequately staff the project. All of the appropriate staff had to have the appropriate operator certifications, and the full-time chief operator had to possess a TCEQ Grade A license.

He discussed the operation of the project and the O&M budget panel. The panel would review the annual O&M budget for compensable cost, the monthly compensable and non-compensable costs, and the various payments for major equipment repair and replacement. The panel would also work with SAWS and the project company to refine the electrical usage of the project on an annual basis. The panel was made up of five panelists. SAWS and the project company would each appoint one member, those two members would select two other panelists, and those two panelists would select the chair. The panelist would be reviewed annually, but could serve as long as the project company and SAWS were in agreement. The panelist needed to be senior industry experts in water and wastewater or in municipal water systems, but may not be past or present employees of SAWS or Garney.
The project company led an open process for the selection of the OSP, where they went out and advertised worldwide and sought out the highest qualified operators. The project company evaluated the initial qualifications, and narrowed the list down to a couple of companies before going through the contract negotiation phase. Again, the project company kept SAWS involved in the process.

He reviewed the selected company, EPCOR Services, Inc., and the structure of EPCOR Utilities, Inc. that included EPCOR USA, Inc. EPCOR Utilities, Inc. was a privately owned water, electric and natural gas company that ran the City of Edmonton's utilities. The City of Edmonton was the lone shareholder. EPCOR Utilities, Inc. had about $8 billion in assets, served just under two million people, and had about 3,600 employees. Their credit rating was A- and A (low). EPCOR USA, the largest private water provider in the southwest, had about 3,200 miles of water distribution pipeline and about 200 groundwater wells. Another major synergy was that EPCOR USA owned the 130 pipeline that was designed to produce 18 million gallons a day out of the same area to Travis County. The 130 pipeline was a couple of miles from the Vista Ridge project. Under EPCOR Service, Inc., the selected chief operator would be the primary contact. The preliminary cost estimate was in line with what was budgeted, and would be developed over the next two years before the start of operations. Preliminary staffing would be 15 to 17 people. The OSP would also have an Operating Service Agreement with the Texas Water Supply Corporation. The agreement would align with the WTPA and would have a 30-year term with an option to extend. The agreement would be performance based, and the OSP would be required to meet the requirements within the WTPA.

Over the past couple of years, the project company had put a lot of effort and some upgrades into the project. The project company provided a five-year warranty on leaks as an assurance of the construction quality of the project. The project company also transferred ownership of the project company tank for the CWIP integration project. This reduced one of the storage tanks and a pump station that saved about $11 million. Upgrades were made as part of the tank construction that included stainless steel internals, which would keep the tank in place a lot longer, reduce maintenance costs and improve quality. The project company upgraded the pumps at the well field with variable pumps, so the pumps could ramp down or ramp up as needed. The project company had also provided additional sand beddings. These investments would benefit the OSP, but would also benefit SAWS.

Staff recommended EPCOR Services, Inc. to be the Operating Service Provider, and approval of the terms of Operating Service Agreement between EPCOR and the project company for the water supply corporation.

Ms. Merritt made a motion to approve Item 27. Ms. Jasso seconded the motion.

Mayor Nirenberg commented on the importance of the OSP operating the project over the 30-year period. He asked if there was a change in ownership of the pipeline or the risk management of the process. Mr. Burton replied there would be no change in ownership or the risk management. The OSP would become a five percent equity provider, but that would not change the majority.

Ms. Merritt inquired about the assets of EPCOR Utilities. Mr. Burton responded that EPCOR Utilities was based out of Canada, and owned all U.S. and Canadian assets. EPCOR USA
owned the U.S. assets.

Chairman Guerra commented on the selection of the panelists. He asked who appointed Panelists 1 for SAWS. Mr. Burton replied the recommendation would be brought to the SAWS Board for approval. He discussed the process to select each of the panelists to keep it fair to both sides. Normally under these types of P3 arrangements, SAWS would just pay the project company to take all the risk but there was an escalator that would be added, so it would not become a profit center. It was decided that a budget panel would be neutral. This would give a little bit of separation, a little bit of arm’s length in those panelists to make it neutral between both companies.

Mr. Parra inquired about the terms and conditions associated with the delivery of water and the risk associated. Mr. Burton confirmed the risk was all on the project company’s side of the ledger. Whatever the project company delivered, SAWS would pay but the water had to be to the right quality as well.

Ms. Jasso inquired about the number of years EPCOR had been in business. Mr. Burton responded EPCOR Utilities had been around a while, but had expanded into America over the past ten years. The SH-130 owned by EPCOR USA was out of the same general well field and the pipeline was parallel going into Travis County.

Ms. Jasso asked how long EPCOR had been managing the groundwater from Travis County. Mr. Burton replied EPCOR just bought the SH-130 in 2016, maybe 2017. He stated he had seen the work on the SH-130, had done some research on the company, and had talked to some of their references.

Chairman Guerra commented on his excitement as the project got closer to finishing. It had been a long, hard road and he was excited to see the project at this point and to be on schedule.

After no further discussion, Item 27 was unanimously approved. Electronic voting.

At this point in the meeting, an Executive Session was held. The time was 10:22 a.m.

28. The Regular Session of the November 13, 2018, Regular Board Meeting is hereby recessed to hold an Executive Session and discuss the matters listed pursuant to Sections §551.071 and §551.074 of the Texas Open Meetings Act.

29. EXECUTIVE SESSION.

A. Deliberation regarding the employment, evaluation and duties of the President/Chief Executive Officer and consultation with attorneys regarding any related legal matters pursuant to Texas Government Code §551.074 and §551.071.

B. Consultation with attorneys regarding legal matters related to compliance with the Consent Decree between the San Antonio Water System and the United States of America and the State of Texas, pursuant to §551.071, Texas Government Code.
C. Consultation with attorneys regarding legal matters related to (i) Renda/Southland, J.V., et. al vs San Antonio Water System, et. al., Cause No. 2018 CI 18329 in the District Court for the 150th Judicial District of Bexar County, Texas; and (ii) In Re: The City of San Antonio, Texas, acting by and through the San Antonio Water System Board of Trustees, and the City of San Antonio, Texas Water System Junior Lien Revenue and Refunding Bonds, Series 2018A (No Reserve Fund), Cause No. 2018 CI 19101 in the District Court for the 407th Judicial District of Bexar County, Texas, related to the Central Water Integration Pipeline Segment 5-1 Project pursuant to §551.071, Texas Government Code.

D. Consultation with attorneys regarding legal matters related to the Design Build Services Agreement with Teal Construction Company for the Phase II Service Center Project pursuant to §551.071, Texas Government Code.

E. Consultation with attorneys regarding advice on legal matters in which the duty of the attorney to the governmental body under the Texas Disciplinary Rules of Professional Conduct of the State Bar of Texas clearly conflicts with the Texas Open Meetings Act, pursuant to §551.071, Texas Government Code.

30. The Regular Session of the Regular Board Meeting of November 13, 2018, is hereby reconvened.

The meeting reconvened at 11:57 a.m. The Chairman stated that no decisions were made in Executive Session.

31. A Resolution approving additional funds in an amount not to exceed $1,499,360.00 to the existing design build contract with Teal Construction Company in connection with Phase 2 of the Service Center Project. (ANDREA BEYMER – JULIE VALADEZ)

Julie Valadez presented Item 31, an amendment to the design-build contract with Teal Construction for Phase 2 of the Service Center Project. The amendment would allow the continuation of the design-build contract for the Phase 2 project at the East Side Service Center and the Northwest Service Center. She reviewed renderings of the proposed improvements for the service centers. The East Side Service Center was built in 1982, and had well outlived its life expectancy. The two-story administration building would replace that existing three-story building, which was slated to be demolished. The Northwest Service Center building was built in 1973, and was vacated as part of Phase I.

She discussed the price challenges associated with the request for a contract amendment. The construction economy and environment had created a competitive market resulting with up to a 30 percent increase on vertical projects. New tariffs and high demand on supplies had also affected costs, and staff had seen an impact in availability of subcontractors and labor. The project was small compared to some of the others in San Antonio, and because it was on existing sites, there was a higher risk. The East Side Service Center was an occupied active dispatch site, and there were a lot of complexities and complications to be coordinated. Teal Construction notified SAWS earlier this year that they could not meet the original GMP of $17.7 million. At that point, staff began negotiations with Teal Construction.

Staff was able to identify almost a half a million dollars in value engineering that would not
Staff recommended approval of the amendment to the existing design-build contract with Teal Construction, and approval of expenditures in an amount not to exceed $1,499,360.00.

Ms. Jasso made a motion to approve Item 31. Ms. Merritt seconded the motion.

Mr. McGee asked for assurance from Teal Construction that they could get the project done at this price. Ms. Valadez introduced President John Murray, Vice President Les Chipman, and the Project Manager Robert Varner, who were in attendance.

Mr. Murray spoke on behalf of the group. He stated that Teal was dedicated to the project and was ready to go to work. He appreciated SAWS working with Teal over the summer to work out the project. He stated that they had a good group of suppliers and subcontractors pulled together now, and everybody was ready to hit the ground running.

Mr. McGee stated he would take that as Teal’s commitment to get the project done for this price. Mr. Murray gave that commitment. Teal was a 70-year-old company and had finished every project they ever started. They were going to give a great project and looked forward to making a good friend out of SAWS.

After no further discussion, Item 31 was unanimously approved. Electronic voting.

Chairman Guerra stated that Individual Items 32 – 37 were all construction contracts and typical of SAWS work. In the interest of time, he stated he would like to move these items to be considered as Consent Items and bring the items to the Board as one vote. He asked if there were any objections. Hearing none, Chairman Guerra asked for a motion and second on Items 32 – 37.

Ms. Merritt made a motion to approve the Consent Items 32 – 37. Mr. McGee seconded the motion.

Consent Items 32 – 37 were unanimously approved. Verbal voting.

**CAPITAL IMPROVEMENT CONTRACTS**

**PROJECTS INVOLVING IMPROVEMENTS, EXTENSIONS AND ADDITIONAL CAPACITY**

**Developer Customer Contracts**

32. **A Resolution approving Utility Service Agreements to provide water and/or wastewater**
service to the tracts listed below requiring potential oversizing of mains (OVR), and/or are located outside the San Antonio Water System water and/or wastewater Certificate of Convenience and Necessity (CCN).  

<table>
<thead>
<tr>
<th>No.</th>
<th>Tract Name</th>
<th>Developer</th>
<th>Acres</th>
<th>W EDUs</th>
<th>WW EDUs</th>
<th>CoSA / CoSA ETJ / Outside</th>
<th>EARZ / CZ</th>
<th>JBSA</th>
<th>Board Reason</th>
<th>W CCN</th>
<th>WW CCN</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Schwab Tract</td>
<td>KB Homes</td>
<td>302</td>
<td>1,100</td>
<td>1,000</td>
<td>COSA ETJ</td>
<td>INSIDE</td>
<td>N</td>
<td>OVR/IFC</td>
<td>INSIDE INSIDE</td>
<td></td>
</tr>
<tr>
<td>2</td>
<td>Palo Alto Villas Tract</td>
<td>TVPA Partners, LLC</td>
<td>62.383</td>
<td>335</td>
<td>335</td>
<td>COSA ETJ</td>
<td>INSIDE</td>
<td>N</td>
<td>OVR/IFC</td>
<td>INSIDE INSIDE</td>
<td></td>
</tr>
</tbody>
</table>

Total 364.38 1,435 1,335

Item 32 was approved as part of Consent Items 32 - 37.

33. A Resolution awarding a construction contract to Payton Construction, Inc. in an amount not to exceed $9,176,000.00 in connection with the Green Mountain Pump Station Facility Project; approving a contract between the System, Payton Construction, Inc., and KB Home Lone Star, Inc. for the project work; authorizing the expenditure of funds in the amount of $8,625,440.00 for the System’s proportionate share of the project work payable to Payton Construction, Inc. and the expenditure of funds in the amount of $862,544.00 for the System’s proportionate share of the engineering design fees payable to KB Home Lone Star, Inc.  

(ANDREA BEYMER – TRACEY LEHMANN)

Item 33 was approved as part of Consent Items 32 - 37.

34. A Resolution awarding a construction contract to Qro Mex Construction Company, Inc. in an amount not to exceed $14,024,873.83 in connection with the C5 Culebra – Castroville to Laredo & C28 Zarzamora Creek – San Gabriel to NW 23rd Phase 3 Project.  

(ANDREA BEYMER – GAIL HAMRICK-PIGG)

Item 34 was approved as part of Consent Items 32 - 37.

35. A Resolution awarding a construction contract to Facilities Rehabilitation, Inc. in an amount not to exceed $3,724,212.00 in connection with the Central Sewershed Package 4 Open Cut Project.  

(ANDREA BEYMER – GAIL HAMRICK-PIGG)

Item 35 was approved as part of Consent Items 32 - 37.

36. A Resolution awarding a construction contract to SAK Construction, LLC in an amount not to exceed $4,478,947.00 in connection with the West Sewershed Package 1 Project.  

(ANDREA BEYMER – GAIL HAMRICK-PIGG)

Item 36 was approved as part of Consent Items 32 - 37.

Production, Transmission and Treatment Improvements
37. A Resolution awarding a construction contract to MGC Contractors, Inc. in an amount not to exceed $6,530,789.00 in connection with the Dos Rios Water Recycling Center Chlorine System Improvements Project. (ANDREA BEYMER – MICHAEL MYERS)

Item 37 was approved as part of Consent Items 32 - 37.

MISCELLANEOUS PROJECTS

38. A Resolution awarding a construction services contract to Tesco Controls, Inc. in an amount not to exceed $4,321,167.00 in connection with construction and deployment of the Production Control System Upgrade; approving additional funds in an amount not to exceed $666,565.00 to EMA, Inc. dba EMA Services, Inc. for construction phase services. (DOUG EVANSON – SREE PULAPAKA)

Robert Pina presented Item 38, the construction services contract for the Production Control System Upgrade. SAWS provided water and wastewater services, and actively managed and oversaw a significant amount of water and wastewater infrastructure that was geographically dispersed across the city. Rather than having trucks driving back and forth, a control system gave the operators kind of virtual eyes and hands at these facilities without having to go out to the facilities.

He reviewed how technology was used to manage equipment miles away with the use of software and hardware. The software and hardware communicated over a radio network similar to a cell phone that connects to a device called a Programmable Logic Controller (PLC). In 2013, a SCADA master plan was completed that evaluated all of the equipment, software, and usage of the system. This was the same time as the BexarMet integration, and BexarMet had its own SCADA system as well. The recommendation was to replace the older technology and communications systems and consolidate everything to a single platform. The master plan broke this out through a series of projects to minimize the impact of the CIP and to minimize the impact to operations. Staff had been executing this master plan since 2016. The design of Broadband Phase 1 was currently in construction and would be finished in the first quarter of 2019. Staff had also been working on the wireless network for the Production Control System Upgrade. Next year, the design of Phase 2 and Phase 3 would be started. Staff prioritized the projects based on the criticality of the site with highest criticality sites replaced first and the lower criticality sites phased out for later years.

On June 28, 2018, an RFCSP was issued. The scope of services were to replace the software and hardware of the control system, both for the production system and also for the H2Oaks facility. Three firms responded, and the firms were evaluated based on qualifications and experience with the focus on security. Other criteria evaluated included quality, reputation, ability to deliver projects of this similar size and complexity, in addition to project approach, price, and SMWVB participation. The most qualified or the best proposal was Tesco Controls, Inc. Tesco Controls demonstrated their ability to delivering projects of similar size and complexity. In addition, Tesco Controls had nationally recognized security members on the team. Although Tesco Controls was not the lowest in terms of price, they were very competitive being 3.7 percent below the engineer's estimated construction cost, and their SMWVB participation was 22.6 percent through a local firm.

Staff recommended the award of the construction services contract to Tesco Controls, Inc.
Ms. Jasso made a motion to approve Item 38. Mr. Parra seconded the motion.

Ms. Jasso asked if the master plan recommended replacing the existing systems so everything would be on the same system. Mr. Pina responded there was a mixed bag of technology with different vendors, and there was some efficiencies lost and some operational opportunities by not being able to take advantage of some of the technology. This project would move to a single platform. It may not be just one system, but was a single set of technology.

Mr. McGee asked if a cost benefit analysis had been performed. Mr. Pina replied a specific cost benefit analysis had not been done. Mr. Clouse stated that he was not sure how a cost benefit analysis would be done. If the system was run in an automated control manner today, the staffing requirements and logistical challenges of running people back and forth to control and see how the system was responding minute to minute, day to day would be enormous.

Mr. McGee commented on requesting a cost benefit analysis for expenditures above a certain dollar threshold. Jeff Haby commented on the automation of the operating system in 1968, due to the distribution of the system. To hold head count down, these systems were needed to turn the system on and off, and to help monitor flow, pressure, and levels.

Ms. Merritt inquired about the company’s background and their ability to deliver the project at the quoted price. Mr. Pina confirmed they did check references. All references were very positive. Tesco Controls was a national firm that had work out in California and had done similar projects.

After no further discussion, Item 38 was unanimously approved. Electronic voting.

MISCELLANEOUS ITEMS

39. A Resolution awarding a services contract to Weisinger Incorporated in the amount of $1,384,883.00 in connection with well plugging services for the South Bexar County Monitor Well No. 2 (Catfish Farm Well-State Well No. AY 68-43-617).

(DONOVAN BURTON – SCOTT HALTY)

Mr. Clouse presented Item 39, a services contract for well plugging of the South Bexar County Monitor Well No. 2 also known as the Catfish Farm Well. This well really changed San Antonio and changed water law in Texas. The well was located in southwest Bexar County and was drilled back in 1991. The volume of water produced by the well was about 37,000 gpm or 53 mgd. The well was the largest known well in the U.S. and probably one of the largest wells in the world. The well was 30 inches in diameter and 1,700 feet deep. There were several caverns at the bottom of the formation, which was part of the reason for the volume of water produced. The water was typically high in temperature about 90 degrees, and was high in sulfur content and total dissolved solids. The well was drilled by the Living Waters Artesian Springs, Ltd and was used for the purposes of a catfish farm with a constructed series of raceways. The volume of water from this well demonstrated that all of San Antonio’s water supply was subject to the rule of capture. Living Waters was
forced to shut down after the first full year of operation because they did not have a discharge permit or a way to treat the water before it was discharged into the Medina River.

The 1990 time frame was a dry period. When the well was in operation, the aquifer dropped every single day. The catfish farm came along right about the same time as the Sierra Club lawsuit, and forced the passage of Senate Bill 1477. The bill converted the Edwards Underground District into the EAA, and set up the water rights mechanism that SAWS works through today. The bill also ended the rule of capture for the Edwards region. The facility shut down in the early 90’s. About ten years later, the EAA was formed and issued water rights. The catfish farm had clearly demonstrated water use, and had water rights issued based on historical water use. Living Waters received 22,500 acre-feet of water rights. SAWS purchased the property and the water rights for $30 million back in the 2000 to 2003 timeframe. If the same volume of water rights were purchased today, it would be almost $124 million worth of water rights.

He reviewed current photos of the well and property. There was very little equipment actually above ground. The well was used for many years as a monitoring well. It was determined that the well would not last because of the high temperatures and because of the total dissolved solids. The well was decaying and the decay was much worse than anticipated so staff needed to move forward right away to get the well plugged.

In 2013, SAWS sold the property to the San Antonio River Authority (SARA). SARA had acquired not only the land, but also had the obligations to take care of the old raceways and basins that were used in the catfish operation. The plugging of the well remained SAWS responsibility. Plugging the well would be much more complicated than plugging a smaller well. The casing and valves were old and corroded. Staff wanted to get the work done back in August, when the Edwards Aquifer was at 660 feet. With the recent rains, the aquifer was at 685 feet and had additional artesian pressure. He discussed the risks and procedures for plugging the well.

The project was bid out through a Request for Competitive Sealed Proposals due to the complexity of the process. Staff was more interested in getting a contractor that could control the work than in just a pure low bid basis. The evaluation criteria included background, qualifications, and the proposed plan and approach. The remaining 50 percent of the total project evaluation scoring criteria considered ability to deliver on schedule and within budget, price and SMWB participation. Two proposals were received, and Weisinger, Incorporated had demonstrated the best ability of managing and plugging large diameter wells. Weisinger had the personnel with the most experience, provided a very detailed plan, and had the best safety record overall. Weisinger recommended the additional step of the blowout preventer, which was a valid step. The SMWVB participation was 20 percent, and the work would be done in 60 days. Because the work was underground, there were variables that may come up during the plugging process. He discussed the potential cost increases depending on site conditions.

Staff recommended the award of the services contract to Weisinger Incorporated, and the approval of funds in an amount not to exceed $1,384,883.00.

Ms. Merritt made a motion to approve Item 39. Mr. McGee seconded the motion.
Mr. Parra asked if there was any possibility of using the well as a hydrothermal source of energy. Mr. Clouse replied that if he did not have concerns with the deterioration of the casing, he would agree to keep the well for any future use that might come along. He did not categorize the work as an emergency; however, if the well did get out of control, the cost to manage the well would be much greater.

Mr. McGee asked if SAWS owned the water rights. Mr. Clouse confirmed.

Chairman Guerra commented on the well being the largest in the United States. Mr. Clouse responded that was based on volume. There were bigger holes drilled in the ground, but for the amount of water that came out, it was really spectacular.

After no further discussion, Item 39 was unanimously approved. Electronic voting.

40. **BRIEFING SESSION.**

   A. **Briefing and deliberation regarding the Vista Ridge Project**

   Mr. Puente stated Items 19 and 27 served as the update on the Vista Ridge Project.

   B. **Briefing and deliberation regarding the Quarterly Financial Report**

   Cecilia Velasquez presented the financial report through September. Overall, the financial results for the first nine months of the year had been favorable. Revenues recovered from being $6 million unfavorable to budget in the first quarter of the year to being $7 million favorable at the end of September. The improvement in revenues was primarily due to the unseasonably dry and hot weather.

   As of September 30, the increase in net position or equity before capital contributions of $109 million was $50 million favorable to budget. Billed usage for the first nine months was 0.3 percent more than budget and 9.9 percent more than this time last year. As a result, operating revenues were favorable through September by $7.1 million. However, based on the historic September rainfall, October's revenues were roughly $6 million unfavorable and November's revenues appeared to be trending in a similar unfavorable pattern. Operating expenses before depreciation were $18.7 million or 7.5 percent favorable to budget, largely due to timing differences of certain contractual services, water options, and salaries. Interest and debt related expenses were favorable to budget by $18.2 million due primarily to the timing of debt issuances since the budget assumed all debt was issued on the first of January each year. Impact fees and plant contributions were very strong during the first nine months exceeding both budget in prior years. Customer growth of 1.8 percent since last year was in line with budget expectations. SAWS financial position continued to show improvement year over year. The increase in net position of $255 million over the last 12 months, and particularly the $88 million increase in unrestricted net position were certainly indications of improvement. Unrestricted investments increased $97 million during the last 12 months. Increases in unrestricted investments were generally utilized to cash fund future capital projects in order to minimize debt issuances and keep rates low. Capital assets increased $194 million compared to this time last year, while outstanding debt had only increased $22.5 million.
SAWS financial metrics continued to show improvements through September. Total debt coverage ratio of 2.1 x improved from the end of 2017. As a reminder, the target for this metric was 1.75 x. This metric along with days cash on hand were probably the two most critical metrics supporting SAWS bond rating. Days cash on hand increased from the end of 2017. As more unrestricted cash resources were used to fund the CIP in future years, the metric would move closer to the goal of 250 to 300 days.

Phyllis Garcia presented the quarterly investment report as required by the Texas Public Funds Investment Act. At the end of the quarter, total cash and investments totaled over $1 billion. The increase in operating revenues would be used to cash fund CIP. Earnings for the end of the quarter totaled $4.7 million, and the overall portfolio yield was 2.06 percent. The majority of the portfolio was invested in U.S. Agency Securities in the form of discount notes and coupon notes, with the remaining funds in U.S. Treasuries, investment pools, and money market funds. The portfolio was invested in a diverse number of issuers, which included U.S. Treasury as well as Agency Securities.

Benchmark for the portfolio was the six-month and one-year Treasury. As of the end of September, the portfolio continued to be unfavorable to the benchmarks primarily due to the increase in the Fed’s rate since December of 2017. During the quarter, the six-month Treasury increased 26 basis points, the one-year Treasury increased 25 basis points, and SAWS portfolio increased 27 basis points. She reviewed the yield curve, which showed a continuation of interest rates to increase on the short and intermediate end of the yield curve. There was definitely an upward shift in the yield curve from three months to five years, and there was an expectation the Fed would continue to raise mid-term interest rates in 2019.

As required by SAWS Investment Policy, all bank deposits were collateralized. SAWS continued to use earning credits to offset bank fees. Overall, SAWS portfolio was in compliance with the SAWS Investment Policy. All transactions were made in accordance with the SAWS investment strategies, and investment in the portfolio was made in order of priority of legality, safety, liquidity, diversification, and finally, yield.

Mr. McGee inquired about whether the yield curves would invert. Ms. Garcia responded that long-term interest rates had not gone up like the short-term rates, but SAWS investment bankers had not stated the yield curve would invert. Obviously, there was a possibility but it was hard to know. Mr. McGee commented that an inverted curve was a big signal and was not good. Bad things happened about 18 months after that usually.

On behalf of the Board, Chairman Guerra recognized SAWS team for jumping to the rescue in Austin, Texas, when they needed water. The Board was proud to be a part of the team and appreciative of SAWS assistance to communities across the state.

41. Inquiries of the Board of Trustees for future briefings and/or follow-up action.

Mr. Puente restated Mr. McGee’s requests about whether there should be a cost benefit analysis for a certain level of expenditure.

Ms. Jasso commented on the book she received from Paula Gold Williams after the Joint Special Meeting with CPS Energy in October.
42. Adjournment. THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES MEETING OF NOVEMBER 13, 2018, IS HEREBY ADJOURNED.

The San Antonio Water System Board of Trustees Meeting of November 13, 2018, adjourned at 12:47 p.m.

_________________________________
Berto Guerra, Jr., Chairman

ATTEST:

__________________________________
Amy Hardberger, Secretary
TO: San Antonio Water System Board of Trustees

FROM: Tracey B. Lehmann, P.E., Director, Development, and Andrea L.H. Beymer, P.E., Vice President, Engineering and Construction

THROUGH: Robert R. Puente, President/Chief Executive Officer

SUBJECT: AWARD OF CONSTRUCTION CONTRACT IN CONNECTION WITH THE BLUE SKIES OFFSITE WATER MAIN EXTENSION PROJECT

Board Action Date: January 15, 2019

SUMMARY AND RECOMMENDATION:

The attached resolution awards a construction contract to Wauters Engineering, LLC, a local, SBE contractor, in the amount of $593,531.20 on a Developer Customer construction contract, and authorizes the expenditure of funds in the amount of $259,669.90 for associated construction fees to Wauters Engineering LLC, and reimbursements of $25,966.99 for associated design fees to CW-Blue Sky, LLC, in connection with the Blue Skies Offsite Water Main Extension Project.

- On September 13, 2017, by Resolution No. 17-210, the San Antonio Water System’s (the “System”) Board of Trustees approved a Utility Service Agreement (USA) to provide water and/or wastewater services to a tract of land known as the Blue Skies Tract, a 151.57-acre tract, being developed by CW-Blue Sky, LLC, (the “Developer”), and the oversizing of approximately 2,802 feet of 12-inch water main to 16-inch water main from the existing 24-inch water main that is near the intersection of Montgomery Road and Highway 90 West, in order to conform with the Water Infrastructure Master Plan.

- The Developer is required to construct a 12-inch water main. System staff recommends oversizing approximately 2,802 feet of 12-inch water main to a 16-inch water main. The Developer is responsible for 56.25 percent of the oversizing of the 12-inch water main to a 16-inch water main for an estimated $333,861.30 of the project costs. The System is responsible for 43.75 percent of the oversizing of the 12-inch water main to a 16-inch water main for an estimated amount of $259,669.90.

- The System solicited bids for the construction of the oversize water main. Upon Board authorization of the construction contract, the Developer will enter into a contract with both the contractor and the System.

- This project consists of the oversize construction of approximately 2,802 feet of 16-inch water main. The Blue Skies Offsite Water Main Extension Project is inside the City of San Antonio limits and is located within the System’s water and wastewater CCN.
• Wauters Engineering, LLC, a local, SBE contractor, has submitted the lowest responsible bid of $593,531.20 for the construction of the project.

• The System will pay Wauters Engineering, LLC monthly, for the construction costs for the oversize project. The Developer will pay the System prior to beginning construction for the Developer’s proportionate share of the construction cost for the oversize project.

Staff recommends that the Board approve this resolution.

**FINANCIAL IMPACT:**

The Project Fund will finance this expenditure included in the CY 2018 Capital Improvement Program. The water work is included in the Water Delivery Core Business, Mains New Category, and Water Main Oversizing budget line item under job number 17-1123. The applicable water main oversize payment will be made monthly to Wauters Engineering, LLC in accordance with the Utility Service Regulations. The applicable design fees payment will be made to the Developer. The System will pay $259,669.90 for construction costs and $25,966.99 for associated design fees for a total cost of $285,636.89. The Developer will pay $333,861.30 of the construction costs and the remainder of the design fees.

Upon completion of construction, the cost of the project will be recorded as a Developer contribution along with an allowance for reimbursement.

**SUPPLEMENTARY COMMENTS:**

Bids for this project were opened on December 11, 2018 at 11:00 A.M. The following bids were submitted:

<table>
<thead>
<tr>
<th>Bidder</th>
<th>Bid Amount</th>
<th>Local/SMWVB</th>
</tr>
</thead>
<tbody>
<tr>
<td>Wauters Engineering LLC*</td>
<td>$593,531.20</td>
<td>Local/SBE</td>
</tr>
<tr>
<td>RL Jones, LP</td>
<td>$678,873.00</td>
<td>Local/SBE</td>
</tr>
<tr>
<td>D Guerra Construction, LLC</td>
<td>$905,818.00</td>
<td>Local/MBE–Hispanic</td>
</tr>
<tr>
<td>Engineer’s Estimate</td>
<td>$950,204.49</td>
<td></td>
</tr>
<tr>
<td>T Construction, L.L.C.</td>
<td>$1,249,591.00</td>
<td>Non–Local/Non–SMWVB</td>
</tr>
<tr>
<td>Pronto Sandblasting &amp; Coating &amp; Oil-Field Services Co., Inc.</td>
<td>$1,316,117.00</td>
<td>Local/MBE–Hispanic</td>
</tr>
</tbody>
</table>

*Lowest Responsible Bidder

The bid amount represents a 37.54 percent decrease from the engineer’s estimated construction cost. The contract provides for the completion of this project within 120 calendar days.
Additionally, the overall SMWVB analysis is shown in the following table:

<table>
<thead>
<tr>
<th>Blue Skies Offsite Water Main Extension Project</th>
</tr>
</thead>
<tbody>
<tr>
<td>Wauters Engineering, LLC</td>
</tr>
<tr>
<td><strong>SMWVB Analysis – Board Award</strong></td>
</tr>
<tr>
<td>SBE</td>
</tr>
<tr>
<td>MBE – African American</td>
</tr>
<tr>
<td>MBE – Asian</td>
</tr>
<tr>
<td>MBE – Hispanic</td>
</tr>
<tr>
<td>MBE – Other</td>
</tr>
<tr>
<td>WBE – Minority</td>
</tr>
<tr>
<td>WBE – Non-Minority</td>
</tr>
<tr>
<td><strong>SMWVB Total</strong></td>
</tr>
</tbody>
</table>

Tracey B. Lehmann, P.E.  
Director  
Development

Andrea L.H. Beymer, P.E.  
Vice President  
Engineering and Construction

APPROVED:

Robert R. Puente  
President/Chief Executive Officer

Attachments:
1. Project Area Map
2. Project Site Map
RESOLUTION NO.

OF THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES AWARDING A CONSTRUCTION CONTRACT TO WAUTER ENGINEERING, LLC IN AN AMOUNT NOT TO EXCEED $593,531.20 IN CONNECTION WITH THE BLUE SKIES OFFSITE WATER MAIN EXTENSION PROJECT; AUTHORIZING THE EXPENDITURE OF FUNDS IN THE AMOUNT OF $259,669.90 FOR THE SYSTEM'S PROPORTIONATE SHARE OF THE PROJECT WORK; AUTHORIZING THE EXPENDITURE OF FUNDS IN THE AMOUNT OF $25,966.99 FOR THE SYSTEM'S PROPORTIONATE SHARE OF THE ENGINEERING DESIGN FEES; AUTHORIZING A TOTAL AMOUNT NOT TO EXCEED $285,636.89 FROM SYSTEM'S WATER DELIVERY CORE BUSINESS, MAINS NEW CATEGORY, AND WATER MAIN OVERSIZING FOR THE SYSTEM'S PROPORTIONATE SHARE OF THE PROJECT WORK AND ENGINEERING FEES RELATED TO THE PROJECT WORK; AUTHORIZING THE PRESIDENT/CHIEF EXECUTIVE OFFICER OR HIS DULY APPOINTED DESIGNEE TO EXECUTE A CONTRACT WITH CW-BLUE SKY, LLC AND WAUTERS ENGINEERING, LLC, AND PROVIDE PAYMENT IN AN AMOUNT NOT TO EXCEED $259,669.90 TO WAUTERS ENGINEERING, LLC AND REIMBURSEMENTS OF $25,966.99 TO CW-BLUE SKY, LLC FOR THE SYSTEM'S PROPORTIONATE SHARE OF THE COST TO OIVERSIZE THE PROPOSED WATER MAINS; FINDING THE RESOLUTION TO HAVE BEEN CONSIDERED PURSUANT TO THE LAWS GOVERNING OPEN MEETINGS; PROVIDING A SEVERABILITY CLAUSE; AND ESTABLISHING AN EFFECTIVE DATE

WHEREAS, by Resolution No. 17-210, approved on September 17, 2017, the San Antonio Water System (the “System”) Board of Trustees approved a Utility Service Agreement (USA) to provide water and/or wastewater services to a tract of land known as Blue Skies Tract, a 151.57-acre tract being developed by CW-Blue Sky, LLC, and the oversize of approximately 2,802 feet of 16-inch water main in order to conform with the Water Infrastructure Master Plan; and

WHEREAS, the Developer is required to construct an 12-inch water main; and

WHEREAS, the System has elected to oversize approximately 2,802 feet of the 12-inch water main to a 16-inch water main; and

WHEREAS, the System has solicited bids for the Blue Skies Offsite Water Main
Extension Project (the “project work”); and

WHEREAS, the project work includes the oversize construction of approximately 2,802 feet of 12-inch water main to 16-inch water main; and

WHEREAS, Wauters Engineering, LLC, a local, SBE contractor, submitted the bid of $593,531.20 for construction of the project, and this bid is determined to be the lowest responsible bid; and

WHEREAS, CW-Blue Sky, LLC is responsible for funding their proportionate share of the construction of the project; and

WHEREAS, CW-Blue Sky, LLC is responsible for 56.25 percent of the project costs for approximately 2,802 feet of 12-inch water main oversized to a 16-inch water main; the System is responsible for 43.75 percent of the project costs for approximately 2,802 feet of 12-inch water main oversized to a 16-inch water main; and

WHEREAS, the System will pay to Wauters Engineering, LLC, monthly, for the System’s proportionate share of the cost to oversize the water main in accordance with the Board Regulations; and

WHEREAS, the amount of $285,636.89 is available in the System’s Water Main Oversizing, Mains New Category, Water Delivery Core Business Program for the System’s proportionate share of the project work costs and engineering fees related to oversizing the water main extension; and

WHEREAS, the San Antonio Water System Board of Trustees desires (i) to award a construction contract to Wauters Engineering, LLC in the amount of $593,531.20 in connection with the Blue Skies Offsite Water Main Extension Project, (ii) to authorize System funds in the amount of $259,669.90 for the project work, (iii) to authorize System funds in the amount of $25,966.99 for design fees, (iv) to make available a total amount not to exceed $285,636.89 from the System’s Water Main Oversizing, Mains New Category, Water Delivery Core Business Program for the System’s proportionate share of the project work and engineering fees related to oversizing the proposed off-site water main, and (v) to authorize the President/Chief Executive Officer or his duly appointed designee to execute a contract with CW-Blue Sky, LLC and Wauters Engineering, LLC for the project work, and to provide payment in an amount not to exceed $259,669.90 to Wauters Engineering, LLC and reimbursements in an amount not to exceed $25,966.99 to CW-Blue Sky, LLC for the System’s cost to oversize the proposed off-site water main; now, therefore:

BE IT RESOLVED BY THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES:

1. That a construction contract in the amount of $593,531.20 is hereby awarded to Wauters Engineering, LLC, who is determined to be the lowest responsible bidder, in connection with the Blue Skies Offsite Water Main Extension Project.
2. That the expenditure of System funds in the amount of $259,669.90 for the System’s proportionate share of the project work is hereby approved.

3. That the expenditure of System funds in the amount of $25,966.99 for the System’s proportionate share of engineering design fees associated with the project work is hereby authorized and approved.

4. That a total amount not to exceed $285,636.89 consisting of the System’s proportionate share of the project work costs and engineering fees related to the 16-inch oversized (12-inch required) water main is hereby made available and is to be expended from the System’s Water Main Oversizing, Mains New Category, Water Delivery Core Business Program.

5. That the President/Chief Executive Officer or his duly appointed designee, is hereby authorized to execute a contract with CW-Blue Sky, LLC and Wauters Engineering, LLC, and to provide payment in an amount not to exceed $259,669.90 for the cost to oversize and construct the water main to Wauters Engineering, LLC and reimbursements in an amount not to exceed $25,966.99 to CW-Blue Sky, LLC in accordance with the Utility Service Regulations in connection with the Blue Skies Offsite Water Main Extension Project.

6. It is officially found, determined and declared that the meeting at which this resolution is adopted was open to the public, and that public notice of the time, place and subject matter of the public business to be conducted at such meeting, including this resolution, was given to all as required by the Texas Codes Annotated, as amended, Title 5, Chapter 551, Government Code.

7. If any part, section, paragraph, sentence, phrase or word of this resolution is for any reason held to be unconstitutional, illegal, inoperative or invalid, or if any exception to or limitation upon any general provision herein contained is held to be unconstitutional, illegal, invalid or ineffective, the remainder of this resolution shall nevertheless stand effective and valid as if it had been enacted without the portion held to be unconstitutional, illegal, invalid or ineffective.

8. This resolution becomes effective immediately upon its passage.

PASSED AND APPROVED on this 15th day of January, 2019.

_________________________________________
Berto Guerra, Jr., Chairman

ATTEST:

____________________________
Amy Hardberger, Secretary
TO: San Antonio Water System Board of Trustees

FROM: Tracey B. Lehmann, P.E., Director, Development, and Andrea L.H. Beymer, P.E., Vice President, Engineering and Construction

THROUGH: Robert R. Puente, President/Chief Executive Officer

SUBJECT: AWARD OF CONSTRUCTION CONTRACT IN CONNECTION WITH THE GROSENBACKER ROAD 16-INCH APPROACH AND BORDER MAIN PROJECT

Board Action Date: January 15, 2019

SUMMARY AND RECOMMENDATION:

The attached resolution awards a construction contract to Wauters Engineering, LLC, a local, SBE contractor, in the amount of $675,523.85 on a Developer Customer construction contract, and authorizes the expenditure of funds in the amount of $326,443.85 for associated construction fees to Wauters Engineering, LLC, and reimbursements of $32,644.39 for associated design fees to Continental Homes of Texas, LP in connection with the Grosenbacher Road 16-inch Approach and Border Main Project.

- On March 6, 2018, by Resolution No. 18-071, the San Antonio Water System’s (the “System”) Board of Trustees approved a Utility Service Agreement (USA) to provide water and/or wastewater services to a tract of land known as the Charles Davis Subdivision Tract, a 84.25-acre tract, being developed by Continental Homes of Texas, L.P., (the “Developer”), and the oversizing of approximately 5,818 feet of 8-inch water main to 16-inch water main from the existing 16-inch water main that is near the intersection of Grosenbacher Road and Highway 90 West, in order to conform with the Water Infrastructure Master Plan.

- The Developer is required to construct an 8-inch water main. System staff recommends oversizing approximately 5,818 feet of 8-inch water main to a 16-inch water main. The Developer is responsible for 51.68 percent of the oversizing of the 8-inch water main to a 16-inch water main for an estimated $349,080.00 of the project costs. The System is responsible for 48.32 percent of the oversizing of the 8-inch water main to a 16-inch water main for an estimated amount of $326,443.85.

- The System solicited bids for the construction of the oversize water main. Upon Board authorization of the construction contract, the Developer will enter into a contract with both the contractor and the System.

- This project consists of the oversize construction of approximately 5,818 feet of 16-inch water main. The Grosenbacher Road 16-inch Approach and Border Main Project is inside
the City of San Antonio limits and is located within the System’s water and wastewater CCN.

- Wauters Engineering, LLC, a local, SBE contractor, has submitted the lowest responsible bid of $675,523.85 for the construction of the project.

- The System will pay Wauters Engineering, LLC monthly, for the construction costs for the oversize project. The Developer will pay the System prior to beginning construction for the Developer’s proportionate share of the construction cost for the oversize project.

Staff recommends that the Board approve this resolution.

**FINANCIAL IMPACT:**

The Project Fund will finance this expenditure included in the CY 2019 Capital Improvement Program. The water work is included in the Water Delivery Core Business, Mains New Category, and Water Main Oversizing budget line item under job number 18-1125. The applicable water main oversize payment will be made monthly to Wauters Engineering, LLC, in accordance with the Utility Service Regulations. The applicable design fees payment will be made to the Developer. The System will pay $326,443.85 for construction costs and $32,644.39 for associated design fees for a total cost of $359,088.24. The Developer will pay $349,080.00 of the construction costs and the remainder of the design fees.

Upon completion of construction, the cost of the project will be recorded as a Developer contribution along with an allowance for reimbursement.

**SUPPLEMENTARY COMMENTS:**

Bids for this project were opened on December 11, 2018 at 3:00 P.M. The following bids were submitted:

<table>
<thead>
<tr>
<th>Bidder</th>
<th>Bid Amount</th>
<th>Local/SMWVB</th>
</tr>
</thead>
<tbody>
<tr>
<td>Wauters Engineering, LLC*</td>
<td>$675,523.85</td>
<td>Local/SBE</td>
</tr>
<tr>
<td>RL Jones, LP</td>
<td>$772,285.90</td>
<td>Local/SBE</td>
</tr>
<tr>
<td>D Guerra Construction, LLC</td>
<td>$935,375.20</td>
<td>Local/MBE–Hispanic</td>
</tr>
<tr>
<td>Pronto Sandblasting &amp; Coating &amp; Oil-Field Services Co., Inc.</td>
<td>$1,208,525.00</td>
<td>Local/MBE–Hispanic</td>
</tr>
<tr>
<td>Engineer’s Estimate</td>
<td>$1,222,977.77</td>
<td>Local/SMWVB</td>
</tr>
<tr>
<td>Harper Brothers Construction, LLC</td>
<td>$1,292,055.00</td>
<td>Non–Local/Non–SMWVB</td>
</tr>
</tbody>
</table>

*Lowest Responsible Bidder
The bid amount represents a 44.76 percent decrease from the engineer’s estimated construction cost. The contract provides for the completion of this project within 90 calendar days.

Additionally, the overall SMWVB analysis is shown in the following table:

<table>
<thead>
<tr>
<th>Grosenbacher Road 16-inch Approach and Border Main Project</th>
<th>Wauters Engineering, LLC</th>
</tr>
</thead>
<tbody>
<tr>
<td>SMWVB Analysis – Board Award</td>
<td></td>
</tr>
<tr>
<td>SBE</td>
<td>94.65%</td>
</tr>
<tr>
<td>MBE – African American</td>
<td>0.00%</td>
</tr>
<tr>
<td>MBE – Asian</td>
<td>0.00%</td>
</tr>
<tr>
<td>MBE – Hispanic</td>
<td>4.16%</td>
</tr>
<tr>
<td>MBE – Other</td>
<td>0.00%</td>
</tr>
<tr>
<td>WBE – Minority</td>
<td>0.00%</td>
</tr>
<tr>
<td>WBE – Non–Minority</td>
<td>1.18%</td>
</tr>
<tr>
<td>SMWVB Total</td>
<td>100.00%</td>
</tr>
</tbody>
</table>

**Tracey B. Lehmann, P.E.**
Director
Development

**Andrea L.H. Béymer, P.E.**
Vice President
Engineering and Construction

**Robert R. Puente**
President/Chief Executive Officer

**Attachments:**
1. Project Area Map
2. Project Site Map
RESOLUTION NO.

OF THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES AWARDING A CONSTRUCTION CONTRACT TO WAUTERS ENGINEERING, LLC IN AN AMOUNT NOT TO EXCEED $675,523.85 IN CONNECTION WITH THE GROSENBACHER ROAD 16-INCH APPROACH AND BORDER MAIN PROJECT; AUTHORIZING THE EXPENDITURE OF FUNDS IN THE AMOUNT OF $326,443.85 FOR THE SYSTEM’S PROPORTIONATE SHARE OF THE PROJECT WORK; AUTHORIZING THE EXPENDITURE OF FUNDS IN THE AMOUNT OF $32,644.39 FOR THE SYSTEM’S PROPORTIONATE SHARE OF THE ENGINEERING DESIGN FEES; AUTHORIZING A TOTAL AMOUNT NOT TO EXCEED $359,088.24 FROM SYSTEM’S WATER DELIVERY CORE BUSINESS, MAINS NEW CATEGORY, AND WATER MAIN OVERSIZING FOR THE SYSTEM’S PROPORTIONATE SHARE OF THE PROJECT WORK AND ENGINEERING FEES RELATED TO THE PROJECT WORK; AUTHORIZING THE PRESIDENT/CHIEF EXECUTIVE OFFICER OR HIS DULY APPOINTED DESIGNEE TO EXECUTE A CONTRACT WITH CONTINENTAL HOMES OF TEXAS, LP AND WAUTERS ENGINEERING, LLC, AND PROVIDE PAYMENT IN AN AMOUNT NOT TO EXCEED $326,443.85 TO WAUTERS ENGINEERING, LLC AND REIMBURSEMENTS OF $32,644.39 TO CONTINENTAL HOMES OF TEXAS, LP FOR THE SYSTEM’S PROPORTIONATE SHARE OF THE COST TO OVERSIZE THE PROPOSED WATER MAINS; FINDING THE RESOLUTION TO HAVE BEEN CONSIDERED PURSUANT TO THE LAWS GOVERNING OPEN MEETINGS; PROVIDING A SEVERABILITY CLAUSE; AND ESTABLISHING AN EFFECTIVE DATE

WHEREAS, by Resolution No. 18-071, approved on March 6, 2018, the San Antonio Water System (the “System”) Board of Trustees approved a Utility Service Agreement (USA) to provide water and/or wastewater services to a tract of land known as Charles Davis Subdivision Tract, a 84.25-acre tract, being developed by Continental Homes of Texas, LP and the oversize of approximately 5,818 feet of 16-inch water main in order to conform with the Water Infrastructure Master Plan; and
WHEREAS, the Developer is required to construct an 8-inch water main; and

WHEREAS, the System has elected to oversize approximately 5,818 feet of the 8-inch water main to a 16-inch water main; and

WHEREAS, the System has solicited bids for the Grosenbacher Road 16-inch Approach and Border Main Project (the “project work”); and

WHEREAS, the project work includes the oversize construction of approximately 5,818 feet of 8-inch water main to 16-inch water main; and

WHEREAS, Wauters Engineering, LLC, a local, SBE contractor, submitted the bid of $675,523.85 for construction of the project, and this bid is determined to be the lowest responsible bid; and

WHEREAS, Continental Homes of Texas, LP is responsible for funding their proportionate share of the construction of the project; and

WHEREAS, Continental Homes of Texas, LP is responsible for 51.68 percent of the project costs for approximately 5,818 feet of 8-inch water main oversized to a 16-inch water main; the System is responsible for 48.32 percent of the project costs for approximately 5,818 feet of 8-inch water main oversized to a 16-inch water main; and

WHEREAS, the System will pay to Wauters Engineering, LLC, monthly, for the System’s proportionate share of the costs to oversize the water main in accordance with the Board Regulations; and

WHEREAS, the amount of $359,088.24 is available in the System’s Water Main Oversizing, Mains New Category, Water Delivery Core Business Program for the System’s proportionate share of the project work costs and engineering fees related to oversizing the water main extension; and

WHEREAS, the San Antonio Water System Board of Trustees desires (i) to award a construction contract to Wauters Engineering, LLC, in the amount of $675,523.85 in connection with the Grosenbacher Road 16-inch Approach and Border Main Project, (ii) to authorize System funds in the amount of $326,443.85 for the project work, (iii) to authorize System funds in the amount of $32,644.39 for design fees, (iv) to make available a total amount not to exceed $359,088.24 from the System’s Water Main Oversizing, Mains New Category, Water Delivery Core Business Program for the System’s proportionate share of the project work and engineering fees related to oversizing the proposed off-site water main, and (v) to authorize the President/Chief Executive Officer or his duly appointed designee to execute a contract with Continental Homes of Texas, LP and Wauters Engineering, LLC for the project work, and to provide payment in an amount not to exceed $326,443.85 to Wauters Engineering, LLC and reimbursements in an amount not to exceed $32,644.39 to Continental Homes of Texas, LP for the System’s cost to oversize the proposed off-site water main; now, therefore:
BE IT RESOLVED BY THE SAN ANTONIO WATER SYSTEM BOARD OF
TRUSTEES:

1. That a construction contract in the amount of $675,523.85 is hereby awarded to Wauters Engineering, LLC, who is determined to be the lowest responsible bidder, in connection with the Grosenbacher Road 16-inch Approach and Border Main Project.

2. That the expenditure of System funds in the amount of $326,443.85 for the System's proportionate share of the project work is hereby approved.

3. That the expenditure of System funds in the amount of $32,644.39 for the System’s proportionate share of engineering design fees associated with the project work is hereby authorized and approved.

4. That a total amount not to exceed $359,088.24 consisting of the System’s proportionate share of the project work costs and engineering fees related to the 8-inch oversized (16-inch required) water main is hereby made available and is to be expended from the System’s Water Main Oversizing, Mains New Category, Water Delivery Core Business Program.

5. That the President/Chief Executive Officer or his duly appointed designee, is hereby authorized to execute a contract with Continental Homes of Texas, LP and Wauters Engineering, LLC, and to provide payment in an amount not to exceed $326,443.85 for the cost to oversize and construct the water main to Wauters Engineering, LLC and reimbursements in an amount not to exceed $32,644.39 to Continental Homes of Texas, LP in accordance with the Utility Service Regulations in connection with the Grosenbacher Road 16-inch Approach and Border Main Project.

6. It is officially found, determined and declared that the meeting at which this resolution is adopted was open to the public, and that public notice of the time, place and subject matter of the public business to be conducted at such meeting, including this resolution, was given to all as required by the Texas Codes Annotated, as amended, Title 5, Chapter 551, Government Code.

7. If any part, section, paragraph, sentence, phrase or word of this resolution is for any reason held to be unconstitutional, illegal, inoperative or invalid, or if any exception to or limitation upon any general provision herein contained is held to be unconstitutional, illegal, invalid or ineffective, the remainder of this resolution shall nevertheless stand effective and valid as if it had been enacted without the portion held to be unconstitutional, illegal, invalid or ineffective.

8. This resolution becomes effective immediately upon its passage.
PASSED AND APPROVED on this 15th day of January, 2019.

____________________________
Berto Guerra, Jr., Chairman

ATTEST:

____________________________
Amy Hardberger, Secretary
TO: San Antonio Water System Board of Trustees

FROM: Tracey Lehmann, P.E., Director, Development, and Andrea L.H. Beymer, P.E., Vice President, Engineering and Construction

THROUGH: Robert R. Puente, President/Chief Executive Officer

SUBJECT: AWARD OF CONSTRUCTION CONTRACT IN CONNECTION WITH THE WATER MAIN DEAD END MAIN PROJECT

Board Action Date: January 15, 2019

SUMMARY AND RECOMMENDATION:

The attached resolution awards a construction contract to Facilities Rehabilitation, Inc., a local, MBE-Hispanic contractor, in the amount of $753,982.00 in connection with the Dead End Main Water Main Project.

- The contract that is the subject of the attached resolution will, if approved, authorize work to install 2,065 feet of water main at nine locations to eliminate the need for continued flushing to maintain water quality.

- There are approximately 9,600 dead end water mains that require periodic flushing. This project is a required program to meet TCEQ Regulations, 30 TAC Chapter 290.46 to reduce the number of flushing points where feasible by eliminating dead end mains. This project will not only reduce dead end main flushing, but will reduce the amount of non-revenue water.

- Facilities Rehabilitation, Inc. has submitted the lowest responsible bid of $753,982.00.

Staff recommends that the Board approve this resolution.

FINANCIAL IMPACT:

The Project Fund will finance this expenditure included in the CY 2018 Capital Improvement Program. This project is included in the Water Delivery Core Business, Mains New Category budget line item. The total amount is $1,000,000.00 for water work under job number 18-4009.

SUPPLEMENTARY COMMENTS:

KCI Technologies, Inc. prepared the bid proposal, plans and specifications for the project. The engineer’s estimated construction cost was $736,869.00.
A bid opening was held on December 6, 2018 at 10:00 AM. The following bids submitted:

<table>
<thead>
<tr>
<th>Bidder</th>
<th>Bid Amount</th>
<th>Local/SMWVB</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Engineer’s Estimate</strong></td>
<td>$736,839.00</td>
<td></td>
</tr>
<tr>
<td><strong>Facilities Rehabilitation, Inc.</strong></td>
<td>$753,982.00</td>
<td>Local/MBE–Hispanic</td>
</tr>
<tr>
<td>RL Jones Co., LP</td>
<td>$780,620.00</td>
<td>Local/SBE</td>
</tr>
<tr>
<td>Pronto Sandblasting &amp; Coating &amp; Oil-Field Services Co., Inc.</td>
<td>$1,260,187.00</td>
<td>Local/MBE–Hispanic</td>
</tr>
</tbody>
</table>

*Lowest Responsible Bidder

The bid amount represents a 2.36 percent increase from the engineer’s estimated construction cost.

Additionally, the overall SMWVB analysis is shown in the following table:

<table>
<thead>
<tr>
<th>Water Main Dead End Main Project</th>
<th>Facilities Rehabilitation, Inc.</th>
</tr>
</thead>
<tbody>
<tr>
<td>SMWVB Analysis – Board Award</td>
<td></td>
</tr>
<tr>
<td>SBE</td>
<td>0.00%</td>
</tr>
<tr>
<td>MBE – African American</td>
<td>0.00%</td>
</tr>
<tr>
<td>MBE – Asian</td>
<td>0.00%</td>
</tr>
<tr>
<td>MBE – Hispanic</td>
<td>98.67%</td>
</tr>
<tr>
<td>MBE – Other</td>
<td>0.00%</td>
</tr>
<tr>
<td>WBE – Minority</td>
<td>0.00%</td>
</tr>
<tr>
<td>WBE – Non–Minority</td>
<td>0.00%</td>
</tr>
<tr>
<td>SMWVB Total</td>
<td>98.67%</td>
</tr>
</tbody>
</table>

Tracey Lehmann, P.E.  
Director  
Development

Andrea L.H. Beymer, P.E.  
Vice President  
Engineering and Construction

APPROVED:

Robert R. Puente  
President/Chief Executive Officer

Attachments:
1. Project Area Map
2. Project Site Map
RESOLUTION NO.

OF THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES AWARDING A CONSTRUCTION CONTRACT TO FACILITIES REHABILITATION, INC. IN AN AMOUNT NOT TO EXCEED $753,982.00 IN CONNECTION WITH WATER MAIN DEAD END MAIN PROJECT; APPROVING THE EXPENDITURE OF FUNDS AND MAKING AVAILABLE AN AMOUNT NOT TO EXCEED $753,982.00 FROM THE PROJECT FUND FOR THE PROJECT WORK; AUTHORIZING THE PRESIDENT/CHIEF EXECUTIVE OFFICER OR HIS DULY APPOINTED DESIGNEE TO EXECUTE A CONSTRUCTION CONTRACT WITH FACILITIES REHABILITATION, INC. AND TO PAY FACILITIES REHABILITATION, INC. AN AMOUNT NOT TO EXCEED $753,982.00 FOR THE PROJECT WORK; FINDING THE RESOLUTION TO HAVE BEEN CONSIDERED PURSUANT TO THE LAWS GOVERNING OPEN MEETINGS; PROVIDING A SEVERABILITY CLAUSE; AND ESTABLISHING AN EFFECTIVE DATE

WHEREAS, this contract will be used to install infrastructure needed to eliminate dead end mains to eliminate the need for flushing to maintain water quality; and

WHEREAS, the San Antonio Water System (the “System”) has solicited bids for the project work; and

WHEREAS, Facilities Rehabilitation, Inc., a local, MBE-Hispanic contractor, is declared the lowest responsible bidder, and has submitted the low responsible bid of $753,982.00 for the project work; and

WHEREAS, System funds in the amount of $753,982.00 are required for the project work; and

WHEREAS, the total amount of $753,982.00 is available from the Project Fund for the project work; and

WHEREAS, the San Antonio Water System Board of Trustees desires (i) to award a construction contract to Facilities Rehabilitation, Inc. in an amount not to exceed $753,982.00 in connection with the Water Main Dead End Main Project, (ii) to approve the expenditure of funds and make available an amount not to exceed $753,982.00 from the Project Fund for the project work, and (iii) to authorize the President/Chief Executive Officer or his duly appointed designee to execute a construction contract with Facilities Rehabilitation, Inc., and to pay Facilities Rehabilitation, Inc. an amount not to exceed $753,982.00 for the project work; now, therefore:
BE IT RESOLVED BY THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES:

1. That a construction contract in the amount of $753,982.00 is hereby awarded to Facilities Rehabilitation, Inc., who is determined to be the lowest responsible bidder, in connection with the Water Main Dead End Main Project.

2. That the expenditure of funds in an amount not to exceed $753,982.00 for the project work is hereby approved and made available from the Project Fund.

3. That the President/Chief Executive Officer or his duly appointed designee is hereby authorized to execute a construction contract with Facilities Rehabilitation, Inc., and to pay Facilities Rehabilitation, Inc. an amount not to exceed $753,982.00 in connection with the Water Main Dead End Main Project.

4. It is officially found, determined, and declared that the meeting at which this resolution is adopted was open to the public, and that the public notice of the time, place, and subject matter of the public business to be conducted at such meeting, including this resolution, was given to all as required by the Texas Codes Annotated, as amended, Title 5, Chapter 551, Government Code.

5. If any part, section, paragraph, sentence, phrase or word of this resolution is for any reason held to be unconstitutional, illegal, inoperative or invalid, or if any exception to or limitation upon any general provision herein contained is held to be unconstitutional, illegal, invalid or ineffective, the remainder of this resolution shall not be held unconstitutional, illegal, invalid or ineffective, the remainder of this resolution shall nevertheless stand effective and valid as if it had been enacted without the portion held to be unconstitutional, illegal, invalid or ineffective.

6. This resolution becomes effective immediately upon its passage.

PASSED AND APPROVED this 15th day of January, 2019.

Berto Guerra, Jr., Chairman

ATTEST:

Amy Hardberger, Secretary
TO: San Antonio Water System Board of Trustees

FROM: Gail Hamrick-Pigg, P.E., Director, Pipelines, and Andrea L.H. Beymer, P.E., Vice President, Engineering and Construction

THROUGH: Robert R. Puente, President/Chief Executive Officer

SUBJECT: AWARD OF CONSTRUCTION CONTRACT IN CONNECTION WITH THE 2018 OPEN CUT SANITARY SEWER PACKAGE PROJECT

Board Action Date: January 15, 2019

SUMMARY AND RECOMMENDATION:

The attached resolution awards a construction contract to San Antonio Constructors, Ltd., a local, SBE firm, in the amount of $1,193,574.50 in connection with the 2018 Open Cut Sanitary Sewer Package Project.

- The contract that is the subject of the attached resolution will, if approved, authorize work that is required by the Consent Decree for the 2018 Open Cut Sanitary Sewer Package Project between the San Antonio Water System, the United States of America, and the State of Texas that was lodged in the United States District Court for the Western District of Texas on July 23, 2013.

- This contract will be used to replace sewer mains in need of repair based on condition assessment.

- This contract will be for the replacement of approximately 3,400 feet of 8-inch sanitary sewer mains by open cut method. Additionally, the manholes will be rehabilitated or replaced.

- San Antonio Constructors, Ltd. has submitted the lowest responsible bid of $1,193,574.50.

Staff recommends that the Board approve this resolution.

FINANCIAL IMPACT:

The Project Fund will finance this expenditure included in the CY 2018 Capital Improvement Program. This project is included in the Wastewater Core Business budget line item. The amount is $1,193,574.50 for wastewater related construction work under job number 17-4562.
SUPPLEMENTARY COMMENTS:

K Friese & Associates, Inc. prepared the bid proposal and specifications for the project. The engineer’s estimated construction cost was $1,400,408.00.

A bid opening was held on November 12, 2018, at 10:00 AM. The following bids were submitted:

<table>
<thead>
<tr>
<th>Bidder</th>
<th>Bid Amount</th>
<th>Local/SMWVB</th>
</tr>
</thead>
<tbody>
<tr>
<td>San Antonio Constructors, Ltd.*</td>
<td>$1,193,574.50</td>
<td>Local/SBE</td>
</tr>
<tr>
<td>T Construction L.L.C.</td>
<td>$1,212,176.70</td>
<td>Non–Local/Non–SMWVB</td>
</tr>
<tr>
<td>Engineer’s Estimate</td>
<td>$1,400,408.00</td>
<td></td>
</tr>
<tr>
<td>Facilities Rehabilitation, Inc.</td>
<td>$1,404,295.00</td>
<td>Local/MBE–Hispanic</td>
</tr>
<tr>
<td>Pronto Sandblasting &amp; Coating &amp; Oil-Field Services Co., Inc.</td>
<td>$1,527,765.00</td>
<td>Local/MBE–Hispanic</td>
</tr>
</tbody>
</table>

*Lowest Responsible Bidder

The bid amount represents a 14.77 percent decrease from the Engineer’s estimated construction cost.

Additionally, the overall SMWVB analysis is shown in the following table:

<table>
<thead>
<tr>
<th>2018 Open Cut Sanitary Sewer Package Project</th>
</tr>
</thead>
<tbody>
<tr>
<td>San Antonio Constructors, Ltd.</td>
</tr>
<tr>
<td>SMWVB Analysis – Board Award</td>
</tr>
<tr>
<td><strong>SBE</strong></td>
</tr>
<tr>
<td>MBE – African American</td>
</tr>
<tr>
<td>MBE – Asian</td>
</tr>
<tr>
<td>MBE – Hispanic</td>
</tr>
<tr>
<td>MBE – Other</td>
</tr>
<tr>
<td>WBE – Minority</td>
</tr>
<tr>
<td>WBE – Non–Minority</td>
</tr>
<tr>
<td><strong>SMWVB Total</strong></td>
</tr>
</tbody>
</table>
Award of Construction Contract
2018 Open Cut Sanitary Sewer Package

Gail Hamrick-Pigg, P.E.
Director
Pipelines

APPROVED:

Andrea L. Beymer, P.E.
Vice President
Engineering and Construction

Robert R. Puente
President/Chief Executive Officer

Attachments:
1. Project Area Map
2. Project Site Map
RESOLUTION NO.

OF THE SAN ANTONIO WATER SYSTEM BOARD OF
TRUSTEES AWARDING A CONSTRUCTION CONTRACT
TO SAN ANTONIO CONSTRUCTORS, LTD. IN AN
AMOUNT NOT TO EXCEED $1,193,574.50 IN
CONNECTION WITH THE 2018 OPEN CUT SANITARY
SEWER PACKAGE PROJECT; APPROVING THE
EXPENDITURE OF FUNDS AND MAKING AVAILABLE
AN AMOUNT NOT TO EXCEED $1,193,574.50 FROM THE
PROJECT FUND FOR THE PROJECT WORK;
AUTHORIZING THE PRESIDENT/CHIEF EXECUTIVE
OFFICER OR HIS DULY APPOINTED DESIGNEE TO
EXECUTE A CONSTRUCTION CONTRACT WITH SAN
ANTONIO CONSTRUCTORS, LTD., AND TO PAY SAN
ANTONIO CONSTRUCTORS, LTD. AN AMOUNT NOT TO
EXCEED $1,193,574.50 FOR THE PROJECT WORK;
FINDING THE RESOLUTION TO HAVE BEEN
CONSIDERED PURSUANT TO THE LAWS GOVERNING
OPEN MEETINGS; PROVIDING A SEVERABILITY
CLAUSE; AND ESTABLISHING AN EFFECTIVE DATE

WHEREAS, this contract will be used to replace sewer mains in need of repair
based on condition assessment; and

WHEREAS, the San Antonio Water System (the “System”) has solicited bids for
the project work; and

WHEREAS, San Antonio Constructors, Ltd., a local SBE firm, is declared the
lowest responsible bidder and has submitted the low responsible bid of $1,193,574.50 for the
project work; and

WHEREAS, system funds in the amount of $1,193,574.50 are required for the
project work; and

WHEREAS, the total amount of $1,193,574.50 is available from the System’s
Project Fund for the project work; and

WHEREAS, the San Antonio Water System Board of Trustees desires (i) to award
a construction contract to San Antonio Constructors, Ltd. in an amount not to exceed
$1,193,574.50 in connection with the 2018 Open Cut Sanitary Sewer Package Project, (ii) to
approve the expenditure of funds and make available an amount not to exceed $1,193,574.50 from
the Project Fund, and (iii) to authorize the President/Chief Executive Officer or his duly appointed
designee to execute a construction contract with San Antonio Constructors, Ltd., and to pay San
Antonio Constructors, Ltd. an amount not to exceed $1,193,574.50 for the project work; now,
therefore:
BE IT RESOLVED BY THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES:

1. That a construction contract in an amount not to exceed $1,193,574.50 is hereby awarded to San Antonio Constructors, Ltd. who is determined to be the lowest responsible bidder in connection with the 2018 Open Cut Sanitary Sewer Package Project.

2. That the expenditure of funds in an amount not to exceed $1,193,574.50 for the project work is hereby approved and made available from the System’s Project Fund.

3. That the President/Chief Executive Officer or his duly appointed designee is hereby authorized to execute a construction contract with San Antonio Constructors, Ltd., and to pay San Antonio Constructors, Ltd. an amount not to exceed $1,193,574.50 in connection with the 2018 Open Cut Sanitary Sewer Package Project.

4. It is officially found, determined, and declared that the meeting at which this resolution is adopted was open to the public, and that the public notice of the time, place, and subject matter of the public business to be conducted at such meeting, including this resolution, was given to all as required by the Texas Codes Annotated, as amended, Title 5, Chapter 551, Government Code.

5. If any part, section, paragraph, sentence, phrase or word of this resolution is for any reason held to be unconstitutional, illegal, inoperative or invalid, or if any exception to or limitation upon any general provision herein contained is held to be unconstitutional, illegal, invalid or ineffective, the remainder of this resolution shall nevertheless stand effective and valid as if it had been enacted without the portion held to be unconstitutional, illegal, invalid or ineffective.

6. This resolution becomes effective immediately upon its passage.

PASSED AND APPROVED the 15th day of January, 2019.

Berto Guerra, Jr., Chairman

ATTEST:

Amy Hardberger, Secretary
AGENDA ITEM NO. 10

TO: San Antonio Water System Board of Trustees

FROM: Gail A. Hamrick-Pigg, P.E., Director, Pipelines, and Andrea L.H. Beymer, P.E., Vice President, Engineering and Construction

THROUGH: Robert R. Puente, President/Chief Executive Officer

SUBJECT: AWARD OF PROFESSIONAL SERVICES CONTRACT IN CONNECTION WITH THE CENTRAL SEWERSHED PACKAGE 7 PROJECT

Board Action Date: January 15, 2019

SUMMARY AND RECOMMENDATION:

The attached resolution awards a professional services contract to Arcadis U.S., Inc., a local, non-SMWVB firm, and authorizes funds in the amount of $501,699.00 in connection with the Central Sewershed Package 7 (the “Project”).

- The contract that is the subject of the attached resolution will authorize work that is required by the Consent Decree between the San Antonio Water System (the “System”), the United States of America, and the State of Texas that was lodged in the United States District Court for the Western District of Texas on July 23, 2013.

- The Project will address a condition constraint in the central sewershed and is necessary to comply with the EPA Consent Decree. This project consists of constructing approximately 170 feet of 8-inch, and 5,000 feet of 24-inch thru 54-inch sanitary sewer pipeline. It includes various locations around the city.

- A Request for Qualifications was issued on September 19, 2018. A total of fifteen firms submitted statements of qualifications for this solicitation. Arcadis U.S., Inc., was selected based on the System’s Architect and Engineer Selection Process.

- Basic services to be provided include design, bid phase, construction phase, and project closeout services related to the Project. Basic services on this project add up to an amount not to exceed $439,908.00.

- Supplemental Services include, but are not limited to surveying, environmental, cultural, geotechnical, right-of-way/easements acquisition support, and other additional professional services. Total supplemental services on this project add up to an amount not to exceed $61,791.00.
The total fee for engineering services is not to exceed $501,699.00.

Staff recommends that the Board approve this resolution.

**FINANCIAL IMPACT:**

The Project Fund will finance this expenditure included in the CY 2018 Capital Improvement Program. The sewer work is included in the Wastewater Main Replacement Core Business budget line item. The amount is $501,699.00 for sewer related engineering work. The job number is 18-4536.

**SUPPLEMENTARY COMMENTS:**

Fifteen firms responded to the Request for Qualifications. Arcadis U.S., Inc. was selected through the System’s Architect/Engineer Selection procedure as a qualified consultant. The submitting firms are as follows:

<table>
<thead>
<tr>
<th>Name of Firm</th>
<th>Local/SMWVB</th>
</tr>
</thead>
<tbody>
<tr>
<td>AECOM Technical Services, Inc.</td>
<td>Local/Non–SMWVB</td>
</tr>
<tr>
<td>Alan Plummer &amp; Associates, Inc.</td>
<td>Local/Non–SMWVB</td>
</tr>
<tr>
<td>*<em>Arcadis U.S., Inc.</em></td>
<td><strong>Local/Non–SMWVB</strong></td>
</tr>
<tr>
<td>Bain Medina Bain, Inc.</td>
<td>Local/WBE–Caucasian</td>
</tr>
<tr>
<td>CDS Muery Services Inc.</td>
<td>Local/Non–SMWVB</td>
</tr>
<tr>
<td>Garver, LLC</td>
<td>Local/Non–SMWVB</td>
</tr>
<tr>
<td>K Friese &amp; Associates, Inc.</td>
<td>Local/WBE–Caucasian</td>
</tr>
<tr>
<td>Kimley-Horn and Associates, Inc.</td>
<td>Local/Non–SMWVB</td>
</tr>
<tr>
<td>LNV, Inc.</td>
<td>Local/MBE–Hispanic</td>
</tr>
<tr>
<td>Lockwood Andrews &amp; Newnam, Inc.</td>
<td>Local/Non–SMWVB</td>
</tr>
<tr>
<td>RJN Group Inc.</td>
<td>Local/Non–SMWVB</td>
</tr>
<tr>
<td>Rosin Group, Inc.</td>
<td>Local/WBE–Caucasian</td>
</tr>
<tr>
<td>RPS Infrastructure, Inc.</td>
<td>Local/Non–SMWVB</td>
</tr>
<tr>
<td>Unintech Consulting Engineers, Inc.</td>
<td>Local/WBE–Asian</td>
</tr>
<tr>
<td>Weston Solutions, Inc.</td>
<td>Local/Non–SMWVB</td>
</tr>
</tbody>
</table>

*Selected Firm
Arcadis U.S., Inc. proposed to use the following sub-consultants for services on this contract:

<table>
<thead>
<tr>
<th>Name of Firm</th>
<th>Percent of Fee</th>
<th>Local/SMWVB</th>
</tr>
</thead>
<tbody>
<tr>
<td>Big Red Dog, Inc.</td>
<td>3.70%</td>
<td>Local/SBE</td>
</tr>
<tr>
<td>Blanton &amp; Associates, Inc.</td>
<td>12.30%</td>
<td>Local/WBE–Caucasian</td>
</tr>
<tr>
<td>K Friese &amp; Associates, Inc.</td>
<td>7.30%</td>
<td>Local/WBE–Caucasian</td>
</tr>
<tr>
<td>Moreno Cardenas, Inc.</td>
<td>10.60%</td>
<td>Local/MBE–Hispanic</td>
</tr>
<tr>
<td>The Rios Group, Inc.</td>
<td>4.10%</td>
<td>Local/WBE–Hispanic</td>
</tr>
<tr>
<td>Vickrey &amp; Associates, Inc.</td>
<td>13.90%</td>
<td>Local/WBE–Caucasian</td>
</tr>
</tbody>
</table>

Additionally, the overall SMWVB analysis is shown in the following table:

<table>
<thead>
<tr>
<th>Central Sewershed Package 7 Project</th>
<th>Arcadis U.S., Inc.</th>
</tr>
</thead>
<tbody>
<tr>
<td>SMWVB Analysis – Board Award</td>
<td></td>
</tr>
<tr>
<td>SBE</td>
<td>3.70%</td>
</tr>
<tr>
<td>MBE – African American</td>
<td>0.00%</td>
</tr>
<tr>
<td>MBE – Asian</td>
<td>0.00%</td>
</tr>
<tr>
<td>MBE – Hispanic</td>
<td>10.60%</td>
</tr>
<tr>
<td>MBE – Other</td>
<td>0.00%</td>
</tr>
<tr>
<td>WBE – Minority</td>
<td>4.10%</td>
</tr>
<tr>
<td>WBE – Non–Minority</td>
<td>33.50%</td>
</tr>
<tr>
<td>SMWVB Total</td>
<td>51.90%</td>
</tr>
</tbody>
</table>
Award of Professional Services Contract
Central Sewershed Package 7 Project

Gail A. Hamrick-Pigg, P.E.
Director
Pipelines

APPROVED:

Robert R. Puente
President/Chief Executive Officer

Attachments:
1. Project Area Map
2. Project Site Map

Andrea L.H. Beymer, P.E.
Vice President
Engineering and Construction
RESOLUTION NO.

OF THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES AWARDING A PROFESSIONAL SERVICES CONTRACT TO ARCADIS U.S., INC. IN AN AMOUNT NOT TO EXCEED $501,699.00 IN CONNECTION WITH THE CENTRAL SEWERSHED PACKAGE 7 PROJECT; APPROVING THE EXPENDITURE OF FUNDS AND MAKING AVAILABLE AN AMOUNT NOT TO EXCEED $501,699.00 FROM THE PROJECT FUND FOR THE PROJECT ENGINEERING WORK; AUTHORIZING THE PRESIDENT/CHIEF EXECUTIVE OFFICER OR HIS DULY APPOINTED DESIGNEE TO EXECUTE A PROFESSIONAL SERVICES CONTRACT WITH ARCADIS U.S., INC., AND TO PAY ARCADIS U.S., INC. AN AMOUNT NOT TO EXCEED $501,699.00 FOR THE PROJECT ENGINEERING WORK; FINDING THE RESOLUTION TO HAVE BEEN CONSIDERED PURSUANT TO THE LAWS GOVERNING OPEN MEETINGS; PROVIDING A SEVERABILITY CLAUSE; AND ESTABLISHING AN EFFECTIVE DATE

WHEREAS, the San Antonio Water System (the “System”) requires professional engineering services (the “project engineering work”) related to the Central Sewershed Package 7 Project (the “Project”); and

WHEREAS, the project engineering work will consist of all services necessary for the design and construction of the Project; and

WHEREAS, Arcadis U.S., Inc., a local, non-SMWVB firm, was selected through the System’s Architect/Engineer Selection Procedure for the project engineering work; and

WHEREAS, a contract in an amount not to exceed $501,699.00 is to be awarded to Arcadis U.S., Inc.; and

WHEREAS, the amount of $501,699.00 is available from the Project Fund for the project engineering work; and

WHEREAS, the San Antonio Water System Board of Trustees desires (i) to award a professional services contract to Arcadis U.S., Inc. in an amount not to exceed $501,699.00 in connection with the Central Sewershed Package 7 Project, (ii) to approve the expenditure of funds and make available an amount not to exceed $501,699.00 from the Project Fund for the project engineering work, and (iii) to authorize the President/Chief Executive Officer or his duly appointed designee to execute a professional services contract with Arcadis U.S., Inc., and to pay Arcadis U.S., Inc. an amount not to exceed $501,699.00 for the project engineering work; now, therefore:
BE IT RESOLVED BY THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES:

1. That a professional services contract in an amount not to exceed $501,699.00 is hereby awarded to Arcadis U.S., Inc. in connection with the Central Sewershed Package 7 Project.

2. That the expenditure of funds in an amount not to exceed $501,699.00 for the project engineering work is hereby approved and made available from the Project Fund.

3. That the President/Chief Executive Officer or his duly appointed designee is hereby authorized to execute a professional services contract with Arcadis U.S., Inc., and to pay Arcadis U.S., Inc. an amount not to exceed $501,699.00 for the project engineering work.

4. It is officially found, determined and declared that the meeting at which this resolution is adopted was open to the public, and that public notice of the time, place and subject matter of the public business to be conducted at such meeting, including this resolution, was given to all as required by the Texas Codes Annotated, as amended, Title 5, Chapter 551, Government Code.

5. If any part, section, paragraph, sentence, phrase, or word of this resolution is for any reason held to be unconstitutional, illegal, inoperative or invalid, or if any exception to or limitation upon any general provision herein contained is held to be unconstitutional, illegal, invalid or ineffective, the remainder of this resolution shall nevertheless stand effective and valid as if it had been enacted without the portion held to be unconstitutional, illegal, invalid or ineffective.

6. This resolution becomes effective immediately upon its passage.

PASSED AND APPROVED this 15th day of January, 2019.

__________________________________
Berto Guerra, Jr., Chairman

ATTEST:

______________________________
Amy Hardberger, Secretary
TO: San Antonio Water System Board of Trustees

FROM: Gail A. Hamrick-Pigg, P.E., Director, Pipelines, and Andrea L.H. Beymer, P.E., Vice President, Engineering and Construction

THROUGH: Robert R. Puente, President/Chief Executive Officer

SUBJECT: AWARD OF PROFESSIONAL SERVICES CONTRACT IN CONNECTION WITH THE BPC EAST/WEST SMALL DIAMETER PACKAGE 1 PROJECT

Board Action Date: January 15, 2019

SUMMARY AND RECOMMENDATION:

The attached resolution awards a professional services contract to Cobb Fendley & Associates, Inc., a local, non-SMWVB firm, and authorizes funds in the amount of $397,991.00 in connection with the BPC East/West Small Diameter Package 1 Project (the “Project”).

- The contract that is the subject of the attached resolution will authorize work that is required by the Consent Decree between the San Antonio Water System (the “System”), the United States of America, and the State of Texas that was lodged in the United States District Court for the Western District of Texas on July 23, 2013.

- The Project will address a condition constraint in the east and west basins and is necessary to comply with the EPA Consent Decree. This project consists of rehabilitating approximately 5,222 feet of 8-inch to 18-inch sewer mains using cured-in-place pipe, pipe bursting, and open cut method on multiple locations throughout east and west basins.

- Services to be provided include design, bid phase, services during construction, and project closeout services.

- The total fee for engineering services is not to exceed $397,991.00.

Staff recommends that the Board approve this resolution.

FINANCIAL IMPACT:

The Project Fund will finance this expenditure included in the CY 2018 Capital Improvement Program. The sewer work is included in the Wastewater Main Replacement Core Business budget line item. The amount is $397,991.00 for sewer related engineering work. The job number is 18-4534.
SUPPLEMENTARY COMMENTS:

Twenty-three firms responded to the Request for Qualifications. Cobb Fendley & Associates, Inc. was selected through the System’s Architect and Engineer Selection Process as a qualified consultant. The submitting firms are as follows:

<table>
<thead>
<tr>
<th>Name of Firm</th>
<th>Local/SMWVB</th>
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<tbody>
<tr>
<td>AECOM Technical Services, Inc.</td>
<td>Local/Non–SMWVB</td>
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<tr>
<td>Alan Plummer &amp; Associates, Inc.</td>
<td>Local/Non–SMWVB</td>
</tr>
<tr>
<td>Bain Medina Bain, Inc.</td>
<td>Local/WBE–Caucasian</td>
</tr>
<tr>
<td>Brown &amp; Gay Engineers, Inc.</td>
<td>Local/Non–SMWVB</td>
</tr>
<tr>
<td>Big Red Dog Engineering</td>
<td>Local/SBE</td>
</tr>
<tr>
<td>CDS Muery Services, Inc.</td>
<td>Local/Non–SMWVB</td>
</tr>
<tr>
<td><strong>Cobb Fendley &amp; Associates, Inc.</strong>*</td>
<td>Local/Non–SMWVB</td>
</tr>
<tr>
<td>Garver, LLC</td>
<td>Local/Non–SMWVB</td>
</tr>
<tr>
<td>Garza EMC, LLC</td>
<td>Local/MBE–Hispanic</td>
</tr>
<tr>
<td>Gessner Engineering, LLC</td>
<td>Local/WBE–Caucasian</td>
</tr>
<tr>
<td>Gonzalez-De La Garza &amp; Associates, Inc.</td>
<td>Local/WBE–Hispanic</td>
</tr>
<tr>
<td>Greg Gomez, Inc. dba GGI</td>
<td>Local/WBE–Hispanic</td>
</tr>
<tr>
<td>K Friese &amp; Associates, Inc.</td>
<td>Local/WBE–Caucasian</td>
</tr>
<tr>
<td>KCI USA, Inc.</td>
<td>Local/Non–SMWVB</td>
</tr>
<tr>
<td>LNV Engineering &amp; Consultants</td>
<td>Local/MBE–Hispanic</td>
</tr>
<tr>
<td>Lockwood, Andrews &amp; Newnam, Inc.</td>
<td>Local/Non–SMWVB</td>
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<tr>
<td>Merrick &amp; Company</td>
<td>Local/Non–SMWVB</td>
</tr>
<tr>
<td>Moreno Cardenas, Inc.</td>
<td>Local/MBE–Hispanic</td>
</tr>
<tr>
<td>Moy Tarin Ramirez Engineering</td>
<td>Local/MBE–Hispanic</td>
</tr>
<tr>
<td>RE/SPEC, Inc. dba RESPEC</td>
<td>Local/Non–SMWVB</td>
</tr>
<tr>
<td>RJN Group, Inc.</td>
<td>Local/Non–SMWVB</td>
</tr>
<tr>
<td>Unintech Consulting Eng., Inc.</td>
<td>Local/WBE–Asian</td>
</tr>
<tr>
<td>Weston Solutions, Inc.</td>
<td>Local/Non–SMWVB</td>
</tr>
</tbody>
</table>

*Selected Firm

Cobb Fendley & Associates, Inc. proposes to use the following sub-consultants for services on this contract:

<table>
<thead>
<tr>
<th>Name of Firm</th>
<th>Percent of Fee</th>
<th>Local/SMWVB</th>
</tr>
</thead>
<tbody>
<tr>
<td>Arias &amp; Associates, Inc.</td>
<td>8.58%</td>
<td>Local/MBE–Hispanic</td>
</tr>
<tr>
<td>Garcia Infrastructure Consultants, LLC</td>
<td>9.27%</td>
<td>Local/WBE–Hispanic</td>
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<tr>
<td>Kimley-Horn and Associates, Inc.</td>
<td>6.86%</td>
<td>Local/Non–SMWVB</td>
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<td>Medina Consulting Company, Inc.</td>
<td>2.38%</td>
<td>Local/WBE–Caucasian</td>
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<tr>
<td>R.H. Shackelford, Inc.</td>
<td>3.50%</td>
<td>Local/SBE</td>
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</table>
Additionally, the overall SMWVB analysis is shown in the following table:

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<table>
<thead>
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<th></th>
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</thead>
<tbody>
<tr>
<td><strong>BPC East/West Small Diameter Package 1</strong></td>
<td><strong>SMWVB Analysis – Board Award</strong></td>
</tr>
<tr>
<td></td>
<td>SBE 12.00%</td>
</tr>
<tr>
<td>MBE – African American</td>
<td>0.00%</td>
</tr>
<tr>
<td>MBE – Asian</td>
<td>0.00%</td>
</tr>
<tr>
<td>MBE – Hispanic</td>
<td>8.00%</td>
</tr>
<tr>
<td>MBE – Other</td>
<td>0.00%</td>
</tr>
<tr>
<td>WBE – Minority</td>
<td>17.00%</td>
</tr>
<tr>
<td>WBE – Non-Minorit</td>
<td>3.00%</td>
</tr>
<tr>
<td><strong>SMWVB Total</strong></td>
<td><strong>40.00%</strong></td>
</tr>
</tbody>
</table>

Gail A. Hamrick-Pigg, P.E.
Director
Pipelines

APPROVED:

Andrea L.H. Beymer, P.E.
Vice President
Engineering and Construction

Robert R. Puente
President/Chief Executive Officer

Attachments:
1. Project Area Map
2. Project Site Map
RESOLUTION NO.

OF THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES AWARDING A PROFESSIONAL SERVICES CONTRACT TO COBB FENDLEY & ASSOCIATES, INC. IN AN AMOUNT NOT TO EXCEED $397,991.00 IN CONNECTION WITH THE BPC EAST/WEST SMALL DIAMETER PACKAGE 1 PROJECT; APPROVING THE EXPENDITURE OF FUNDS AND MAKING AVAILABLE AN AMOUNT NOT TO EXCEED $397,991.00 FROM THE PROJECT FUND FOR THE PROJECT ENGINEERING WORK; AUTHORIZING THE PRESIDENT/CHIEF EXECUTIVE OFFICER OR HIS DULY APPOINTED DESIGNEE TO EXECUTE A PROFESSIONAL SERVICES CONTRACT WITH COBB FENDLEY & ASSOCIATES, INC., AND TO PAY COBB FENDLEY & ASSOCIATES, INC. AN AMOUNT NOT TO EXCEED $397,991.00 FOR THE PROJECT ENGINEERING WORK; FINDING THE RESOLUTION TO HAVE BEEN CONSIDERED PURSUANT TO THE LAWS GOVERNING OPEN MEETINGS; PROVIDING A SEVERABILITY CLAUSE; AND ESTABLISHING AN EFFECTIVE DATE

WHEREAS, the San Antonio Water System (the “System”) requires professional engineering services (the “project engineering work”) related to the BPC East/West Small Diameter Package 1 Project (the “Project”); and

WHEREAS, the project engineering work will consist of all services necessary for the design and construction of the Project; and

WHEREAS, Cobb Fendley & Associates, Inc., a local, non-SMWVB firm, was selected through the System’s Architect and Engineer Selection Process for the project engineering work; and

WHEREAS, a contract in an amount not to exceed $397,991.00 is to be awarded to Cobb Fendley & Associates, Inc.; and

WHEREAS, the amount of $397,991.00 is available from the Project Fund for the project engineering work; and

WHEREAS, the San Antonio Water System Board of Trustees desires (i) to award a professional services contract to Cobb Fendley & Associates, Inc. in an amount not to exceed $397,991.00 in connection with the Project, (ii) to approve the expenditure of funds and make available an amount not to exceed $397,991.00 from the Project Fund for the project engineering work, and (iii) to authorize the President/Chief Executive Officer or his duly appointed designee
to execute a professional services contract with Cobb Fendley & Associates, Inc., and to pay Cobb Fendley & Associates, Inc. an amount not to exceed $397,991.00 for the project engineering work; now, therefore:

BE IT RESOLVED BY THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES:

1. That a professional services contract in an amount not to exceed $397,991.00 is hereby awarded to Cobb Fendley & Associates, Inc. in connection with the BPC East/West Small Diameter Package 1 Project.

2. That the expenditure of funds in an amount not to exceed $397,991.00 for the project engineering work is hereby approved and made available from the Project Fund.

3. That the President/Chief Executive Officer or his duly appointed designee is hereby authorized to execute a professional services contract with Cobb Fendley & Associates, Inc., and to pay Cobb Fendley & Associates, Inc. an amount not to exceed $397,991.00 for the project engineering work.

4. It is officially found, determined and declared that the meeting at which this resolution is adopted was open to the public, and that public notice of the time, place and subject matter of the public business to be conducted at such meeting, including this resolution, was given to all as required by the Texas Codes Annotated, as amended, Title 5, Chapter 551, Government Code.

5. If any part, section, paragraph, sentence, phrase, or word of this resolution is for any reason held to be unconstitutional, illegal, inoperative, invalid, or if any exception to or limitation upon any general provision herein contained is held to be unconstitutional, illegal, invalid or ineffective, the remainder of this resolution shall nevertheless stand effective and valid as if it had been enacted without the portion held to be unconstitutional, illegal, invalid or ineffective.

6. This resolution becomes effective immediately upon its passage.

PASSED AND APPROVED this 15th day of January, 2019.

_________________________________
Berto Guerra, Jr., Chairman

ATTEST:

_________________________________
Amy Hardberger, Secretary
TO: San Antonio Water System Board of Trustees

FROM: Gail A. Hamrick-Pigg, P.E., Director, Pipelines, and Andrea L.H. Beymer, P.E., Vice President, Engineering and Construction

THROUGH: Robert R. Puente, President/Chief Executive Officer

SUBJECT: AWARD OF PROFESSIONAL SERVICES CONTRACT IN CONNECTION WITH THE BPC CENTRAL SMALL DIAMETER PACKAGE 1 PROJECT

Board Action Date: January 15, 2019

SUMMARY AND RECOMMENDATION:

The attached resolution awards a professional services contract to Garver, LLC, a local, non-SMWVB firm, and authorizes funds in the amount of $907,449.00 in connection with the BPC Central Small Diameter Package 1 Project (the “Project”).

- The contract that is the subject of the attached resolution will authorize work that is required by the Consent Decree between the San Antonio Water System (the “System”), the United States of America, and the State of Texas that was lodged in the United States District Court for the Western District of Texas on July 23, 2013.

- The Project will address a condition constraint in the central basin and is necessary to comply with the EPA Consent Decree. This project consists of rehabilitating approximately 9,064 feet of existing 8-inch to 18-inch sewer mains using cured-in-place pipe, pipe bursting, bore, and open cut method on multiple locations throughout the central basin.

- Services to be provided include design, bid phase, services during construction, and project closeout services.

- The total fee for engineering services is not to exceed $907,449.00.

Staff recommends that the Board approve this resolution.

FINANCIAL IMPACT:

The Project Fund will finance this expenditure included in the CY 2018 Capital Improvement Program. The sewer work is included in the Wastewater Main Replacement Core Business budget line item. The amount is $907,449.00 for sewer related engineering work. The job number is 18-4532.
SUPPLEMENTARY COMMENTS:

Twenty-three firms responded to the Request for Qualifications. Garver, LLC was selected through the System’s Architect and Engineer Selection Process as a qualified consultant. The submitting firms are as follows:

<table>
<thead>
<tr>
<th>Name of Firm</th>
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<tbody>
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<tr>
<td>Alan Plummer &amp; Associates, Inc.</td>
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<tr>
<td>Bain Medina Bain, Inc.</td>
<td>Local/WBE–Caucasian</td>
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<tr>
<td>Brown &amp; Gay Engineers, Inc.</td>
<td>Local/Non–SMWVB</td>
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<tr>
<td>Big Red Dog Engineering</td>
<td>Local/SBE</td>
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<tr>
<td>CDS Muery Services, Inc.</td>
<td>Local/Non–SMWVB</td>
</tr>
<tr>
<td>Cobb Fendley &amp; Associates, Inc.</td>
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<tr>
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<td><strong>Local/Non–SMWVB</strong></td>
</tr>
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<td>Gessner Engineering, LLC</td>
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<td>Gonzalez-De La Garza &amp; Associates, Inc.</td>
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<td>KCI USA, Inc.</td>
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<td>Lockwood, Andrews &amp; Newnam, Inc.</td>
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*Selected Firm
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</tr>
</thead>
<tbody>
<tr>
<td>Construct-Ability, Inc.</td>
<td>3.06%</td>
<td>Local/Non-SMWVB</td>
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<tr>
<td>Garcia Infrastructure Consultants, LLC</td>
<td>10.95%</td>
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<td>Mendez Engineering, PLLC</td>
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<td>ProPipe Corp.</td>
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<td>Non–Local/Non–SMWVB</td>
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<td>Terracon</td>
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<tr>
<td>The Rios Group</td>
<td>10.97%</td>
<td>Local/WBE–Hispanic</td>
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</table>

Additionally, the overall SMWVB analysis is shown in the following table:

<table>
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<tr>
<th></th>
<th>SBE</th>
<th>MBE – African American</th>
<th>MBE – Asian</th>
<th>MBE – Hispanic</th>
<th>MBE – Other</th>
<th>WBE – Minority</th>
<th>WBE – Non-Minority</th>
<th>SMWVB Total</th>
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<tr>
<td>Garver, LLC</td>
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<td><strong>SMWVB Analysis – Board Award</strong></td>
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<td>SBE</td>
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<tr>
<td>MBE – African American</td>
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</tr>
<tr>
<td>MBE – Asian</td>
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<tr>
<td>MBE – Hispanic</td>
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<td>MBE – Other</td>
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<tr>
<td>WBE – Minority</td>
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<tr>
<td>WBE – Non-Minority</td>
<td>3.00%</td>
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<tr>
<td><strong>SMWVB Total</strong></td>
<td>40.00%</td>
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Gail A. Hamrick-Pigg, P.E.  
Director  
 Pipelines

Andrea L.H. Beymer, P.E.  
Vice President  
 Engineering and Construction

Robert R. Puente  
President/Chief Executive Officer

**APPROVED:**
RESOLUTION NO.

OF THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES AWARDING A PROFESSIONAL SERVICES CONTRACT TO GARVER, LLC IN AN AMOUNT NOT TO EXCEED $907,449.00 IN CONNECTION WITH THE BPC CENTRAL SMALL DIAMETER PACKAGE 1 PROJECT; APPROVING THE EXPENDITURE OF FUNDS AND MAKING AVAILABLE AN AMOUNT NOT TO EXCEED $907,449.00 FROM THE PROJECT FUND FOR THE PROJECT ENGINEERING WORK; AUTHORIZING THE PRESIDENT/CHIEF EXECUTIVE OFFICER OR HIS DULY APPOINTED DESIGNEE TO EXECUTE A PROFESSIONAL SERVICES CONTRACT WITH GARVER, LLC, AND TO PAY GARVER, LLC AN AMOUNT NOT TO EXCEED $907,449.00 FOR THE PROJECT ENGINEERING WORK; FINDING THE RESOLUTION TO HAVE BEEN CONSIDERED PURSUANT TO THE LAWS GOVERNING OPEN MEETINGS; PROVIDING A SEVERABILITY CLAUSE; AND ESTABLISHING AN EFFECTIVE DATE

WHEREAS, the San Antonio Water System (the “System”) requires professional engineering services (the “project engineering work”) related to the BPC Central Small Diameter Package 1 Project (the “Project”); and

WHEREAS, the project engineering work will consist of all services necessary for the design and construction of the Project; and

WHEREAS, Garver, LLC, a local, non-SMWVB firm, was selected through the System’s Architect and Engineer Selection Process for the project engineering work; and

WHEREAS, a contract in an amount not to exceed $907,449.00 is to be awarded to Garver, LLC; and

WHEREAS, the amount of $907,449.00 is available from the Project Fund for the project engineering work; and

WHEREAS, the San Antonio Water System Board of Trustees desires (i) to award a professional services contract to Garver, LLC in an amount not to exceed $907,449.00 in connection with the BPC Central Small Diameter Package 1 Project, (ii) to approve the expenditure of funds and make available an amount not to exceed $907,449.00 from the Project Fund for the project engineering work, and (iii) to authorize the President/Chief Executive Officer or his duly appointed designee to execute a professional services contract with Garver, LLC, and to pay Garver, LLC an amount not to exceed $907,449.00 for the project engineering work; now,
therefore:

BE IT RESOLVED BY THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES:

1. That a professional services contract in an amount not to exceed $907,449.00 is hereby awarded to Garver, LLC in connection with the BPC Central Small Diameter Package 1 Project.

2. That the expenditure of funds in an amount not to exceed $907,449.00 for the project engineering work is hereby approved and made available from the Project Fund.

3. That the President/Chief Executive Officer or his duly appointed designee is hereby authorized to execute a professional services contract with Garver, LLC, and to pay Garver, LLC an amount not to exceed $907,449.00 for the project engineering work.

4. It is officially found, determined and declared that the meeting at which this resolution is adopted was open to the public, and that public notice of the time, place and subject matter of the public business to be conducted at such meeting, including this resolution, was given to all as required by the Texas Codes Annotated, as amended, Title 5, Chapter 551, Government Code.

5. If any part, section, paragraph, sentence, phrase, or word of this resolution is for any reason held to be unconstitutional, illegal, inoperative or invalid, or if any exception to or limitation upon any general provision herein contained is held to be unconstitutional, illegal, invalid or ineffective, the remainder of this resolution shall nevertheless stand effective and valid as if it had been enacted without the portion held to be unconstitutional, illegal, invalid or ineffective.

6. This resolution becomes effective immediately upon its passage.

PASSED AND APPROVED this 15th day of January, 2019.

_________________________________
Berto Guerra, Jr., Chairman

ATTEST:

_________________________________
Amy Hardberger, Secretary
TO: San Antonio Water System Board of Trustees

FROM: Michael L. Myers, P.E., Director, Plants and Major Projects, and Andrea L.H. Beymer, P.E., Vice President, Engineering and Construction

THROUGH: Robert R. Puente, President/Chief Executive Officer

SUBJECT: AWARD OF PROFESSIONAL SERVICES CONTRACT IN CONNECTION WITH THE 2019 TREATMENT FACILITIES ENGINEERING WORK ORDER CONTRACT

Board Action Date: January 15, 2019

SUMMARY AND RECOMMENDATION:

The attached resolution awards a professional services contract to Garcia Infrastructure Consultants, LLC, a local WBE-Hispanic firm, and authorizes funds in the amount of $300,000.00 in connection with the 2019 Treatment Facilities Engineering Work Order Contract.

- The San Antonio Water System’s (the “System”) engineering staff routinely hires engineering consultants to design most Capital Improvement Program (CIP) projects for cooling, building, recycle, and wastewater collection and treatment facilities through the Request for Qualifications; however, assistance is required to meet unspecified CIP projects that are identified as “urgent” and with limited scope of services.

- The use of design engineering work order contracts allow these projects to be assigned as soon as they are identified, thereby avoiding delays associated with the selection of individual consultants needed for large projects. This practice will ensure that the System is able to meet the requested expedited design schedules.

- The scope of work may include surveying, civil, structural, mechanical, electrical, instrumentation and controls, right of way services, subsurface utility investigation, environmental services and permitting, preliminary engineering evaluation and recommendations, preparation of design plans, specifications, construction cost estimates, schedules, and bid documents, bid and construction phase services, substantial and final acceptance inspections, record drawings, preparation of construction acceptance documents, and involvement in other related construction phase services that may be necessary due to the nature of a project.

- Projects will be assigned to the contract on a work order basis as they are identified. The scope of services and fees will be negotiated for each project prior to authorization to proceed.
Staff recommends that the Board approve this resolution.

**FINANCIAL IMPACT:**

The Project Fund will finance this expenditure included in the CY 2019 Capital Improvement Program. The work is included in the Wastewater Core Business, Treatment, Treatment Facilities Engineering Work Order Contract (2019) budget line item. The amount is $300,000.00 for wastewater related engineering work. The job number is 19-6501.

**SUPPLEMENTARY COMMENTS:**

A Request for Qualifications was issued on August 1, 2018. Eight firms responded to the Request for Qualifications. Garcia Infrastructure Consultants, LLC was selected through the System’s Architect/Engineer Selection procedure as a qualified consultant. The submitting firms are as follows:

<table>
<thead>
<tr>
<th>Name of Firm</th>
<th>Local/SMWVB</th>
</tr>
</thead>
<tbody>
<tr>
<td>Alan Plummer Associates, Inc.</td>
<td>Local/Non–SMWVB</td>
</tr>
<tr>
<td>CP&amp;Y, Inc.</td>
<td>Local/MBE–Asian/Non–SBE</td>
</tr>
<tr>
<td><strong>Garcia Infrastructure Consultants, LLC</strong>*</td>
<td><strong>Local/WBE–Hispanic</strong></td>
</tr>
<tr>
<td>Garver, LLC</td>
<td>Local/Non–SMWVB</td>
</tr>
<tr>
<td>Kimley-Horn and Associates, Inc.</td>
<td>Local/Non–SMWVB</td>
</tr>
<tr>
<td>Moreno Cardenas, Inc.</td>
<td>Local/MBE–Hispanic</td>
</tr>
<tr>
<td>Unintech Consulting Engineers, Inc.</td>
<td>Local/WBE–Asian</td>
</tr>
<tr>
<td>Whitman, Requardt &amp; Associates, LLP</td>
<td>Local/Non–SMWVB</td>
</tr>
</tbody>
</table>

*Selected Firm

Garcia Infrastructure Consultants, LLC proposed to use the following sub-consultants for services on this contract:

<table>
<thead>
<tr>
<th>Name of Firm</th>
<th>Percent of Fee</th>
<th>Local/SMWVB</th>
</tr>
</thead>
<tbody>
<tr>
<td>Jacobs Engineering</td>
<td>8.00%</td>
<td>Local/Non–SMWVB</td>
</tr>
<tr>
<td>Arcadis US, Inc.</td>
<td>8.00%</td>
<td>Local/Non–SMWVB</td>
</tr>
<tr>
<td>Garver USA</td>
<td>8.00%</td>
<td>Local/Non–SMWVB</td>
</tr>
<tr>
<td>Terracon Consultants, Inc.</td>
<td>3.00%</td>
<td>Local/Non–SMWVB</td>
</tr>
<tr>
<td>Vickrey &amp; Associates, Inc.</td>
<td>4.00%</td>
<td>Local/WBE–Caucasian</td>
</tr>
<tr>
<td>Underground Services, Inc dba Softdig</td>
<td>2.00%</td>
<td>Local/SBE</td>
</tr>
<tr>
<td>Chief Solutions, Inc.</td>
<td>2.00%</td>
<td>Non–Local/MBE–Native American</td>
</tr>
</tbody>
</table>
Additionally, the overall SMWVB analysis is shown in the following table:

<table>
<thead>
<tr>
<th>2019 Treatment Facilities Engineering Work Order Contract</th>
<th>Garcia Infrastructure Consultants, LLC</th>
</tr>
</thead>
<tbody>
<tr>
<td>SMWVB Analysis – Board Award</td>
<td></td>
</tr>
<tr>
<td>SBE</td>
<td>2.00%</td>
</tr>
<tr>
<td>MBE – African American</td>
<td>0.00%</td>
</tr>
<tr>
<td>MBE – Asian</td>
<td>0.00%</td>
</tr>
<tr>
<td>MBE – Hispanic</td>
<td>0.00%</td>
</tr>
<tr>
<td>MBE – Other</td>
<td>0.00%</td>
</tr>
<tr>
<td>WBE – Minority</td>
<td>65.00%</td>
</tr>
<tr>
<td>WBE – Non-Minority</td>
<td>4.00%</td>
</tr>
<tr>
<td>SMWVB Total</td>
<td>71.00%</td>
</tr>
</tbody>
</table>

Michael L. Myers, P.E.  
Director  
Plants and Major Projects  

Andrea L. H. Beymer, P.E.  
Vice President  
Engineering and Construction  

Robert R. Puente  
President/Chief Executive Officer
RESOLUTION NO.

OF THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES AWARDING A PROFESSIONAL SERVICES CONTRACT TO GARCIA INFRASTRUCTURE CONSULTANTS, LLC IN AN AMOUNT NOT TO EXCEED $300,000.00 IN CONNECTION WITH THE 2019 TREATMENT FACILITIES ENGINEERING WORK ORDER CONTRACT; APPROVING THE EXPENDITURE OF FUNDS AND MAKING AVAILABLE AN AMOUNT NOT TO EXCEED $300,000.00 FROM THE PROJECT FUND FOR THE PROJECT ENGINEERING WORK; AUTHORIZING THE PRESIDENT/CHIEF EXECUTIVE OFFICER OR HIS DULY APPOINTED DESIGNEE TO EXECUTE A PROFESSIONAL SERVICES CONTRACT WITH GARCIA INFRASTRUCTURE CONSULTANTS, LLC, AND TO PAY GARCIA INFRASTRUCTURE CONSULTANTS, LLC AN AMOUNT NOT TO EXCEED $300,000.00 FOR THE PROJECT ENGINEERING WORK; FINDING THE RESOLUTION TO HAVE BEEN CONSIDERED PURSUANT TO THE LAWS GOVERNING OPEN MEETINGS; PROVIDING A SEVERABILITY CLAUSE; AND ESTABLISHING AN EFFECTIVE DATE

WHEREAS, the San Antonio Water System’s (the “System”) engineering staff routinely hires engineering consultants to design most Capital Improvement Program (CIP) projects for cooling, building, recycle, and wastewater collection and treatment facilities through the Request for Qualifications; however, assistance is required to meet unspecified CIP projects that are identified as “urgent” and with limited scope of services; and

WHEREAS, the System requires professional engineering services for the design in connection with such projects (the “project engineering work”); and

WHEREAS, Garcia Infrastructure Consultants, LLC, a local WBE-Hispanic firm, was selected through the System’s Architect/Engineer Selection Procedure for the project engineering work; and

WHEREAS, a contract in an amount not to exceed $300,000.00 is to be awarded to Garcia Infrastructure Consultants, LLC; and

WHEREAS, the amount of $300,000.00 is available from the Project Fund for the project engineering work; and

WHEREAS, the San Antonio Water System Board of Trustees desires (i) to award a professional services contract to Garcia Infrastructure Consultants, LLC in an amount not to
exceed $300,000.00 in connection with the 2019 Treatment Facilities Engineering Work Order Contract, (ii) to approve the expenditure of funds and make available an amount not to exceed $300,000.00 for the project engineering work, (iii) to authorize the President/Chief Executive Officer or his duly appointed designee to execute a professional services contract with Garcia Infrastructure Consultants, LLC, and to pay Garcia Infrastructure Consultants, LLC an amount not to exceed $300,000.00 to for the project engineering work; now, therefore:

BE IT RESOLVED BY THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES:

1. That a professional services contract in an amount not to exceed $300,000.00 is hereby awarded to Garcia Infrastructure Consultants, LLC in connection with the 2019 Treatment Facilities Engineering Work Order Contract.

2. That the expenditure of funds in an amount not to exceed $300,000.00 for the project engineering work is hereby approved and made available from the Project Fund.

3. That the President/Chief Executive Officer or his duly appointed designee is hereby authorized to execute a professional services contract with Garcia Infrastructure Consultants, LLC, and to pay Garcia Infrastructure Consultants, LLC an amount not to exceed $300,000.00 for the project work.

4. It is officially found, determined and declared that the meeting at which this resolution is adopted was open to the public, and that public notice of the time, place and subject matter of the public business to be conducted at such meeting, including this resolution, was given to all as required by the Texas Codes Annotated, as amended, Title 5, Chapter 551, Government Code.

5. If any part, section, paragraph, sentence, phrase, or word of this resolution is for any reason held to be unconstitutional, illegal, inoperative or invalid, or if any exception to or limitation upon any general provision herein contained is held to be unconstitutional, illegal, invalid or ineffective, the remainder of this resolution shall nevertheless stand effective and valid as if it had been enacted without the portion held to be unconstitutional, illegal, invalid or ineffective.

6. This resolution becomes effective immediately upon its passage.
PASSED AND APPROVED this 15th day of January, 2019.

_________________________________
Berto Guerra, Jr., Chairman

ATTEST:

_________________________________
Amy Hardberger, Secretary
TO: San Antonio Water System Board of Trustees

FROM: Michael L. Myers, P.E., Director, Plants and Major Projects, and Andrea L.H. Beymer, P.E., Vice President, Engineering and Construction

THROUGH: Robert R. Puente, President/Chief Executive Officer

SUBJECT: AWARD OF PROFESSIONAL SERVICES CONTRACT IN CONNECTION WITH THE 2019 TREATMENT FACILITIES ENGINEERING WORK ORDER CONTRACT

Board Action Date: January 15, 2019

SUMMARY AND RECOMMENDATION:

The attached resolution awards a professional services contract to Moreno Cardenas, Inc., a local MBE-Hispanic firm, and authorizes funds in the amount of $200,000.00 in connection with the 2019 Treatment Facilities Engineering Work Order Contract.

- The San Antonio Water System’s (the “System”) engineering staff routinely hires engineering consultants to design most Capital Improvement Program (CIP) projects for cooling, building, recycle, and wastewater collection and treatment facilities through the Request for Qualifications; however, assistance is required to meet unspecified CIP projects that are identified as “urgent” and with limited scope of services.

- The use of design engineering work order contracts allow these projects to be assigned as soon as they are identified, thereby avoiding delays associated with the selection of individual consultants needed for large projects. This practice will ensure that the System is able to meet the requested expedited design schedules.

- The scope of work may include surveying, civil, structural, mechanical, electrical, instrumentation and controls, right of way services, subsurface utility investigation, environmental services and permitting, preliminary engineering evaluation and recommendations, preparation of design plans, specifications, construction cost estimates, schedules, and bid documents, bid and construction phase services, substantial and final acceptance inspections, record drawings, preparation of construction acceptance documents, and involvement in other related construction phase services that may be necessary due to the nature of a project.

- Projects will be assigned to the contract on a work order basis as they are identified. The scope of services and fees will be negotiated for each project prior to authorization to proceed.
Staff recommends that the Board approve this resolution.

**FINANCIAL IMPACT:**

The Project Fund will finance this expenditure included in the CY 2019 Capital Improvement Program. The work is included in the Wastewater Core Business, Treatment, Treatment Facilities Engineering Work Order Contract (2019) budget line item. The amount is $200,000.00 for wastewater related engineering work. The job number is 19-6501.

**SUPPLEMENTARY COMMENTS:**

A Request for Qualifications was issued on August 1, 2018. Eight firms responded to the Request for Qualifications. Moreno Cardenas, Inc. was selected through the System’s Architect and Engineer Selection Process as a qualified consultant. The submitting firms are as follows:

<table>
<thead>
<tr>
<th>Name of Firm</th>
<th>Local/SMWVB</th>
</tr>
</thead>
<tbody>
<tr>
<td>Alan Plummer Associates, Inc.</td>
<td>Local/Non–SMWVB</td>
</tr>
<tr>
<td>CP&amp;Y, Inc.</td>
<td>Local/MBE–Asian/Non–SBE</td>
</tr>
<tr>
<td>Garcia Infrastructure Consultants, LLC</td>
<td>Local/WBE–Hispanic</td>
</tr>
<tr>
<td>Garver, LLC</td>
<td>Local/Non–SMWVB</td>
</tr>
<tr>
<td>Kimley-Horn and Associates, Inc.</td>
<td>Local/Non–SMWVB</td>
</tr>
<tr>
<td><strong>Moreno Cardenas, Inc.</strong></td>
<td><strong>Local/MBE–Hispanic</strong></td>
</tr>
<tr>
<td>Unintech Consulting Engineers, Inc.</td>
<td>Local/WBE–Asian</td>
</tr>
<tr>
<td>Whitman, Requardt &amp; Associates, LLP</td>
<td>Local/Non–SMWVB</td>
</tr>
</tbody>
</table>

*Selected Firm

Moreno Cardenas, Inc. proposed to use the following sub-consultants for services on this contract:

<table>
<thead>
<tr>
<th>Name of Firm</th>
<th>Percent of Fee</th>
<th>Local/SMWVB</th>
</tr>
</thead>
<tbody>
<tr>
<td>Freese and Nichols, Inc.</td>
<td>25.00%</td>
<td>Local/Non–SMWVB</td>
</tr>
<tr>
<td>Gupta &amp; Associates, Inc.</td>
<td>10.00%</td>
<td>Local/MBE–Asian</td>
</tr>
<tr>
<td>Pape-Dawson Engineers, LLC</td>
<td>10.00%</td>
<td>Local/Non–SMWVB</td>
</tr>
<tr>
<td>Raba Kistner, Inc.</td>
<td>5.00%</td>
<td>Local/Non–SMWVB</td>
</tr>
<tr>
<td>Ace Pipe Cleaning</td>
<td>5.00%</td>
<td>Local/Non–SMWVB</td>
</tr>
</tbody>
</table>

Additionally, the overall SMWVB analysis is shown in the following table:
## 2019 Treatment Facilities Engineering Work Order Contract

**Moreno Cardenas, Inc.**

<table>
<thead>
<tr>
<th>SBE</th>
<th>0.00%</th>
</tr>
</thead>
<tbody>
<tr>
<td>MBE – African American</td>
<td>0.00%</td>
</tr>
<tr>
<td>MBE – Asian</td>
<td>10.00%</td>
</tr>
<tr>
<td>MBE – Hispanic</td>
<td>45.00%</td>
</tr>
<tr>
<td>MBE – Other</td>
<td>0.00%</td>
</tr>
<tr>
<td>WBE – Minority</td>
<td>0.00%</td>
</tr>
<tr>
<td>WBE – Non-Minority</td>
<td>0.00%</td>
</tr>
<tr>
<td><strong>SMWVB Total</strong></td>
<td><strong>55.00%</strong></td>
</tr>
</tbody>
</table>

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**Michael L. Myers, P.E.**
Director
Plants and Major Projects

**Andrea L. H. Beymer, P.E.**
Vice President
Engineering and Construction

**Robert R. Puente**
President/Chief Executive Officer
RESOLUTION NO.

OF THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES AWARDING A PROFESSIONAL SERVICES CONTRACT TO MORENO CARDENAS, INC. IN AN AMOUNT NOT TO EXCEED $200,000.00 IN CONNECTION WITH THE 2019 TREATMENT FACILITIES ENGINEERING WORK ORDER CONTRACT; APPROVING THE EXPENDITURE OF FUNDS AND MAKING AVAILABLE AN AMOUNT NOT TO EXCEED $200,000.00 FROM THE PROJECT FUND FOR THE PROJECT ENGINEERING WORK; AUTHORIZING THE PRESIDENT/CHIEF EXECUTIVE OFFICER OR HIS DULY APPOINTED DESIGNEE TO EXECUTE A PROFESSIONAL SERVICES CONTRACT WITH MORENO CARDENAS, INC., AND TO PAY MORENO CARDENAS, INC. AN AMOUNT NOT TO EXCEED $200,000.00 FOR THE PROJECT ENGINEERING WORK; FINDING THE RESOLUTION TO HAVE BEEN CONSIDERED PURSUANT TO THE LAWS GOVERNING OPEN MEETINGS; PROVIDING A SEVERABILITY CLAUSE; AND ESTABLISHING AN EFFECTIVE DATE

WHEREAS, the San Antonio Water System’s (the “System”) engineering staff routinely hires engineering consultants to design most Capital Improvement Program (CIP) projects for cooling, building, recycle, and wastewater collection and treatment facilities through the Request for Qualifications; however, assistance is required to meet unspecified CIP projects that are identified as “urgent” and with limited scope of services; and

WHEREAS, the System requires professional engineering services for the design in connection with such projects (the “project engineering work”); and

WHEREAS, Moreno Cardenas, Inc., a local MBE-Hispanic firm, was selected through the System’s Architect and Engineer Selection Process for the project engineering work; and

WHEREAS, a contract in an amount not to exceed $200,000.00 is to be awarded to Moreno Cardenas, Inc.; and

WHEREAS, the amount of $200,000.00 is available from the Project Fund for the project engineering work; and

WHEREAS, the San Antonio Water System Board of Trustees desires (i) to award a professional services contract to Moreno Cardenas, Inc. in an amount not to exceed $200,000.00 in connection with the 2019 Treatment Facilities Engineering Work Order Contract, (ii) to approve
the expenditure of funds and make available an amount not to exceed $200,000.00 for the project engineering work, (iii) to authorize the President/Chief Executive Officer or his duly appointed designee to execute a professional services contract with Moreno Cardenas, Inc., and to pay Moreno Cardenas, Inc. an amount not to exceed $200,000.00 to for the project engineering work; now, therefore:

**BE IT RESOLVED BY THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES:**

1. That a professional services contract in an amount not to exceed $200,000.00 is hereby awarded to Moreno Cardenas, Inc. in connection with the 2019 Treatment Facilities Engineering Work Order Contract.

2. That the expenditure of funds in an amount not to exceed $200,000.00 for the project engineering work is hereby approved and made available from the Project Fund.

3. That the President/Chief Executive Officer or his duly appointed designee is hereby authorized to execute a professional services contract with Moreno Cardenas, Inc., and to pay Moreno Cardenas, Inc. an amount not to exceed $200,000.00 in connection with the project work.

4. It is officially found, determined and declared that the meeting at which this resolution is adopted was open to the public, and that public notice of the time, place and subject matter of the public business to be conducted at such meeting, including this resolution, was given to all as required by the Texas Codes Annotated, as amended, Title 5, Chapter 551, Government Code.

5. If any part, section, paragraph, sentence, phrase, or word of this resolution is for any reason held to be unconstitutional, illegal, inoperative or invalid, or if any exception to or limitation upon any general provision herein contained is held to be unconstitutional, illegal, invalid or ineffective, the remainder of this resolution shall nevertheless stand effective and valid as if it had been enacted without the portion held to be unconstitutional, illegal, invalid or ineffective.

6. This resolution becomes effective immediately upon its passage.

**PASSED AND APPROVED** this 15th day of January, 2019.

_________________________________
Berto Guerra, Jr., Chairman

ATTEST:

_________________________________
Amy Hardberger, Secretary
TO: San Antonio Water System Board of Trustees

FROM: Gail A. Hamrick-Pigg, P.E., Director, Pipelines, and Andrea L.H. Beymer, P.E., Vice President, Engineering and Construction

THROUGH: Robert R. Puente, President/Chief Executive Officer

SUBJECT: AWARD OF CONSTRUCTION CONTRACT IN CONNECTION WITH THE 2020 SMP PACKAGE I (OAK KNOLL DR., MAZZURANA PLACE, & GRIGGS AVE.)

Board Action Date: January 15, 2019

SUMMARY AND RECOMMENDATION:

The attached resolution awards a construction contract to Pronto Sandblasting & Coating & Oil-Field Services Co., Inc., a local, MBE–Hispanic contractor, in the amount of $1,591,451.00 in connection with the 2020 SMP Package I (Oak Knoll Dr., Mazzurana Place, & Griggs Ave.).

- The City of San Antonio (the “City”) proposes to construct street improvements as part of the 2020 Street Maintenance Program (SMP) as illustrated on the attached maps.

- The 2020 SMP Package I (Oak Knoll Dr., Mazzurana Place, & Griggs Ave.) is required to ensure that the San Antonio Water System (the “System”) is able to meet the construction schedules of other agencies.

- The contract will construct projects that include the replacement, adjustment, or installation of water and sewer facilities.

- The water work will include approximately 4,006 feet of 8-inch to 12-inch water main.

- The sewer work will include approximately 3,118 feet of 8-inch sewer main.

- Pronto Sandblasting & Coating & Oil-Field Services Co., Inc. has submitted the lowest responsible bid of $1,591,451.00.

- The design of projects assigned to this contract were done under current Engineering Design Services contracts.

Staff recommends that the Board approve this resolution.
FINANCIAL IMPACT:

The Project Fund will finance this expenditure included in the CY 2019 Capital Improvement Program. The water work is included in the Water Delivery Core Business, Governmental– Water Category, and Governmental Water Replacements budget line item. The amount is $714,783.00 for water related work. The job number is 18-5007.

The wastewater work is included in the Wastewater Core Business, Governmental Wastewater Category, and Governmental Wastewater Replacements budget line item. The amount is $876,668.00 for sewer related work. The job number is 18-5507.

SUPPLEMENTARY COMMENTS:

Brown & Gay Engineers, Inc. prepared the plans and specifications for this project. The engineer’s estimated construction cost for this project is $1,725,073.60.

A bid opening was held on November 30, 2018 at 9:00 AM. The following bids were submitted:

<table>
<thead>
<tr>
<th>Bidder</th>
<th>Bid Amount</th>
<th>Local/SMWVB</th>
</tr>
</thead>
<tbody>
<tr>
<td>Pronto Sandblasting &amp; Coating &amp;</td>
<td>$1,591,451.00</td>
<td>Local/MBE–Hispanic</td>
</tr>
<tr>
<td>Oil-Field Services Co., Inc.*</td>
<td></td>
<td></td>
</tr>
<tr>
<td>T Construction, L.L.C.</td>
<td>$1,625,901.60</td>
<td>Non–Local/Non–SMWVB</td>
</tr>
<tr>
<td>Facilities Rehabilitation, Inc.</td>
<td>$1,684,768.00</td>
<td>Local/MBE–Hispanic</td>
</tr>
<tr>
<td>Engineer’s Estimate</td>
<td>$1,725,073.60</td>
<td></td>
</tr>
<tr>
<td>D Guerra Construction, LLC</td>
<td>$1,866,086.80</td>
<td>Local/MBE–Hispanic</td>
</tr>
</tbody>
</table>

*Lowest Responsible Bidder

The bid amount represents a 7.75 percent decrease from the engineer’s estimated construction cost.
Additionally, the overall SMWVB analysis is shown in the following table:

<table>
<thead>
<tr>
<th>SMWVB Analysis – Board Award</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>SBE</td>
<td>0.00%</td>
</tr>
<tr>
<td>MBE – African American</td>
<td>0.00%</td>
</tr>
<tr>
<td>MBE – Asian</td>
<td>0.00%</td>
</tr>
<tr>
<td>MBE – Hispanic</td>
<td>100.00%</td>
</tr>
<tr>
<td>MBE – Other</td>
<td>0.00%</td>
</tr>
<tr>
<td>WBE – Minority</td>
<td>0.00%</td>
</tr>
<tr>
<td>WBE – Non-Minority</td>
<td>0.00%</td>
</tr>
<tr>
<td><strong>Total SMWVB</strong></td>
<td>100.00%</td>
</tr>
</tbody>
</table>

Gail A. Hamrick-Pigg, P.E.
Director
Pipelines Engineering

Andrea L.H. Beymer, P.E.
Vice President
Engineering and Construction

Robert R. Puente
President/Chief Executive Officer

Attachments:
1. Project Area Map
2. Project Site Map
SAN ANTONIO WATER SYSTEM
PROJECT AREA MAP
ATTACHMENT I

2020 SMP PACKAGE I (OAK KNOLL DR, MAZZURANA PLACE, & GRIGGS AVE.)

LEGEND
★ PROJECT SITE
EDWARDS AQUIFER RECHARGE ZONE
SAN ANTONIO WATER SYSTEM
PROJECT SITE MAP
ATTACHMENT II

Oak Knoll from Sherrill Brook to Parkway

2020 SMP PACKAGE I (OAK KNOLL DR, MAZZURANA PLACE, & GRIGGS AVE)

LEGEND

PROJECT LIMITS
SAN ANTONIO WATER SYSTEM
PROJECT SITE MAP
ATTACHMENT II

2020 SMP PACKAGE I (OAK KNOLL DR., MAZZURANA PLACE, & GRIGGS AVE)

LEGEND
PROJECT LIMITS
RESOLUTION NO.

OF THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES AWARDING A CONSTRUCTION CONTRACT TO PRONTO SANDBLASTING & COATING & OIL-FIELD SERVICES CO., INC. IN AN AMOUNT NOT TO EXCEED $1,591,451.00 IN CONNECTION WITH THE 2020 SMP PACKAGE I (OAK KNOLL DR., MAZZURANA PLACE, & GRIGGS AVE.); APPROVING THE EXPENDITURE OF FUNDS AND MAKING AVAILABLE AN AMOUNT NOT TO EXCEED $1,591,451.00 FROM THE PROJECT FUND FOR THE PROJECT WORK; AUTHORIZING THE PRESIDENT/CHIEF EXECUTIVE OFFICER OR HIS DULY APPOINTED DESIGNEE TO EXECUTE A CONSTRUCTION CONTRACT WITH PRONTO SANDBLASTING & COATING & OIL-FIELD SERVICES CO., INC., AND TO PAY PRONTO SANDBLASTING & COATING & OIL-FIELD SERVICES CO., INC. AN AMOUNT NOT TO EXCEED $1,591,451.00 FOR THE PROJECT WORK; FINDING THE RESOLUTION TO HAVE BEEN CONSIDERED PURSUANT TO THE LAWS GOVERNING OPEN MEETINGS; PROVIDING A SEVERABILITY CLAUSE; AND ESTABLISHING AN EFFECTIVE DATE

WHEREAS, the construction projects of other governmental agencies may require the replacement, adjustment or installation of certain water and sewer facilities (the “project work”) of the San Antonio Water System (the “System”); and

WHEREAS, the 2020 SMP Package I (Oak Knoll Dr., Mazzurana Place, & Griggs Ave.) provides an alternate to conventional design-bid-build construction of individual projects in order to expedite project completion; and

WHEREAS, the System has solicited bids for the project work; and

WHEREAS, Pronto Sandblasting & Coating & Oil-Field Services Co., Inc., a local, MBE-Hispanic contractor, has submitted a bid in the amount of $1,591,451.00 for the project work and this bidder has been determined to be the lowest responsible bidder; and

WHEREAS, System funds in the amount of $1,591,451.00 are required for the project work; and

WHEREAS, the amount of $1,591,451.00 is available from the Project Fund for the project work; and

WHEREAS, the San Antonio Water System Board of Trustees desires (i) to award a construction contract to Pronto Sandblasting & Coating & Oil-Field Services Co., Inc. in an
amount not to exceed $1,591,451.00 in connection with the 2020 SMP Package I (Oak Knoll Dr., Mazzurana Place, & Griggs Ave.), (ii) to approve the expenditure of funds and make available an amount not to exceed $1,591,451.00 from the Project Fund for the project work, and (iii) to authorize the President/Chief Executive Officer or his duly appointed designee to execute a construction contract with Pronto Sandblasting & Coating & Oil-Field Services Co., Inc., and to pay Pronto Sandblasting & Coating & Oil-Field Services Co., Inc. an amount not to exceed $1,591,451.00 for the project work; now, therefore:

BE IT RESOLVED BY THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES:

1. That a construction contract in an amount not to exceed $1,591,451.00 is hereby awarded to Pronto Sandblasting & Coating & Oil-Field Services Co., Inc., who is determined to be the lowest responsible bidder, in connection with the 2020 SMP Package I (Oak Knoll Dr., Mazzurana Place, & Griggs Ave.).

2. That the expenditure of funds in an amount not to exceed $1,591,451.00 for the project work is hereby approved and made available from the Project Fund.

3. That the President/Chief Executive Officer or his duly appointed designee is hereby authorized to execute a construction contract with Pronto Sandblasting & Coating & Oil-Field Services Co., Inc., and to pay Pronto Sandblasting & Coating & Oil-Field Services Co., Inc. an amount not to exceed $1,591,451.00 in connection with the 2020 SMP Package I (Oak Knoll Dr., Mazzurana Place, & Griggs Ave.).

4. It is officially found, determined and declared that the meeting at which this resolution is adopted was open to the public, and that public notice of the time, place and subject matter of the public business to be conducted at such meeting, including this resolution, was given to all as required by the Texas Codes Annotated, as amended, Title 5, Chapter 551, Government Code.

5. If any part, section, paragraph, sentence, phrase, or word of this resolution is for any reason held to be unconstitutional, illegal, inoperative or invalid, or if any exception to or limitation upon any general provision herein contained is held to be unconstitutional, illegal, invalid or ineffective, the remainder of this resolution shall nevertheless stand effective and valid as if it had been enacted without the portion held to be unconstitutional, illegal, invalid or ineffective.

6. This resolution becomes effective immediately upon its passage.
PASSED AND APPROVED this 15th day of January, 2019.

Berto Guerra, Jr., Chairman

ATTEST:

Amy Hardberger, Secretary
TO: San Antonio Water System Board of Trustees

FROM: Gail A. Hamrick-Pigg, P.E., Director, Pipelines, and Andrea L.H. Beymer, P.E., Vice President, Engineering and Construction

THROUGH: Robert R. Puente, President/Chief Executive Officer

SUBJECT: AWARD OF CONSTRUCTION CONTRACT IN CONNECTION WITH THE 2020 SMP PACKAGE II (GILLESPIE ST., PASADENA ST., & W. RUSSELL PL.)

Board Action Date: January 15, 2019

SUMMARY AND RECOMMENDATION:

The attached resolution awards a construction contract to T Construction, L.L.C., a non-local, non-SMWVB contractor, in the amount of $1,705,406.85 in connection with the 2020 SMP Package II (Gillespie St., Pasadena St., & W. Russell Pl.).

- The City of San Antonio (the “City”) proposes to construct street improvements as part of the 2020 Street Maintenance Program (SMP) as illustrated on the attached maps.

- The 2020 SMP Package II (Gillespie St., Pasadena St., & W. Russell Pl.) is required to ensure that the San Antonio Water System (the “System”) is able to meet the construction schedules of other agencies.

- The contract will construct projects that include the replacement, adjustment, or installation of water and sewer facilities.

- The water work will include approximately 4,656 feet of 6-inch to 12-inch water main.

- The sewer work will include approximately 2,538 feet of 8-inch sewer main.

- T Construction, L.L.C. has submitted the lowest responsible bid of $1,705,406.85.

- The design of projects assigned to this contract were done under current Engineering Design Services contracts.

Staff recommends that the Board approve this resolution.

FINANCIAL IMPACT:

The Project Fund will finance this expenditure included in the CY 2019 Capital Improvement Program. The water work is included in the Water Delivery Core Business, Governmental–Water
Category, and Governmental Water Replacements budget line item. The amount is $1,003,908.00 for water related work. The job number is 18-5014.

The wastewater work is included in the Wastewater Core Business, Governmental Wastewater Category, and Governmental Wastewater Replacements budget line item. The amount is $701,498.85 for sewer related work. The job number is 18-5514.

SUPPLEMENTARY COMMENTS:

Unintech Consulting Engineers, Inc. prepared the plans and specifications for this project. The engineer’s estimated construction cost for this project is $1,799,031.91.

A bid opening was held on November 30, 2018 at 11:00 AM. The following bids were submitted:

<table>
<thead>
<tr>
<th>Bidder</th>
<th>Bid Amount</th>
<th>Local/SMWVB</th>
</tr>
</thead>
<tbody>
<tr>
<td>T Construction, L.L.C.*</td>
<td>$1,705,406.85</td>
<td>Non–Local/Non–SMWVB</td>
</tr>
<tr>
<td>Engineer’s Estimate</td>
<td>$1,799,031.91</td>
<td></td>
</tr>
<tr>
<td>Pronto Sandblasting &amp; Coating &amp; Oil-</td>
<td>$1,841,087.00</td>
<td>Local/MBE–Hispanic</td>
</tr>
<tr>
<td>Field Services Co., Inc.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>D Guerra Construction, LLC</td>
<td>$1,918,074.88</td>
<td>Local/MBE–Hispanic</td>
</tr>
<tr>
<td>Facilities Rehabilitation, Inc.</td>
<td>$1,938,087.00</td>
<td>Local/MBE–Hispanic</td>
</tr>
<tr>
<td>R.L. Jones, LP</td>
<td>$2,075,628.90</td>
<td>Local/SBE</td>
</tr>
</tbody>
</table>

*Lowest Responsible Bidder

The bid amount represents a 5.20 percent decrease from the engineer’s estimated construction cost.

Additionally, the overall SMWVB analysis is shown in the following table:

| 2020 SMP Package II                     |
|-----------------------------------------|----------------|
| (Gillespie St., Pasadena St., & W. Russell Pl.) |   |
| T Construction, L.L.C.                  |   |
| SMWVB Analysis – Board Award            |   |
| SBE                                     | 14.07%          |
| MBE – African American                  | 0.00%           |
| MBE – Asian                             | 0.00%           |
| MBE – Hispanic                          | 0.00%           |
| MBE – Other                             | 0.00%           |
| WBE – Minority                          | 0.00%           |
| WBE – Non–Minority                      | 0.00%           |
| Total SMWVB                             | 14.07%          |
Award of Construction Contract
2020 SMP Package II (Gillespie St., Pasadena St., & W. Russell Pl.)

Gail A. Hamrick-Pigg, P.E.
Director
Pipelines Engineering

APPROVED:

Andrea L.H. Beymer, P.E.
Vice President
Engineering and Construction

Robert R. Puente
President/Chief Executive Officer

Attachments:
1. Project Area Map
2. Project Site Map
SAN ANTONIO WATER SYSTEM
PROJECT AREA MAP
ATTACHMENT I

2020 SMP PACKAGE II (GILLESPIE ST., PASADENA ST., W. RUSSELL PL.)

LEGEND
★ PROJECT SITE
EDWARDS AQUIFER RECHARGE ZONE
2020 SMP PACKAGE II (GILLESPIE ST., PASADENA ST., W. RUSSELL PL.)

LEGEND

PROJECT LIMITS
RESOLUTION NO.

OF THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES AWARDING A CONSTRUCTION CONTRACT TO T CONSTRUCTION, L.L.C. IN AN AMOUNT NOT TO EXCEED $1,705,406.85 IN CONNECTION WITH THE 2020 SMP PACKAGE II (GILLESPIE ST., PASADENA ST., & W. RUSSELL PL.); APPROVING THE EXPENDITURE OF FUNDS AND MAKING AVAILABLE AN AMOUNT NOT TO EXCEED $1,705,406.85 FROM THE PROJECT FUND FOR THE PROJECT WORK; AUTHORIZING THE PRESIDENT/CHIEF EXECUTIVE OFFICER OR HIS DUTY APPOINTED DESIGNEE TO EXECUTE A CONSTRUCTION CONTRACT WITH T CONSTRUCTION, L.L.C., AND TO PAY T CONSTRUCTION, L.L.C. AN AMOUNT NOT TO EXCEED $1,705,406.85 FOR THE PROJECT WORK; FINDING THE RESOLUTION TO HAVE BEEN CONSIDERED PURSUANT TO THE LAWS GOVERNING OPEN MEETINGS; PROVIDING A SEVERABILITY CLAUSE; AND ESTABLISHING AN EFFECTIVE DATE

WHEREAS, the construction projects of other governmental agencies may require the replacement, adjustment or installation of certain water and sewer facilities (the “project work”) of the San Antonio Water System (the “System”); and

WHEREAS, the 2020 SMP Package II (Gillespie St., Pasadena St., & W. Russell Pl.) provides an alternate to conventional design-bid-build construction of individual projects in order to expedite project completion; and

WHEREAS, the System has solicited bids for the project work; and

WHEREAS, T Construction, L.L.C., a non-local, non-SMWVB contractor, has submitted a bid in the amount of $1,705,406.85 for the project work and this bidder has been determined to be the lowest responsible bidder; and

WHEREAS, System funds in the amount of $1,705,406.85 are required for the project work; and

WHEREAS, the amount of $1,705,406.85 is available from the Project Fund for the project work; and

WHEREAS, the San Antonio Water System Board of Trustees desires (i) to award a construction contract to T Construction, L.L.C. in an amount not to exceed $1,705,406.85 in connection with the 2020 SMP Package II (Gillespie St., Pasadena St., & W. Russell Pl.), (ii) to approve the expenditure of funds and make available an amount not to exceed $1,705,406.85 from the Project Fund for the project work, and (iii) to authorize the President/Chief Executive Officer or his duly appointed designee to execute a construction contract with T Construction, L.L.C., and
to pay T Construction, L.L.C. an amount not to exceed $1,705,406.85 for the project work; now, therefore:

BE IT RESOLVED BY THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES:

1. That a construction contract in an amount not to exceed $1,705,406.85 is hereby awarded to T Construction, L.L.C., who is determined to be the lowest responsible bidder, in connection with the 2020 SMP Package II (Gillespie St., Pasadena St., & W. Russell Pl.).

2. That the expenditure of funds in an amount not to exceed $1,705,406.85 for the project work is hereby approved and made available from the Project Fund.

3. That the President/Chief Executive Officer or his duly appointed designee is hereby authorized to execute a construction contract with T Construction, L.L.C. an amount not to exceed $1,705,406.85 in connection with the 2020 SMP Package II (Gillespie St., Pasadena St., & W. Russell Pl.).

4. It is officially found, determined and declared that the meeting at which this resolution is adopted was open to the public, and that public notice of the time, place and subject matter of the public business to be conducted at such meeting, including this resolution, was given to all as required by the Texas Codes Annotated, as amended, Title 5, Chapter 551, Government Code.

5. If any part, section, paragraph, sentence, phrase, or word of this resolution is for any reason held to be unconstitutional, illegal, inoperative or invalid, or if any exception to or limitation upon any general provision herein contained is held to be unconstitutional, illegal, invalid or ineffective, the remainder of this resolution shall nevertheless stand effective and valid as if it had been enacted without the portion held to be unconstitutional, illegal, invalid or ineffective.

6. This resolution becomes effective immediately upon its passage.

PASSED AND APPROVED this 15th day of January, 2019.

Berto Guerra, Jr., Chairman

ATTEST:

Amy Hardberger, Secretary
TO: San Antonio Water System Board of Trustees

FROM: Gail A. Hamrick-Pigg, P.E., Director, Pipelines, and Andrea L.H. Beymer, P.E., Vice President, Engineering and Construction

THROUGH: Robert R. Puente, President/Chief Executive Officer

SUBJECT: AWARD OF CONSTRUCTION CONTRACT IN CONNECTION WITH THE 2020 SMP PACKAGE III (MORALES AND E. HUFF)

Board Action Date: January 15, 2019

SUMMARY AND RECOMMENDATION:

The attached resolution awards a construction contract to R.L. Jones, LP, a local, SBE contractor, in the amount of $1,263,224.00 in connection with the 2020 SMP Package III (Morales and E. Huff).

- The City of San Antonio (the “City”) proposes to construct street improvements as part of the 2020 Street Maintenance Program (SMP) as illustrated on the attached maps.
- The 2020 SMP Package III (Morales and E. Huff) is required to ensure that the San Antonio Water System (the “System”) is able to meet the construction schedules of other agencies.
- The contract will construct projects that include the replacement, adjustment, or installation of water and sewer facilities.
- The water work will include approximately 2,496 feet of 6-inch to 12-inch water main.
- The sewer work will include approximately 3,043 feet of 8-inch sewer main.
- R.L. Jones, LP has submitted the lowest responsible bid of $1,263,224.00.
- The design of projects assigned to this contract were done under current Engineering Design Services contracts.

Staff recommends that the Board approve this resolution.

FINANCIAL IMPACT:

The Project Fund will finance this expenditure included in the CY 2019 Capital Improvement Program. The water work is included in the Water Delivery Core Business, Governmental–Water Category, and Governmental Water Replacements budget line item. The amount is $495,390.50 for water related work. The job number is 18-5012.
The wastewater work is included in the Wastewater Core Business, Governmental Wastewater Category, and Governmental Wastewater Replacements budget line item. The amount is $767,833.50 for sewer related work. The job number is 18-5512.

SUPPLEMENTARY COMMENTS:

K-Friese & Associates, Inc. prepared the plans and specifications for this project. The engineer’s estimated construction cost for this project is $1,492,943.00.

A bid opening was held on December 3, 2018 at 9:00 AM. The following bids were submitted:

<table>
<thead>
<tr>
<th>Bidder</th>
<th>Bid Amount</th>
<th>Local/SMWVB</th>
</tr>
</thead>
<tbody>
<tr>
<td>R.L. Jones, LP*</td>
<td>$1,263,224.00</td>
<td>Local/SBE</td>
</tr>
<tr>
<td>Pronto Sandblasting &amp; Coating &amp; Oil-Field Services Co., Inc.</td>
<td>$1,461,834.00</td>
<td>Local/ MBE–Hispanic</td>
</tr>
<tr>
<td>Engineer’s Estimate</td>
<td>$1,492,943.00</td>
<td></td>
</tr>
<tr>
<td>D Guerra Construction, LLC</td>
<td>$1,550,558.30</td>
<td>Local/MBE–Hispanic</td>
</tr>
<tr>
<td>Facilities Rehabilitation, Inc.</td>
<td>$1,593,106.00</td>
<td>Local/MBE–Hispanic</td>
</tr>
</tbody>
</table>

*Lowest Responsible Bidder

The bid amount represents a 15.39 percent decrease from the engineer’s estimated construction cost.

Additionally, the overall SMWVB analysis is shown in the following table:

<table>
<thead>
<tr>
<th>SMWVB Analysis – Board Award</th>
<th>R.L. Jones, LP</th>
</tr>
</thead>
<tbody>
<tr>
<td>Total SMWVB</td>
<td>2020 SMP Package III (Morales and E. Huff)</td>
</tr>
<tr>
<td>SBE</td>
<td>67.54%</td>
</tr>
<tr>
<td>MBE – African American</td>
<td>0.00%</td>
</tr>
<tr>
<td>MBE – Asian</td>
<td>0.00%</td>
</tr>
<tr>
<td>MBE – Hispanic</td>
<td>0.00%</td>
</tr>
<tr>
<td>MBE – Other</td>
<td>0.00%</td>
</tr>
<tr>
<td>WBE – Minority</td>
<td>0.00%</td>
</tr>
<tr>
<td>WBE – Non–Minority</td>
<td>0.00%</td>
</tr>
<tr>
<td>Total SMWVB</td>
<td>67.54%</td>
</tr>
</tbody>
</table>
Award of Construction Contract
2020 SMP Package III (Morales and E. Huff)

Gail A. Hamrick-Pigg, P.E.
Director
Pipelines Engineering

APPROVED:

Robert R. Puente
President/Chief Executive Officer

Attachments:
1. Project Area Map
2. Project Site Map

Andrea L.H. Beymer, P.E.
Vice President
Engineering and Construction
SAN ANTONIO WATER SYSTEM
PROJECT SITE MAP
ATTACHMENT II

2020 SMP PACKAGE III
(MORALES AND E. HUFF)

LEGEND
PROJECT LIMITS

Morales St. from N. Trinity St. to San Jacinto St.
RESOLUTION NO.

OF THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES AWARDING A CONSTRUCTION CONTRACT TO R.L. JONES, LP IN AN AMOUNT NOT TO EXCEED $1,263,224.00 IN CONNECTION WITH THE 2020 SMP PACKAGE III (MORALES AND E. HUFF); APPROVING THE EXPENDITURE OF FUNDS AND MAKING AVAILABLE AN AMOUNT NOT TO EXCEED $1,263,224.00 FROM THE PROJECT FUND FOR THE PROJECT WORK; AUTHORIZING THE PRESIDENT/CHIEF EXECUTIVE OFFICER OR HIS DULY APPOINTED DESIGNEE TO EXECUTE A CONSTRUCTION CONTRACT WITH R.L. JONES, LP, AND TO PAY R.L. JONES, LP AN AMOUNT NOT TO EXCEED $1,263,224.00 FOR THE PROJECT WORK; FINDING THE RESOLUTION TO HAVE BEEN CONSIDERED PURSUANT TO THE LAWS GOVERNING OPEN MEETINGS; PROVIDING A SEVERABILITY CLAUSE; AND ESTABLISHING AN EFFECTIVE DATE

WHEREAS, the construction projects of other governmental agencies may require the replacement, adjustment or installation of certain water and sewer facilities (the “project work”) of the San Antonio Water System (the “System”); and

WHEREAS, the 2020 SMP Package III (Morales and E. Huff) provides an alternate to conventional design-bid-build construction of individual projects in order to expedite project completion; and

WHEREAS, the System has solicited bids for the project work; and

WHEREAS, R.L. Jones, LP, a local, SBE contractor, has submitted a bid in the amount of $1,263,224.00 for the project work and this bidder has been determined to be the lowest responsible bidder; and

WHEREAS, System funds in the amount of $1,263,224.00 are required for the project work; and

WHEREAS, the amount of $1,263,224.00 is available from the Project Fund for the project work; and

WHEREAS, the San Antonio Water System Board of Trustees desires (i) to award a construction contract to R.L. Jones, LP in an amount not to exceed $1,263,224.00 in connection with the 2020 SMP Package III (Morales and E. Huff), (ii) to approve the expenditure of funds and make available an amount not to exceed $1,263,224.00 from the Project Fund for the project work, and (iii) to authorize the President/Chief Executive Officer or his duly appointed designee to execute a construction contract with R.L. Jones, LP, and to pay R.L. Jones, LP an amount not to exceed $1,263,224.00 for the project work; now, therefore:
BE IT RESOLVED BY THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES:

1. That a construction contract in an amount not to exceed $1,263,224.00 is hereby awarded to R.L. Jones, LP, who is determined to be the lowest responsible bidder, in connection with the 2020 SMP Package III (Morales and E. Huff).

2. That the expenditure of funds in an amount not to exceed $1,263,224.00 for the project work is hereby approved and made available from the Project Fund.

3. That the President/Chief Executive Officer or his duly appointed designee is hereby authorized to execute a construction contract with R.L. Jones, LP, and to pay R.L. Jones, LP an amount not to exceed $1,263,224.00 in connection with the 2020 SMP Package III (Morales and E. Huff).

4. It is officially found, determined and declared that the meeting at which this resolution is adopted was open to the public, and that public notice of the time, place and subject matter of the public business to be conducted at such meeting, including this resolution, was given to all as required by the Texas Codes Annotated, as amended, Titles, Chapter 551, Government Code.

5. If any part, section, paragraph, sentence, phrase, or word of this resolution is for any reason held to be unconstitutional, illegal, inoperative or invalid, or if any exception to or limitation upon any general provision herein contained is held to be unconstitutional, illegal, invalid or ineffective, the remainder of this resolution shall nevertheless stand effective and valid as if it had been enacted without the portion held to be unconstitutional, illegal, invalid or ineffective.

6. This resolution becomes effective immediately upon its passage.

PASSED AND APPROVED this 15th day of January, 2019.

_______________________________
Berto Guerra, Jr., Chairman

ATTEST:

_______________________________
Amy Hardberger, Secretary
AGENDA ITEM NO. 18

TO: San Antonio Water System Board of Trustees

FROM: Gail A. Hamrick-Pigg, P.E., Director, Pipelines, and Andrea L.H. Beymer, P.E., Vice President, Engineering and Construction

THROUGH: Robert R. Puente, President/Chief Executive Officer

SUBJECT: AWARD OF CONSTRUCTION CONTRACT IN CONNECTION WITH THE 2020 SMP PACKAGE IV (CADWALLADER ST. AND E. UPSON)

Board Action Date: January 15, 2019

SUMMARY AND RECOMMENDATION:

The attached resolution awards a construction contract to Facilities Rehabilitation, Inc., a local, MBE–Hispanic contractor, in the amount of $975,825.00 in connection with the 2020 SMP Package IV (Cadwallader St. and E. Upson).

- The City of San Antonio (the “City”) proposes to construct street improvements as part of the 2020 Street Maintenance Program (SMP) as illustrated on the attached maps.

- The 2020 SMP Package IV (Cadwallader St. and E. Upson) is required to ensure that the San Antonio Water System (the “System”) is able to meet the construction schedules of other agencies.

- The contract will construct projects that include the replacement, adjustment, or installation of water and sewer facilities.

- The water work will include approximately 1,675 feet of 6-inch to 12-inch water main.

- The sewer work will include approximately 1,190 feet of 8-inch to 10-inch sewer main.

- Facilities Rehabilitation, Inc. has submitted the lowest responsible bid of $975,825.00.

- The design of projects assigned to this contract were done under current Engineering Design Services contracts.

Staff recommends that the Board approve this resolution.

FINANCIAL IMPACT:

The Project Fund will finance this expenditure included in the CY 2019 Capital Improvement Program. The water work is included in the Water Delivery Core Business, Governmental–Water Category, and Governmental Water Replacements budget line item. The amount is $559,170.00
Award of Construction Contract
2020 SMP Package IV (Cadwallader St. and E. Upson)

for water related work. The job number is 18-5013.

The wastewater work is included in the Wastewater Core Business, Governmental Wastewater Category, and Governmental Wastewater Replacements budget line item. The amount is $416,655.00 for sewer related work. The job number is 18-5513.

SUPPLEMENTARY COMMENTS:

Lockwood, Andrews & Newnam, Inc. prepared the plans and specifications for this project. The engineer’s estimated construction cost for this project is $1,117,332.08.

A bid opening was held on December 3, 2018 at 11:00 AM. The following bids were submitted:

<table>
<thead>
<tr>
<th>Bidder</th>
<th>Bid Amount</th>
<th>Local/SMWVB</th>
</tr>
</thead>
<tbody>
<tr>
<td>Facilities Rehabilitation, Inc.*</td>
<td>$975,825.00</td>
<td>Local/MBE–Hispanic</td>
</tr>
<tr>
<td>Pronto Sandblasting &amp; Coating &amp; Oil-Field Services Co., Inc.</td>
<td>$1,043,700.00</td>
<td>Local/MBE–Hispanic</td>
</tr>
<tr>
<td>D Guerra Construction, LLC</td>
<td>$1,079,684.80</td>
<td>Local/MBE–Hispanic</td>
</tr>
<tr>
<td>Engineer’s Estimate</td>
<td>$1,117,332.08</td>
<td></td>
</tr>
</tbody>
</table>

*Lowest Responsible Bidder

The bid amount represents a 12.66 percent decrease from the engineer’s estimated construction cost.

Additionally, the overall SMWVB analysis is shown in the following table:

<table>
<thead>
<tr>
<th>2020 SMP Package IV (Cadwallader St. and E. Upson)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Facilities Rehabilitation, Inc.</td>
</tr>
<tr>
<td>SMWVB Analysis – Board Award</td>
</tr>
<tr>
<td>SBE</td>
</tr>
<tr>
<td>MBE – African American</td>
</tr>
<tr>
<td>MBE – Asian</td>
</tr>
<tr>
<td>MBE – Hispanic</td>
</tr>
<tr>
<td>MBE – Other</td>
</tr>
<tr>
<td>WBE – Minority</td>
</tr>
<tr>
<td>WBE – Non–Minority</td>
</tr>
<tr>
<td>Total SMWVB</td>
</tr>
</tbody>
</table>
Award of Construction Contract
2020 SMP Package IV (Cadwallader St. and E. Upson)

Gail A. Hamrick-Pigg, P.E.
Director
Pipelines Engineering

APPROVED:

Andrea L.H. Beymer, P.E.
Vice President
Engineering and Construction

Robert R. Puente
President/Chief Executive Officer

Attachments:
1. Project Area Map
2. Project Site Map
RESOLUTION NO.

OF THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES AWARDING A CONSTRUCTION CONTRACT TO FACILITIES REHABILITATION, INC. IN AN AMOUNT NOT TO EXCEED $975,825.00 IN CONNECTION WITH THE 2020 SMP PACKAGE IV (CADWALLADER ST. AND E. UPSON); APPROVING THE EXPENDITURE OF FUNDS AND MAKING AVAILABLE AN AMOUNT NOT TO EXCEED $975,825.00 FROM THE PROJECT FUND FOR THE PROJECT WORK; AUTHORIZING THE PRESIDENT/CHIEF EXECUTIVE OFFICER OR HIS DULY APPOINTED DESIGNEE TO EXECUTE A CONSTRUCTION CONTRACT WITH FACILITIES REHABILITATION, INC., AND TO PAY FACILITIES REHABILITATION, INC. AN AMOUNT NOT TO EXCEED $975,825.00 FOR THE PROJECT WORK; FINDING THE RESOLUTION TO HAVE BEEN CONSIDERED PURSUANT TO THE LAWS GOVERNING OPEN MEETINGS; PROVIDING A SEVERABILITY CLAUSE; AND ESTABLISHING AN EFFECTIVE DATE.

WHEREAS, the construction projects of other governmental agencies may require the replacement, adjustment or installation of certain water and sewer facilities (the “project work”) of the San Antonio Water System (the “System”); and

WHEREAS, the 2020 SMP Package IV (Cadwallader St. and E. Upson) provides an alternate to conventional design-bid-build construction of individual projects in order to expedite project completion; and

WHEREAS, the System has solicited bids for the project work; and

WHEREAS, Facilities Rehabilitation, Inc., a local, MBE-Hispanic contractor, has submitted a bid in the amount of $975,825.00 for the project work and this bidder has been determined to be the lowest responsible bidder; and

WHEREAS, System funds in the amount of $975,825.00 are required for the project work; and

WHEREAS, the amount of $975,825.00 is available from the Project Fund for the project work; and

WHEREAS, the San Antonio Water System Board of Trustees desires (i) to award a construction contract to Facilities Rehabilitation, Inc. in an amount not to exceed $975,825.00 in connection with the 2020 SMP Package IV (Cadwallader St. and E. Upson), (ii) to approve the expenditure of funds and make available an amount not to exceed $975,825.00 from the Project Fund for the project work, and (iii) to authorize the President/Chief Executive Officer or his duly appointed designee to execute a construction contract with Facilities Rehabilitation, Inc., and to
pay Facilities Rehabilitation, Inc. an amount not to exceed $975,825.00 for the project work; now, therefore:

BE IT RESOLVED BY THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES:

1. That a construction contract in an amount not to exceed $975,825.00 is hereby awarded to Facilities Rehabilitation, Inc., who is determined to be the lowest responsible bidder, in connection with the 2020 SMP Package IV (Cadwallader St. and E. Upson).

2. That the expenditure of funds in an amount not to exceed $975,825.00 for the project work is hereby approved and made available from the Project Fund.

3. That the President/Chief Executive Officer or his duly appointed designee is hereby authorized to execute a construction contract with Facilities Rehabilitation, Inc., and to pay Facilities Rehabilitation, Inc. an amount not to exceed $975,825.00 in connection with the 2020 SMP Package IV (Cadwallader St. and E. Upson).

4. It is officially found, determined and declared that the meeting at which this resolution is adopted was open to the public, and that public notice of the time, place and subject matter of the public business to be conducted at such meeting, including this resolution, was given to all as required by the Texas Codes Annotated, as amended, Title 5, Chapter 551, Government Code.

5. If any part, section, paragraph, sentence, phrase, or word of this resolution is for any reason held to be unconstitutional, illegal, inoperative or invalid, or if any exception to or limitation upon any general provision herein contained is held to be unconstitutional, illegal, invalid or ineffective, the remainder of this resolution shall nevertheless stand effective and valid as if it had been enacted without the portion held to be unconstitutional, illegal, invalid or ineffective.

6. This resolution becomes effective immediately upon its passage.

PASSED AND APPROVED this 15th day of January, 2019.

______________________________
Berto Guerra, Jr., Chairman

ATTEST:

______________________________
Amy Hardberger, Secretary
TO: San Antonio Water System Board of Trustees

FROM: Gail Hamrick-Pigg, P.E., Director, Pipelines, and Andrea L.H. Beymer, P.E., Vice President, Engineering and Construction

THROUGH: Robert R. Puente, President/Chief Executive Officer

SUBJECT: AUTHORIZATION TO REIMBURSE THE CITY OF SAN ANTONIO IN CONNECTION WITH THE 2018-2019 CONCRETE PAVEMENT & FLATWORK TASK ORDER CONTRACT PACKAGE 16

Board Action Date: January 15, 2019

SUMMARY AND RECOMMENDATION:

The attached resolution authorizes the President/Chief Executive Officer to reimburse the City of San Antonio (the “City”) an amount not to exceed $168,650.00 for the joint construction of water and sewer facility adjustments in connection with the 2018-2019 Concrete Pavement & Flatwork Task Order Contract Package 16.

- The City plans to apply this contract citywide to improve sidewalks, curbs, driveway, drainage, and other items required due to site conditions to accomplish the project in connection with the 2018-2019 Concrete Pavement & Flatwork Task Order Contract Package 16 for Transportation and Capital Improvements. The City’s work is estimated to cost $4,275,573.30.

- Existing water valve box covers, water meter boxes, fire hydrants, manhole covers, sewer cleanouts and other impacted appurtenances within the project boundaries may require adjustment to match the final grade of the new pavement.

- Bid item quantities for the adjustments were included in the City’s bid documents. Funds for this work will be reimbursed to the City as payments to the contractor are made.

Staff recommends that the Board approve this resolution.

FINANCIAL IMPACT:

The Project Fund will finance this expenditure included in the CY 2019 Capital Improvement Program. The water work is included in the Water Delivery Core Business, Governmental – Water Category, and Governmental Water Replacements budget line item. The amount is $142,150.00 for water work. The job number is 18-5060.

The wastewater work is included in the Wastewater Core Business, Governmental Wastewater Category, and Governmental Wastewater Replacements budget line item. The amount is
$26,500.00 for sewer work. The job number is 18-5553.

**SUPPLEMENTARY COMMENTS:**

The City received five bids for this project on August 28, 2018. The lowest qualified, responsive bidder for this project is San Antonio Concepts Construction, LLC, a local, MBE-Hispanic contractor. City Council approved the construction contract on November 29, 2018 and construction is expected to begin December 2018. Time allowed for total construction is 730 calendar days. The request for reimbursement is requested after City Council approved the award of the construction contract to ensure that the contract is awarded, to determine which contractor was awarded the project, to give the System's staff time to review the bids and establish the reimbursement amount based on the awarded bid.

Gail Hamrick-Pigg, P.E.  
Director  
Pipelines

APPROVED:

Robert R. Puente  
President/Chief Executive Officer

Andrea L.H. Beymer, P.E.  
Vice President  
Engineering and Construction
RESOLUTION NO.

OF THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES APPROVING THE EXPENDITURE OF FUNDS IN THE AMOUNT OF $168,650.00 FOR THE ADJUSTMENT OF WATER AND SEWER FACILITIES BY THE CITY OF SAN ANTONIO IN CONNECTION WITH THE 2018-2019 CONCRETE PAVEMENT & FLATWORK TASK ORDER CONTRACT PACKAGE 16; APPROVING AN AMOUNT NOT TO EXCEED $168,650.00 BE MADE AVAILABLE AND EXPENDED FROM THE PROJECT FUND FOR THE PROJECT WORK; AUTHORIZING THE PRESIDENT/CHIEF EXECUTIVE OFFICER OR HIS DULY APPOINTED DESIGNEE TO PAY THE CITY OF SAN ANTONIO AN AMOUNT NOT TO EXCEED $168,650.00 FOR THE PROJECT WORK; FINDING THE RESOLUTION TO HAVE BEEN CONSIDERED PURSUANT TO THE LAWS GOVERNING OPEN MEETINGS; PROVIDING A SEVERABILITY CLAUSE; AND ESTABLISHING AN EFFECTIVE DATE

WHEREAS, the City of San Antonio (the “City”) will construct street improvements in connection with the 2018-2019 Concrete Pavement & Flatwork Task Order Contract Package 16; and

WHEREAS, the 2018-2019 Concrete Pavement & Flatwork Task Order Contract Package 16 will require the adjustment of certain water and sewer facilities of the San Antonio Water System (the “System”); and

WHEREAS, the City has received a bid for the project work from San Antonio Concepts Construction, LLC in an amount not to exceed $168,650.00 and this bidder has been determined to be the lowest responsible bidder; and

WHEREAS, System funds in an amount not to exceed $168,650.00 are required for the project work; and

WHEREAS, the total amount of $168,650.00 is available from the Project Fund for the project work; and

WHEREAS, the San Antonio Water System Board of Trustees desires (i) to approve the expenditure of funds in an amount not to exceed $168,650.00 for the adjustment of water and sewer facilities by the City of San Antonio in connection with the 2018-2019 Concrete Pavement & Flatwork Task Order Contract Package 16, (ii) to approve and make available an amount not to exceed $168,650.00 from the Project Fund to reimburse the City of San Antonio for the project work, and (iii) to authorize the President/Chief Executive Officer or his duly appointed
designee to pay an amount not to exceed $168,650.00 to the City of San Antonio for the project work; now, therefore:

BE IT RESOLVED BY THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES:

1. That the expenditure of funds in an amount not to exceed $168,650.00 for the adjustment of water and sewer facilities by the City in connection with the 2018-2019 Concrete Pavement & Flatwork Task Order Contract Package 16 is hereby approved.

2. That an amount not to exceed $168,650.00 to reimburse the City for the project work costs is hereby made available and is to be expended from the Project Fund.

3. That the President/Chief Executive Officer or his duly appointed designee is hereby authorized to pay the City an amount not to exceed $168,650.00 for the adjustment of water and sewer facilities by the City in connection with the 2018-2019 Concrete Pavement & Flatwork Task Order Contract Package 16.

4. It is officially found, determined and declared that the meeting at which this resolution is adopted was open to the public, and that public notice of the time, place and subject matter of the public business to be conducted at such meeting, including this resolution, was given to all as required by the Texas Codes Annotated, as amended, Title 5, Chapter 551, Government Code.

5. If any part, section, paragraph, sentence, phrase, or word of this resolution is for any reason held to be unconstitutional, illegal, inoperative or invalid, or if any exception to or limitation upon any general provision herein contained is held to be unconstitutional, illegal, invalid or ineffective, the remainder of this resolution shall nevertheless stand effective and valid as if it had been enacted without the portion held to be unconstitutional, illegal, invalid or ineffective.

6. This resolution becomes effective immediately upon its passage.

PASSED AND APPROVED this 15th day of January, 2019.

_________________________________
Berto Guerra, Jr., Chairman

ATTEST:

_________________________________
Amy Hardberger, Secretary
TO: San Antonio Water System Board of Trustees

FROM: Gail Hamrick-Pigg, P.E., Director, Pipelines, and Andrea L.H. Beymer, P.E., Vice President, Engineering and Construction

THROUGH: Robert R. Puente, President/Chief Executive Officer

SUBJECT: AUTHORIZATION TO REIMBURSE THE CITY OF SAN ANTONIO IN CONNECTION WITH THE 2019-2020 TASK ORDER CONTRACT FOR FLATWORK AND STREET IMPROVEMENTS PACKAGE 1

Board Action Date: January 15, 2019

SUMMARY AND RECOMMENDATION:

The attached resolution authorizes the President/Chief Executive Officer to reimburse the City of San Antonio (the “City”) an amount not to exceed $113,400.00 for the joint construction of water and sewer facility adjustments in connection with the 2019-2020 Task Order Contract for Flatwork and Street Improvements Package 1.

- The City plans to apply this contract citywide to improve sidewalks, curbs, driveway, drainage and other items required due to site conditions to accomplish the project in connection with the 2019-2020 Task Order Contract for Flatwork and Street Improvements Package 1 for Transportation and Capital Improvements. The City’s work is estimated to cost $1,927,755.00.

- Existing water valve box covers, water meter boxes, fire hydrants, manhole covers, sewer cleanouts and other impacted appurtenances within the project boundaries may require adjustment to match the final grade of the new pavement.

- Bid item quantities for the adjustments were included in the City’s bid documents. Funds for this work will be reimbursed to the City as payments to the contractor are made.

Staff recommends that the Board approve this resolution.

FINANCIAL IMPACT:

The Project Fund will finance this expenditure included in the CY 2019 Capital Improvement Program. The water work is included in the Water Delivery Core Business, Governmental – Water Category, and Governmental Water Replacements budget line item. The amount is $104,600.00 for water work. The job number is 18-5063.

The wastewater work is included in the Wastewater Core Business, Governmental Wastewater Category, and Governmental Wastewater Replacements budget line item. The amount is...
Reimbursement to the City of San Antonio
Task Order Contract for Miscellaneous Construction Projects Package 1

$8,800.00 for sewer work. The job number is 18-5556.

SUPPLEMENTARY COMMENTS:

The City received five bids for this project on September 18, 2018. The lowest qualified, responsive bidder for this project is MCOR Construction Company, a local, MBE-Hispanic contractor. City Council approved the construction contract on November 15, 2018 and construction is expected to begin December 2018. Time allowed for total construction is 548 calendar days. The request for reimbursement is requested after City Council approved the award of the construction contract to ensure that the contract is awarded, to determine which contractor was awarded the project, to give the System’s staff time to review the bids and establish the reimbursement amount based on the awarded bid.

Gail Hamrick-Pigg, P.E.
Director
Pipelines

ANDREA L. BEYMER
Vice President
Engineering and Construction

Robert R. Puente
President/Chief Executive Officer

APPROVED:
RESOLUTION NO.

OF THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES APPROVING THE EXPENDITURE OF FUNDS IN THE AMOUNT OF $113,400.00 FOR THE ADJUSTMENT OF WATER AND SEWER FACILITIES BY THE CITY OF SAN ANTONIO IN CONNECTION WITH THE 2019-2020 TASK ORDER CONTRACT FOR FLATWORK AND STREET IMPROVEMENTS PACKAGE 1; APPROVING AN AMOUNT NOT TO EXCEED $113,400.00 BE MADE AVAILABLE AND EXPENDED FROM THE PROJECT FUND FOR THE PROJECT WORK; AUTHORIZING THE PRESIDENT/CHIEF EXECUTIVE OFFICER OR HIS DULY APPOINTED DESIGNEE TO PAY THE CITY OF SAN ANTONIO AN AMOUNT NOT TO EXCEED $113,400.00 FOR THE PROJECT WORK; FINDING THE RESOLUTION TO HAVE BEEN CONSIDERED PURSUANT TO THE LAWS GOVERNING OPEN MEETINGS; PROVIDING A SEVERABILITY CLAUSE; AND ESTABLISHING AN EFFECTIVE DATE

WHEREAS, the City of San Antonio (the “City”) will construct street improvements in connection with the 2019-2020 Task Order Contract for Flatwork and Street Improvements Package 1; and

WHEREAS, the 2019-2020 Task Order Contract for Flatwork and Street Improvements Package 1 will require the adjustment of certain water and sewer facilities of the San Antonio Water System (the “System”); and

WHEREAS, the City has received a bid for the project work from MCOR Construction Company in an amount not to exceed $113,400.00 and this bidder has been determined to be the lowest responsible bidder; and

WHEREAS, System funds in an amount not to exceed $113,400.00 are required for the project work; and

WHEREAS, the total amount of $113,400.00 is available from the Project Fund for the project work; and

WHEREAS, the San Antonio Water System Board of Trustees desires (i) to approve the expenditure of funds in an amount not to exceed $113,400.00 for the adjustment of water and sewer facilities by the City of San Antonio in connection with the 2019-2020 Task Order Contract for Flatwork and Street Improvements Package 1, (ii) to approve and make available an amount not to exceed $113,400.00 from the Project Fund to reimburse the City of San Antonio for the project work, and (iii) to authorize the President/Chief Executive Officer or his duly appointed
designee to pay an amount not to exceed $113,400.00 to the City of San Antonio for the project work; now, therefore:

BE IT RESOLVED BY THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES:

1. That the expenditure of funds in an amount not to exceed $113,400.00 for the adjustment of water and sewer facilities by the City in connection with the 2019-2020 Task Order Contract for Flatwork and Street Improvements Package 1 is hereby approved.

2. That an amount not to exceed $113,400.00 to reimburse the City for the project work costs is hereby made available and is to be expended from the Project Fund.

3. That the President/Chief Executive Officer or his duly appointed designee is hereby authorized to pay the City an amount not to exceed $113,400.00 for the adjustment of water and sewer facilities by the City in connection with the 2019-2020 Task Order Contract for Flatwork and Street Improvements Package 1.

4. It is officially found, determined and declared that the meeting at which this resolution is adopted was open to the public, and that public notice of the time, place and subject matter of the public business to be conducted at such meeting, including this resolution, was given to all as required by the Texas Codes Annotated, as amended, Title 5, Chapter 551, Government Code.

5. If any part, section, paragraph, sentence, phrase, or word of this resolution is for any reason held to be unconstitutional, illegal, inoperative or invalid, or if any exception to or limitation upon any general provision herein contained is held to be unconstitutional, illegal, invalid or ineffective, the remainder of this resolution shall nevertheless stand effective and valid as if it had been enacted without the portion held to be unconstitutional, illegal, invalid or ineffective.

6. This resolution becomes effective immediately upon its passage.

PASSED AND APPROVED this 15th day of January, 2019.

_________________________________
Berto Guerra, Jr., Chairman

ATTEST:

_________________________________
Amy Hardberger, Secretary
TO: San Antonio Water System Board of Trustees
FROM: Gail Hamrick-Pigg, P.E., Director, Pipelines, and Andrea L.H. Beymer, P.E., Vice President, Engineering and Construction
THROUGH: Robert R. Puente, President/Chief Executive Officer
SUBJECT: AUTHORIZATION TO REIMBURSE THE CITY OF SAN ANTONIO IN CONNECTION WITH THE TASK ORDER CONTRACT FOR MISCELLANEOUS CONSTRUCTION PROJECTS PACKAGE 1

Board Action Date: January 15, 2019

SUMMARY AND RECOMMENDATION:

The attached resolution authorizes the President/Chief Executive Officer to reimburse the City of San Antonio (the “City”) in an amount not to exceed $186,330.00 for the joint construction of water and sewer facility adjustments in connection with the Task Order Contract for Miscellaneous Construction Projects Package 1.

- The City plans to apply this contract citywide to improve sidewalks, curbs, driveway, drainage and other items required due to site conditions to accomplish the project in connection with the Task Order Contract for Miscellaneous Construction Projects Package 1 for Transportation and Capital Improvements. The City’s work is estimated to cost $7,191,894.70.
- Existing water valve box covers, water meter boxes, fire hydrants, manhole covers, sewer cleanouts and other impacted appurtenances within the project boundaries may require adjustment to match the final grade of the new pavement.
- Bid item quantities for the adjustments were included in the City’s bid documents. Funds for this work will be reimbursed to the City as payments to the contractor are made.

Staff recommends that the Board approve this resolution.

FINANCIAL IMPACT:

The Project Fund will finance this expenditure included in the CY 2019 Capital Improvement Program. The water work is included in the Water Delivery Core Business, Governmental – Water Category, and Governmental Water Replacements budget line item. The amount is $132,330.00 for water work. The job number is 18-5054.

The wastewater work is included in the Wastewater Core Business, Governmental Wastewater Category, and Governmental Wastewater Replacements budget line item. The amount is
$54,000.00 for sewer work. The job number is 18-5547.

SUPPLEMENTARY COMMENTS:

The City received three bids for this project on September 18, 2018. The lowest qualified, responsive bidder for this project is E-Z Bel Construction, LLC, a local, MBE-Hispanic contractor. City Council approved the construction contract on November 1, 2018 and construction is expected to begin in January 2019. Time allowed for total construction is 730 calendar days. The request for reimbursement is requested after City Council approves the award of the construction contract to ensure that the contract is awarded, to determine which contractor was awarded the project, to give the System’s staff time to review the bids and establish the reimbursement amount based on the awarded bid.

Gail Hamrick-Pigg, P.E.
Director
Pipelines

Andrea L.H. Beymer, P.E.
Vice President
Engineering and Construction

APPROVED:

Robert R. Puente
President/Chief Executive Officer
RESOLUTION NO.

OF THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES APPROVING THE EXPENDITURE OF FUNDS IN THE AMOUNT OF $186,330.00 FOR THE ADJUSTMENT OF WATER AND SEWER FACILITIES BY THE CITY OF SAN ANTONIO IN CONNECTION WITH THE TASK ORDER CONTRACT FOR MISCELLANEOUS CONSTRUCTION PROJECTS PACKAGE 1; APPROVING AN AMOUNT NOT TO EXCEED $186,330.00 BE MADE AVAILABLE AND EXPENDED FROM THE PROJECT FUND FOR THE PROJECT WORK; AUTHORIZING THE PRESIDENT/CHIEF EXECUTIVE OFFICER OR HIS DULY APPOINTED DESIGNEE TO PAY THE CITY OF SAN ANTONIO AN AMOUNT NOT TO EXCEED $186,330.00 FOR THE PROJECT WORK; FINDING THE RESOLUTION TO HAVE BEEN CONSIDERED PURSUANT TO THE LAWS GOVERNING OPEN MEETINGS; PROVIDING A SEVERABILITY CLAUSE; AND ESTABLISHING AN EFFECTIVE DATE

WHEREAS, the City of San Antonio (the “City”) will construct street improvements in connection with the Task Order Contract for Miscellaneous Construction Projects Package 1; and

WHEREAS, the Task Order Contract for Miscellaneous Construction Projects Package 1 will require the adjustment of certain water and sewer facilities of the San Antonio Water System (the “System”); and

WHEREAS, the City has received a bid for the project work from E-Z Bel Construction, LLC in an amount not to exceed $186,330.00 and this bidder has been determined to be the lowest responsible bidder; and

WHEREAS, System funds in an amount not to exceed $186,330.00 are required for the project work; and

WHEREAS, the total amount of $186,330.00 is available from the Project Fund for the project work; and

WHEREAS, the San Antonio Water System Board of Trustees desires (i) to approve the expenditure of funds in an amount not to exceed $186,330.00 for the adjustment of water and sewer facilities by the City of San Antonio in connection with the Task Order Contract for Miscellaneous Construction Projects Package 1, (ii) to approve and make available an amount not to exceed $186,330.00 from the Project Fund to reimburse the City of San Antonio for the project work, and (iii) to authorize the President/Chief Executive Officer or his duly appointed
designee to pay an amount not to exceed $186,330.00 to the City of San Antonio for the project work; now, therefore:

BE IT RESOLVED BY THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES:

1. That the expenditure of funds in an amount not to exceed $186,330.00 for the adjustment of water and sewer facilities by the City in connection with the Task Order Contract for Miscellaneous Construction Projects Package 1 is hereby approved.

2. That a sum not to exceed $186,330.00 to reimburse the City for the project work costs is hereby made available and is to be expended from the Project Fund.

3. That the President/Chief Executive Officer or his duly appointed designee is hereby authorized to pay the City an amount not to exceed $186,330.00 for the adjustment of water and sewer facilities by the City in connection with the Task Order Contract for Miscellaneous Construction Projects Package 1.

4. It is officially found, determined and declared that the meeting at which this resolution is adopted was open to the public, and that public notice of the time, place and subject matter of the public business to be conducted at such meeting, including this resolution, was given to all as required by the Texas Codes Annotated, as amended, Title 5, Chapter 551, Government Code.

5. If any part, section, paragraph, sentence, phrase, or word of this resolution is for any reason held to be unconstitutional, illegal, inoperative or invalid, or if any exception to or limitation upon any general provision herein contained is held to be unconstitutional, illegal, invalid or ineffective, the remainder of this resolution shall nevertheless stand effective and valid as if it had been enacted without the portion held to be unconstitutional, illegal, invalid or ineffective.

6. This resolution becomes effective immediately upon its passage.

PASSED AND APPROVED this 15th day of January, 2019.

____________________________________
Berto Guerra, Jr., Chairman

ATTEST:

____________________________________
Amy Hardberger, Secretary
TO: San Antonio Water System Board of Trustees

FROM: Gail A. Hamrick-Pigg, P.E., Director, Pipelines, and Andrea L.H. Beymer, P.E., Vice President, Engineering and Construction

THROUGH: Robert R. Puente, President/Chief Executive Officer

SUBJECT: AUTHORIZATION FOR ADDITIONAL FUNDS TO REIMBURSE THE CITY OF SAN ANTONIO IN CONNECTION WITH THE 2017 - 2022 BOND PROGRAM

Board Action Date: January 15, 2019

SUMMARY AND RECOMMENDATION:

The attached resolution authorizes the President/Chief Executive Officer to reimburse the City of San Antonio (the “City”) an additional amount not to exceed $2,500,000.00 for engineering services related to water and sewer facility replacements, installations and adjustments in connection with the 2017 - 2022 Bond Program. It amends Resolution No. 18-183 by approving expenditures in an additional amount not to exceed $2,500,000.00.

- On May 6, 2017, San Antonio voters approved the passage of an $850 million Bond Program. Six propositions were passed, which included 180 capital improvement projects.

- On August 7, 2018 by Resolution No. 18-183, the Board approved the execution of a Memorandum of Understanding (MOU) with the City that designates them as the lead contracting agency for engineering services and established terms by which the System will reimburse the City for the System’s design and construction costs. The resolution also authorized funds in the amount of $1,500,000.00 to reimburse the City for engineering services.

- The authorization of $1,500,000.00 allowed for the initiation of preliminary engineering services for known replacements and installations and anticipated adjustments. At the time, it was anticipated that additional funding would be requested as additional requirements were identified and project designs progressed.

- The City’s professional services contracts with consulting engineers for the 2017 – 2022 Bond Program includes engineering services related to the System’s facilities. System staff works alongside City as scope is developed to determine potential impacts to the System.

- Proposals received for engineering design services related to System replacements, installations and adjustments currently total $2,963,225.60 which exceeds the amount of $1,500,000.00 previously authorized by $1,463,225.60. Negotiations for engineering design services for additional projects are ongoing and/or pending. It is estimated that an
Authorization to Additional Funds
Reimburse the City of San Antonio
2017 - 2022 Bond Program

Additional $2,500,000.00 will be required to cover the related design services for all current and pending projects under the City’s contracts. This estimate is based on information available at this time but may change if the scope of adjustments varies significantly.

- Additional funding may be required to complete the System’s related engineering services through construction. Additional funds may be requested as adjustment and relocation requirements are identified and project designs are further defined.

Staff recommends that the Board approve this resolution.

FINANCIAL IMPACT:

The Project Fund will finance this expenditure included in the CY 2019 Capital Improvement Program. The water work is included in the Water Delivery Core Business, Governmental – Water Category, and Governmental Water Replacements budget line item. The amount is $1,400,000.00 for water related engineering work.

The wastewater work is included in the Wastewater Core Business, Governmental Wastewater Category, and Governmental Wastewater Replacements budget line item. The amount is $1,100,000.00 for sewer related engineering work.

The revised authorizations are as follows:

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<th>Description</th>
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<tr>
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<td>Proposed Additional Funds</td>
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Gail A. Hamrick-Pigg, P.E.
Director
Pipelines

Andrea L.H. Beymer, P.E.
Vice President
Engineering and Construction

APPROVED:

Robert R. Puente
President/Chief Executive Officer
RESOLUTION NO.

OF THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES APPROVING THE EXPENDITURE OF FUNDS IN AN ADDITIONAL AMOUNT NOT TO EXCEED $2,500,000.00 FOR PROFESSIONAL ENGINEERING SERVICES IN CONNECTION WITH THE 2017-2022 BOND PROGRAM; AMENDING RESOLUTION NO. 18-183 BY APPROVING EXPENDITURES IN AN ADDITIONAL AMOUNT NOT TO EXCEED $2,500,000.00 BE MADE AVAILABLE AND EXPENDED FROM THE PROJECT FUND FOR THE PROJECT ENGINEERING WORK; AUTHORIZING THE PRESIDENT/CHIEF EXECUTIVE OFFICER OR HIS DULY APPOINTED DESIGNEE TO PAY THE CITY OF SAN ANTONIO AN ADDITIONAL AMOUNT NOT TO EXCEED $2,500,000.00 FOR THE PROJECT ENGINEERING WORK; FINDING THE RESOLUTION TO HAVE BEEN CONSIDERED PURSUANT TO THE LAWS GOVERNING OPEN MEETINGS; PROVIDING A SEVERABILITY CLAUSE; AND ESTABLISHING AN EFFECTIVE DATE

WHEREAS, San Antonio voters approved the passage of a $850 million bond program on May 6, 2017; and

WHEREAS, the 2017-2022 Bond Program includes 180 capital improvement projects of the City of San Antonio (the “City”); and

WHEREAS, the San Antonio Water System (the “System”) water or sewer facilities may be impacted by the construction or require replacement due to deterioration; and

WHEREAS, the System requires professional engineering services (the “project engineering work”) for the replacement or adjustment of water and sewer facilities in connection with such projects; and

WHEREAS, the project engineering work will consist of all services necessary for the design and construction of projects; and

WHEREAS, the San Antonio Water System Board of Trustees (the “Board”) by Resolution No. 18-183, adopted August 7, 2018, approved the expenditure of $1,500,000.00 to reimburse the City for the project engineering work in connection with the 2017 - 2022 Bond Program; and

WHEREAS, it is anticipated that an additional $2,500,000.00 will be required for
the project engineering work related to System’s facilities in connection with the 2017 - 2017 Bond
projects; and

WHEREAS, the additional amount of $2,500,000.00 is available from the Project
Fund for the project engineering work; and

WHEREAS, the San Antonio Water System Board of Trustees desires (i) to
approve the expenditure of funds in an additional amount not to exceed $2,500,000.00 for the
project engineering work in connection with the 2017-2022 Bond Program, (ii) to amend
Resolution No. 18-183 by approving expenditures in an additional amount not to exceed
$2,500,000.00, (iii) to approve the expenditure of an additional amount not to exceed
$2,500,000.00 from the Project Funds to reimburse the City for the project engineering work, and
(iv) to authorize the President/Chief Executive Officer or his duly appointed designee to pay an
additional amount not to exceed $2,500,000.00 to the City for the project engineering work; now,
therefore:

BE IT RESOLVED BY THE SAN ANTONIO WATER SYSTEM BOARD OF
TRUSTEES:

1. That the expenditure of funds in an additional amount not to exceed $2,500,000.00 to
reimburse the City for the project engineering work in connection with 2017-2022 Bond Program
is hereby approved.

2. That Resolution No. 18-183 is hereby amended by increasing the amount approved for
reimbursement to the City for the project engineering work in connection with the 2012-2017 Bond
Program by $2,500,000.00 from the previous authorization of $1,500,000.00 to an amended
authorization of $4,000,000.00.

3. That an additional amount not to exceed $2,500,000.00 to reimburse the City for the project
engineering work is hereby made available and is to be expended from the Project Fund.

4. That the President/Chief Executive Officer or his duly appointed designee is hereby
authorized to pay the City an additional amount not to exceed $2,500,000.00 for the project
engineering work in connection with 2017-2022 Bond Program projects.

5. It is officially found, determined and declared that the meeting at which this resolution is
adopted was open to the public, and that public notice of the time, place and subject matter of the
public business to be conducted at such meeting, including this resolution, was given to all as
required by the Texas Codes Annotated, as amended, Title 5, Chapter 551, Government Code.

6. If any part, section, paragraph, sentence, phrase, or word of this resolution is for any reason
held to be unconstitutional, illegal, inoperative or invalid, or if any exception to or limitation upon
any general provision herein contained is held to be unconstitutional, illegal, invalid or ineffective,
the remainder of this resolution shall nevertheless stand effective and valid as if it had been enacted
without the portion held to be unconstitutional, illegal, invalid or ineffective.
7. This resolution becomes effective immediately upon its passage.

PASSED AND APPROVED this 15th day of January, 2019.

__________________________
Berto Guerra, Jr., Chairman

ATTEST:

__________________________
Amy Hardberger Secretary
TO: San Antonio Water System Board of Trustees

FROM: Gail A. Hamrick-Pigg, P.E., Director, Pipelines, and Andrea L.H. Beymer, P.E., Vice President, Engineering and Construction

THROUGH: Robert R. Puente, President/Chief Executive Officer

SUBJECT: APPROVING AN ADVANCE FUNDING AGREEMENT AND AUTHORIZING EXPENDITURES TO THE TEXAS DEPARTMENT OF TRANSPORTATION IN CONNECTION WITH THE FM SH-16 AT CEDAR TRAIL PROJECT

Board Action Date: January 15, 2018

SUMMARY AND RECOMMENDATION:

The attached resolution authorizes the President/Chief Executive Officer to execute an Advance Funding Agreement with the Texas Department of Transportation (TxDOT) and authorizes expenditures to TxDOT in an amount not to exceed $115,170.66 for the joint construction of the water and sewer facility adjustments in connection with the SH-16 at Cedar Trail Project.

- TxDOT intends to reconstruct street and drainage improvements at the intersection of SH-16 and Cedar Trails as illustrated on the attached maps. The construction cost estimate for the TxDOT roadway and drainage work is $2,013,387.00.

- Due to the proposed TxDOT improvements within the SH-16 at Cedar Trail project, the existing water mains constructed between 1985 and 2004 require adjustment to avoid conflicts with proposed TxDOT improvements.

- The existing sewer mains constructed between 1997 and 2004 require adjustment to avoid conflicts with proposed TxDOT improvements.

- The water adjustment work will consist of approximately 137 feet of 16-inch water main.

- The sewer adjustment work will consist of approximately one manhole adjustment to meet proposed grades.

- Funds authorized for this project will be transferred to TxDOT following the San Antonio Water System’s Board of Trustees approval and execution of the Advance Funding Agreement in an amount not to exceed $115,170.66.

- The bid opening is scheduled for February 2019.

Staff recommends that the Board approve this resolution.
FINANCIAL IMPACT:

The Project Fund will finance this expenditure included in the CY 2019 Capital Improvement Program. The water work is included in the Water Delivery Core Business, Governmental – Water Category, and Governmental Water Replacements budget line item. The additional amount is $102,520.66 for water work. The job number is 17-5144.

The sewer work is included in the Wastewater Core Business, Governmental – Wastewater Category, and Governmental Wastewater Replacements budget line item. The amount is $12,650.00 for sewer work. The job number is 17-5625.

Gail A. Hamrick-Pigg, P.E.
Director
Pipelines

Andrea L.H. Beymer, P.E.
Vice President
Engineering and Construction

APPROVED:

Robert R. Puente
President/Chief Executive Officer

Attachments:
1. Project Area Map
2. Project Site Map
RESOLUTION NO.

OF THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES APPROVING AN ADVANCE FUNDING AGREEMENT WITH THE TEXAS DEPARTMENT OF TRANSPORTATION AND AUTHORIZING THE PRESIDENT/CHIEF EXECUTIVE OFFICER OR HIS DUTY APPOINTED DESIGNEE TO EXECUTE THE ADVANCE FUNDING AGREEMENT FOR THE ADJUSTMENT OF THE WATER AND SEWER FACILITIES BY THE TEXAS DEPARTMENT OF TRANSPORTATION IN CONNECTION WITH THE SH-16 AT CEDAR TRAIL PROJECT; AUTHORIZING THE EXPENDITURE OF FUNDS IN AN AMOUNT NOT TO EXCEED $115,170.66 FOR THE PROJECT WORK; FINDING THE RESOLUTION TO HAVE BEEN CONSIDERED PURSUANT TO THE LAWS GOVERNING OPEN MEETINGS; PROVIDING A SEVERABILITY CLAUSE; AND ESTABLISHING AN EFFECTIVE DATE

WHEREAS, the Texas Department of Transportation (TxDOT) intends to reconstruct street and drainage improvements at the intersection of SH-16 and Cedar Trails; and

WHEREAS, the SH-16 at Cedar Trail Project will require the adjustment of certain water and sewer facilities (the “project work”) of the San Antonio Water System (the “System”); and

WHEREAS, TxDOT has requested that the System execute an Advance Funding Agreement and advance funds for the project work costs; and

WHEREAS, System funds in an amount not to exceed $115,170.66 are required for the project work; and

WHEREAS, the San Antonio Water System Board of Trustees desires (i) to approve an Advance Funding Agreement with TxDOT for the adjustment of water facilities in connection with the SH-16 at Cedar Trail Project and to authorize the President/Chief Executive Officer or his duly appointed designee to execute the Advance Funding Agreement, and (ii) to authorize the expenditure of funds in an amount not to exceed $115,170.66, for the project work; now, therefore:

BE IT RESOLVED BY THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES:

1. That an Advance Funding Agreement with TxDOT is hereby approved and the
President/Chief Executive Officer or his duly appointed designee is hereby authorized to execute the Advance Funding Agreement with TxDOT in connection with the SH-16 at Cedar Trail Project.

2. That the expenditure of funds in an amount not to exceed $115,170.66 for the adjustment of water and sewer facilities by TxDOT in connection with the SH-16 at Cedar Trail Project is hereby authorized.

3. It is officially found, determined and declared that the meeting at which this resolution is adopted was open to the public, and that public notice of the time, place, and subject matter of the public business to be conducted at such meeting, including this resolution, was given to all as required by the Texas Codes Annotated, as amended, Title 5, Chapter 551, Government Code.

4. If any part, section, paragraph, sentence, phrase or word of this resolution is for any reason held to be unconstitutional, illegal, inoperative or invalid, or if any exception to or limitation upon any general provision herein contained is held to be unconstitutional, illegal, invalid or ineffective, the remainder of this resolution shall nevertheless stand effective and valid as if it had been enacted without the portion held to be unconstitutional, illegal, invalid, or ineffective.

5. This resolution becomes effective immediately upon its passage.

PASSED AND APPROVED this 15th day of January, 2019.

_________________________________
Berto Guerra, Jr., Chairman

ATTEST:

______________________________
Amy Hardberger, Secretary
TO:        San Antonio Water System Board of Trustees

FROM:   Gail A. Hamrick-Pigg, P.E., Director, Pipelines, and Andrea L.H. Beymer, P.E.,
         Vice President, Engineering and Construction

THROUGH: Robert R. Puente, President/Chief Executive Officer

SUBJECT: APPROVING AN ADVANCE FUNDING AGREEMENT AND AUTHORIZING
         EXPENDITURES FOR THE REMOVAL OF ASBESTOS PIPE TO THE TEXAS
         DEPARTMENT OF TRANSPORTATION IN CONNECTION WITH THE SH-
         16 AT CEDAR TRAIL PROJECT

Board Action Date: January 15, 2019

SUMMARY AND RECOMMENDATION:

The attached resolution authorizes the President/Chief Executive Officer to execute an Advance
Funding Agreement with the Texas Department of Transportation (TxDOT) and authorizes
expenditures to TxDOT in an amount not to exceed $26,565.00 for the removal, handling and
disposal of the San Antonio Water System’s (the “System”) abandoned asbestos cement pipe in
connection with the SH-16 at Cedar Trail Project.

- TxDOT intends to reconstruct SH-16 at Cedar Trail as illustrated on the attached maps.

- The System’s joint bid work includes the adjustment of water mains and sewer facilities. The water work requires some of the existing water mains that are composed of asbestos cement materials be abandoned in place. This pipe can be managed in place if it is not in conflict with proposed construction. However, if it must be removed, special handling and disposal procedures are required.

- TxDOT revised its policy for the handling of certain materials on construction projects for joint bid utilities. The new policy requires all utilities to obtain a separate environmental contractor to remove, handle and dispose of the certain materials within TxDOT’s right-of-way.

- In order not to delay the current projected construction schedule, TxDOT has obtained the services of SWS Environmental Services to remove, handle and dispose of approximately 184 feet of asbestos cement pipe. The System agreed to provide advance funding to cover the costs of this additional work.

- The water work will consist of the removal, handling and disposal of approximately 184 feet of abandoned asbestos cement water main.

- TxDOT requires that an Advance Funding Agreement be executed for the removal of
asbestos cement pipe. Funds authorized for this project will be transferred to TxDOT following Board approval and execution of the Advance Funding Agreement.

- TxDOT received a proposal on November 2, 2018, from SWS Environmental Services.

Staff recommends that the Board approve this resolution.

FINANCIAL IMPACT:

The Project Fund will finance this expenditure included in the CY 2019 Capital Improvement Program. The water work is included in the Water Delivery Core Business, Governmental – Water Category, and Governmental Water Replacements budget line item. The amount is $26,565.00 for water work. The job number is 17-5144.

Gail A. Hamrick-Pigg, P.E.  
Director  
Pipeines

Andrea L.H. Beymer, P.E.  
Vice President  
Engineering and Construction

APPROVED:

Robert R. Puente  
President/Chief Executive Officer

Attachments:
1. Project Area Map
2. Project Site Map
SH 16 AT CEDAR TRAIL

LEGEND

- PROJECT LIMITS
- Edwards Aquifer Recharge Zone
RESOLUTION NO.

OF THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES APPROVING AN ADVANCE FUNDING AGREEMENT WITH THE TEXAS DEPARTMENT OF TRANSPORTATION AND AUTHORIZING THE PRESIDENT/CHIEF EXECUTIVE OFFICER OR HIS DULY APPOINTED DESIGNEE TO EXECUTE THE ADVANCE FUNDING AGREEMENT FOR THE REMOVAL, HANDLING AND DISPOSAL OF ABANDONED ASBESTOS CEMENT PIPE BY THE TEXAS DEPARTMENT OF TRANSPORTATION IN CONNECTION WITH THE SH-16 AT CEDAR TRAIL PROJECT; AUTHORIZING THE EXPENDITURE OF FUNDS IN AN AMOUNT NOT TO EXCEED $26,565.00 FOR THE PROJECT WORK; FINDING THE RESOLUTION TO HAVE BEEN CONSIDERED PURSUANT TO THE LAWS GOVERNING OPEN MEETINGS; PROVIDING A SEVERABILITY CLAUSE; AND ESTABLISHING AN EFFECTIVE DATE

WHEREAS, the Texas Department of Transportation (TxDOT) proposes to reconstruct the SH-16 at Cedar Trail project; and

WHEREAS, the SH-16 at Cedar Trail Project will require the removal, handling and disposal of abandoned asbestos cement pipe of the San Antonio Water System (the “System”); and

WHEREAS, it is anticipated that during construction, approximately 184 feet of abandoned asbestos cement pipe will need to be removed due to conflict with TxDOT’s construction work (the “project work”); and

WHEREAS, the removal, handling and disposal of asbestos cement pipe requires a qualified environmental contractor to perform the project work; and

WHEREAS, TxDOT has obtained the services of SWS Environmental Services; and

WHEREAS, TxDOT has requested that the System execute an Advance Funding Agreement and advance funds for the project work costs; and

WHEREAS, System funds in an amount not to exceed $26,565.00 are required for the project work; and

WHEREAS, the total amount of $26,565.00 is available from the Project Fund for the project work; and
WHEREAS, the San Antonio Water System Board of Trustees desires (i) to approve an Advance Funding Agreement with TxDOT for the removal, handling and disposal of abandoned asbestos cement pipe by TxDOT in connection with the SH-16 at Cedar Trail Project and to authorize the President/Chief Executive Officer or his duly appointed designee to execute the Advance Funding Agreement, and (ii) to authorize the expenditure of funds in an amount not to exceed $26,565.00 for the project work; now, therefore:

BE IT RESOLVED BY THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES:

1. That an Advance Funding Agreement with TxDOT is hereby approved and the President/Chief Executive Officer or his duly appointed designee is hereby authorized to execute the Advance Funding Agreement with TxDOT in connection with the SH-16 at Cedar Trail Project.

2. That the expenditure of funds in an amount not to exceed $26,565.00 for the removal, handling and disposal of abandoned asbestos cement pipe by TxDOT in connection with the SH 16 at Cedar Trail Project is hereby authorized.

3. It is officially found, determined and declared that the meeting at which this resolution is adopted was open to the public, and that public notice of the time, place, and subject matter of the public business to be conducted at such meeting, including this resolution, was given to all as required by the Texas Codes Annotated, as amended, Title 5, Chapter 551 Government Code.

4. If any part, section, paragraph, sentence, phrase or word of this resolution is for any reason held to be unconstitutional, illegal, inoperative or invalid, or if any exception to or limitation upon any general provision herein contained is held to be unconstitutional, illegal, invalid or ineffective, the remainder of this resolution shall nevertheless stand effective and valid as if it had been enacted without the portion held to be unconstitutional, illegal, invalid, or ineffective.

5. This resolution becomes effective immediately upon its passage.

PASSED AND APPROVED this 15th day of January, 2019.

_________________________________
Berto Guerra, Jr., Chairman

ATTEST:

_________________________________
Amy Hardberger, Secretary
TO: San Antonio Water System Board of Trustees

FROM: Gail Hamrick-Pigg, P.E., Director, Pipelines, and Andrea L.H. Beymer, P.E., Vice President, Engineering and Construction

THROUGH: Robert R. Puente, President/Chief Executive Officer

SUBJECT: AUTHORIZATION TO ADVANCE ADDITIONAL FUNDS TO THE TEXAS DEPARTMENT OF TRANSPORTATION AND EXECUTION OF ADVANCE FUNDING AGREEMENT AMENDMENT NO. 1 IN CONNECTION WITH THE US 281: STONE OAK PARKWAY TO BEXAR/COMAL COUNTY LINE PROJECT

Board Action Date: January 15, 2019

SUMMARY AND RECOMMENDATION:

The attached resolution amends Resolution No. 18-165 by authorizing additional funds in the amount of $368,576.34 payable to the Texas Department of Transportation (TxDOT) for the joint construction of water and sewer facility adjustments in connection with the US 281: Stone Oak Parkway to Bexar/Comal County Line Project. It further approves the execution of an Advance Funding Agreement Amendment No. 1.

- In keeping with their joint bid requirements, TxDOT requires that construction funds be forwarded in advance of the bid opening. Funds in the amount of $7,073,413.09 were authorized for this project on July 10, 2018 by Resolution No. 18-165.

- TxDOT received a low bid from Zachry Construction Corporation, for the project on July 10, 2018, which resulted in a cost increase of $368,576.34 for the San Antonio Water System’s (the “System”) project work.

- Per the Advance Funding Agreement, TxDOT has requested additional funds in the amount of $368,576.34 for the shortfall in construction funds of the project. The original scope has not changed.

- The water adjustment work consists of approximately 12,734 feet of 4-inch through 24-inch water mains and the installment work consists of approximately 875 feet of 16-inch and 24-inch water main.

- The sewer adjustment work consists of approximately 691 feet of 8-inch through 18-inch sewer mains.

- Funds in the additional amount of $368,576.34 are available for a total authorized amount of $7,441,989.43 for the System’s project work.
Authorization to Advance Additional Funds to the Texas Department of Transportation for the US 281: Stone Oak Parkway to Bexar/Comal County Line Project

Staff recommends that the Board approve this resolution.

FINANCIAL IMPACT:

The revised authorizations for this project are as follows:

<table>
<thead>
<tr>
<th></th>
<th>Amount Authorized</th>
</tr>
</thead>
<tbody>
<tr>
<td>Original Authorized Amount (Resolution No. 18-165)</td>
<td>$7,073,413.09</td>
</tr>
<tr>
<td>Proposed Additional Amount</td>
<td>368,576.34</td>
</tr>
<tr>
<td>Revised Authorized Amount</td>
<td>$7,441,989.43</td>
</tr>
</tbody>
</table>

The Project Fund will finance this expenditure included in the CY 2019 Capital Improvement Program. The water work is included in the Water Delivery Core Business, Governmental – Water Category, and Governmental Water Replacements budget line item. The additional amount is $265,332.25 for water work. The job number is 17-5030.

The sewer work is included in the Wastewater Core Business, Governmental – Wastewater Category, and Governmental Wastewater Replacements budget line item. The additional amount is $103,244.09 for sewer work. The job number is 17-5523.

Gail Hamrick-Pigg, P.E.
Director
Pipelines Engineering

Andrea L.H. Beymer, P.E.
Vice President
Engineering and Construction

APPROVED:

Robert R. Puente
President/Chief Executive Officer

Attachments:
1. Project Area Map
2. Project Site Map
US 281: STONE OAK PARKWAY TO BEXAR/COMAL COUNTY LINE
SAN ANTONIO WATER SYSTEM
PROJECT SITE MAP
ATTACHMENT II

US 281:
STONE OAK PARKWAY TO BEXAR/COMAL COUNTY LINE

LEGEND
PROJECT_LIMTS
EDWARDS AQUIFER RECHARGE ZONE
RESOLUTION NO.

OF THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES AMENDING RESOLUTION NO. 18-165 BY APPROVING THE EXPENDITURE OF ADDITIONAL FUNDS IN THE AMOUNT OF $368,576.34 FOR THE ADJUSTMENT OF WATER AND SEWER FACILITIES BY THE TEXAS DEPARTMENT OF TRANSPORTATION IN CONNECTION WITH THE US 281: STONE OAK PARKWAY TO BEXAR/COMAL COUNTY LINE PROJECT; APPROVING AN ADDITIONAL AMOUNT NOT TO EXCEED $368,576.34 BE MADE AVAILABLE AND EXPENDED FROM THE PROJECT FUND FOR THE PROJECT WORK; AUTHORIZING THE PRESIDENT/CHIEF EXECUTIVE OFFICER OR HIS DULY APPOINTED DESIGNEE TO PAY AN ADDITIONAL AMOUNT NOT TO EXCEED $368,576.34 TO THE TEXAS DEPARTMENT OF TRANSPORTATION FOR THE PROJECT WORK AND EXECUTE THE ADVANCE FUNDING AGREEMENT AMENDMENT NO. 1; FINDING THE RESOLUTION TO HAVE BEEN CONSIDERED PURSUANT TO THE LAWS GOVERNING OPEN MEETINGS; PROVIDING A SEVERABILITY CLAUSE; AND ESTABLISHING AN EFFECTIVE DATE

WHEREAS, the Texas Department of Transportation (TxDOT) intends to reconstruct the US 281: Stone Oak Parkway to Bexar/Comal County Line Project; and

WHEREAS, the US 281: Stone Oak Parkway to Bexar/Comal County Line Project will require the adjustment of certain water and sewer facilities (the “project work”) of the San Antonio Water System (the “System”); and

WHEREAS, the Board of Trustees, by Resolution No. 18-165, adopted July 10, 2018, previously authorized the expenditure of $7,073,413.09 for advance payment to TxDOT for construction of the project work; and

WHEREAS, TxDOT received a low bid from Zachry Construction Corporation, for the project on July 10, 2018, which resulted in a cost increase of $368,576.34 for the System’s project work and TxDOT has requested the additional funds required for the construction of the project; and

WHEREAS, per the Advance Funding Agreement, TxDOT has requested additional funds in the amount of $368,576.34 to complete the project; and

WHEREAS, System funds in the amount not to exceed $368,576.34 are required for the project work; and
WHEREAS, the amount of $368,576.34 is available from the Project Fund for the project work; and

WHEREAS, the San Antonio Water System Board of Trustees desires (i) to amend Resolution No. 18-165 by approving additional expenditures in the amount of $368,576.34 for the adjustment of water and sewer facilities by TxDOT in connection with the US 281: Stone Oak Parkway to Bexar/Comal County Line Project, (ii) to authorize the expenditure of funds in the amount not to exceed $368,576.34 from the Project Fund to pay TxDOT for the project work, and (iii) to authorize the President/Chief Executive Officer or his duly appointed designee to pay an additional amount not to exceed $368,576.34 to TxDOT for the project work and execute the Advance Funding Agreement Amendment No. 1; now, therefore:

BE IT RESOLVED BY THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES:

1. That Resolution No. 18-165 is hereby amended to increase the authorization for payment to TxDOT in connection with the US 281: Stone Oak Parkway to Bexar/Comal County Line Project by $368,576.34 from the original authorization of $7,073,413.09 to an amended authorization of $7,441,989.43.

2. That a total sum not to exceed $368,576.34 to pay TxDOT for the project work costs is hereby made available and is to be expended from the Project Fund.

3. That the President/Chief Executive Officer or his duly appointed designee is hereby authorized to make additional payment to TxDOT in the amount of $368,576.34 for the project work and execute the Advance Funding Agreement Amendment No. 1 in connection with the US 281: Stone Oak Parkway to Bexar/Comal County Line Project.

4. It is officially found, determined and declared that the meeting at which this resolution is adopted was open to the public, and that public notice of the time, place, and subject matter of the public business to be conducted at such meeting, including this resolution, was given to all as required by the Texas Codes Annotated, as amended, Title 5, Chapter 551, Government Code.

5. If any part, section, paragraph, sentence, phrase or word of this resolution is for any reason held to be unconstitutional, illegal, inoperative or invalid, or if any exception to or limitation upon any general provision herein contained is held to be unconstitutional, illegal, invalid or ineffective, the remainder of this resolution shall nevertheless stand effective and valid as if it had been enacted without the portion held to be unconstitutional, illegal, invalid, or ineffective.

6. This resolution becomes effective immediately upon its passage.
PASSED AND APPROVED this 15\textsuperscript{th} day of January, 2019.

_________________________________
Berto Guerra, Jr., Chairman

ATTEST:

_________________________________
Amy Hardberger, Secretary
TO: San Antonio Water System Board of Trustees
FROM: Bruce Haby, Manager, Corporate Real Estate, and Nancy Belinsky, Vice President and General Counsel
THROUGH: Robert R. Puente, President/Chief Executive Officer
SUBJECT: ACCEPTING THE BID FROM AND APPROVING A PURCHASE/EXCHANGE AGREEMENT WITH SHAVANO LDR NO.4 COMMERCIAL PARTNERSHIPS, LTD AND DENTON DEVELOPMENT COMPANY, INC. FOR THE ACQUISITION OF APPROXIMATELY 3.923 ACRES FOR THE DE ZAVALA ELEVATED STORAGE TANK PROJECT IN EXCHANGE FOR 1.924 ACRES LOCATED OFF OVERLOOK PARKWAY AND THE SUM OF $275,000.00.

Board Action Date: January 15, 2019

SUMMARY AND RECOMMENDATION:

The attached resolution accepts the bid from and approves a Purchase/Exchange Agreement with Shavano LDR No.4 Commercial Partnerships, LTD and Denton Development Company, Inc. for the acquisition of 3.923 acres for the De Zavala Elevated Storage Tank Project (the “Project”) in exchange for (i) a surplus 1.924 acre tract held by the San Antonio Water System (SAWS) located off Overlook Parkway (the “Surplus Tract”) and (ii) the sum of $275,000.00. The attached resolution also authorizes the expenditure not to exceed $10,000.00 for closing and title insurance for a total amount not to exceed $285,000.00.

- The Project provides for the construction of an elevated storage tank, which is required by the Texas Commission on Environmental Quality to meet requirements for future growth in the area.

- The Project requires the acquisition of an approximately 3.923 acre tract (the “Property”) located at Indian Woods, San Antonio, Texas, for the construction of the elevated storage tank. The Property is depicted in Attachment I to the attached resolution.

- Staff evaluated several locations in the area and recommended the Property as it meets elevation requirements, is an undeveloped property in a highly developed area, and is located near SAWS infrastructure.

- Via SAWS Board of Trustees Resolution No. 16-198, approved on August 2, 2016, and City of San Antonio City Council Ordinance 2017-0-07-0629 approved on September 7, 2017, the Surplus Tract, depicted in Attachment II to the attached resolution, was declared surplus to the needs of SAWS and authorized to be sold.
On November 1, 2018, Shavano LDR No.4 Commercial Partnerships, LTD ("Shavano LDR") and Denton Development Company, Inc. ("DDC") jointly submitted a bid (the "Bid"), which is Attachment III to the attached resolution, pursuant to SAWS Bid Solicitation No. RE-18-002-FF, which solicitation sought offers (purchase or exchange) for the Surplus Tract.

The submitted Bid, which was the only bid received by SAWS, contained the following terms:

- Shavano LDR would convey the Property to SAWS.
- SAWS would convey the Surplus Tract to DDC, and pay to LDR the sum of $275,000.00.
- SAWS' Bid terms required:
  - Each party would pay for their own title insurance
  - Escrow fees would be split evenly between SAWS and bidder
  - Closing to occur within 20 days following Board approval
  - The bid is subject to Board approval

SAWS staff has conducted due diligence on the Property and determined that it is suitable for SAWS' use, and its value exceeds the value of the Surplus Tract plus the additional sum SAWS will pay at closing.

Staff recommends that the Board approve this resolution.

**FINANCIAL IMPACT:**

The Project Fund will finance this expenditure included in the CY 2017 Capital Improvement Program. Funding for the acquisition of the Property including closing are included in the Water Delivery Core Business, Production Growth, and Dietrich Elevated Storage Tank Land Acquisition budget line item. The job number is 16-6003.

Bruce A. Haby  
Manager  
Corporate Real Estate

Nancy Belinsky  
Vice President and General Counsel

Robert R. Puente  
President/Chief Executive Officer
RESOLUTION NO.

OF THE SAN ANTONIO WATER SYSTEM (THE “SYSTEM”) BOARD OF TRUSTEES ACCEPTING THE BID FROM AND APPROVING A PURCHASE/EXCHANGE AGREEMENT WITH SHAVANO LDR NO. 4 COMMERCIAL PARTNERSHIP, LTD AND DENTON DEVELOPMENT COMPANY, INC. (COLLECTIVELY, THE “BIDDER”) FOR THE PURCHASE AND EXCHANGE BY THE CITY OF SAN ANTONIO ACTING BY AND THROUGH THE SYSTEM, FOR CERTAIN REAL PROPERTY BEING APPROXIMATELY 3.923 ACRES LOCATED ALONG INDIAN WOODS, SAN ANTONIO, BEXAR COUNTY, TEXAS (THE “PROPERTY”) IN THE NORTHEAST QUADRANT OF BEXAR COUNTY, FOR THE DE ZAVALA ELEVATED STORAGE TANK PROJECT (THE “PROJECT”) FOR THE EXPANSION AND OPERATION OF THE SYSTEM IN EXCHANGE FOR THE CONVEYANCE BY THE SYSTEM OF A CERTAIN APPROXIMATELY 1.924 ACRE SURPLUS PROPERTY (THE “SURPLUS TRACT”) LOCATED OFF OVERLOOK PARKWAY IN SAN ANTONIO, BEXAR COUNTY, TEXAS AND THE PAYMENT BY THE SYSTEM OF THE SUM OF $275,000.00; AUTHORIZING THE ACQUISITION OF THE PROPERTY AND CONVEYANCE IN ACCORDANCE WITH THE TERMS OF THE PURCHASE/EXCHANGE AGREEMENT AND THE EXPENDITURE OF FUNDS IN A TOTAL AMOUNT NOT TO EXCEED $285,000.00 FOR THE ACQUISITION OF THE PROPERTY AND RELATED CLOSING AND TITLE INSURANCE COSTS; FINDING THE RESOLUTION TO HAVE BEEN CONSIDERED PURSUANT TO THE LAWS GOVERNING OPEN MEETINGS; PROVIDING A SEVERABILITY CLAUSE; AND ESTABLISHING AN EFFECTIVE DATE

WHEREAS, the Project provides for the design and construction of an elevated storage tank, which is required by the Texas Commission on Environmental Quality to meet requirements for future growth in the area for elevated storage capacity, and provide better pressure for distribution and operation of the System; and

WHEREAS, the System has determined that acquisition of the Property is necessary for the Project; a depiction of the Property being more particularly set out in Attachment I and being more particularly described in the Purchase/Exchange Agreement and Bidding Instructions (the Purchase/Exchange Agreement”) in Attachment III, both attached hereto and incorporated herein for all purposes; and
WHEREAS, by System Board of Trustees Resolution No. 16-198, approved on August 2, 2016, and via City of San Antonio City Council Ordinance 2017-0-07-0629 approved on September 7, 2017, the Surplus Tract, being depicted in Attachment II attached hereto and incorporated herein and being more particularly described in the Purchase/Exchange Agreement, was declared surplus to the needs of the System and authorized to be sold; and

WHEREAS, the System issued SAWS Bid Solicitation No. RE-18-002-FF, which solicitation sought offers (purchase or exchange) for the Surplus Tract; and

WHEREAS, the Bidder, pursuant to their bid in response to the above solicitation, has agreed to convey the Property to the System, in exchange for the conveyance of the Surplus Tract and a payment by the System in the amount of $275,000.00, in accordance with the terms of the Purchase/Exchange Agreement, subject to approval of the Board of Trustees; and

WHEREAS, funds in the amount not to exceed $285,000.00 are available in the Project Fund for the purchase of the Property and closing and title insurance costs, which are estimated to be an amount not to exceed $10,000.00; and

WHEREAS, the San Antonio Water System Board of Trustees desires to (i) approve a Purchase/Exchange Agreement for the exchange of the Surplus Tract for the Property and the payment of the amount of $275,000.00 to the Bidder for the Project, (ii) authorize the expenditure of funds in the amount not to exceed $285,000.00 for the acquisition of the Property and related closing and title insurance costs from the Project Fund, and (iii) authorize the President/Chief Executive Officer or his duly appointed designee to execute all documents necessary or advisable to effectuate the acquisition of the Property and the conveyance of the Surplus Tract, including any amendments that do not increase the purchase price and to pay the amount not to exceed $275,000.00 to the Bidder for the acquisition of the Property through Alamo Title Company as escrow agent and to pay an amount not to exceed $10,000.00 to Alamo Title Company for title insurance and related closing costs; now, therefore:

BE IT RESOLVED BY THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES:

1. That the Purchase/Exchange Agreement with the Bidder for the acquisition by the City of San Antonio, acting by and through the System, of the Property for the Project, in exchange for the Surplus Tract and the amount of $275,000.00, is hereby approved in the form attached hereto as Attachment III.

2. That expenditure of the funds from the Project Fund in an amount not to exceed $285,000.00 for the acquisition of the Property and title insurance and related closing costs is hereby approved.
3. That the President/Chief Executive Officer or his duly appointed designee is hereby authorized to execute all documents necessary or advisable to effectuate the acquisition of the Property and the conveyance of the Surplus Tract, including any amendments that do not increase the purchase price, and to pay an amount not to exceed $275,000.00 to the Bidder for the acquisition of the Property through Alamo Title Insurance Company as escrow agent and to pay an amount not to exceed $10,000.00 to Alamo Title Insurance Company for title insurance and related closing costs, in accordance with the terms of the Purchase/Exchange Agreement.

4. It is officially found, determined and declared that the meeting at which this resolution is adopted was open to the public, and that public notice of the time, place and subject matter of the public business to be conducted at such meeting, including this resolution, was given to all as required by the Texas Codes Annotated, as amended, Title 5, Chapter 551, Government Code.

5. If any part, section, paragraph, sentence, phrase or word of this resolution is for any reason held to be unconstitutional, illegal, inoperative or invalid, or if any exception to or limitation upon any general provision herein contained is held to be unconstitutional, illegal, invalid or ineffective, the remainder of this resolution shall nevertheless stand effective and valid as if it had been enacted without the portion held to be unconstitutional, illegal, invalid or ineffective.

6. This resolution becomes effective immediately upon its passage.

    PASSED AND APPROVED this 15th day of January, 2019.

_________________________________________
Berto Guerra, Jr., Chairman

ATTEST:

_______________________________________
Amy Hardberger, Secretary

Attachments:
I     Aerial Depiction of Property
II    Aerial Deposition of Surplus Tract
III   Purchase/Exchange Agreement
PURCHASE/EXCHANGE AGREEMENT AND BIDDING INSTRUCTIONS
OVERLOOK LOOP 1.94 ACRES
SAWS BID SOLICITATION NO. RE-18-002-FF

1. **Sale of SAWS Property.** The City of San Antonio, Texas, a home-rule municipality of the State of Texas, acting by and through the San Antonio Water System ("SAWS"), desires to sell and is soliciting offers to purchase and/or exchange certain SAWS-owned real property ("SAWS Property"). **SAWS will consider offers of cash, other real property, or a combination of both (including offers that would require SAWS to pay additional cash in connection with the exchange of real property).**

2. **The SAWS Property.** The SAWS Property is described as follows:

   That approximately 1.94 acre tract(s) of land generally located off Overlook Parkway west of US Hwy 281N, in San Antonio, Bexar County, Texas, more particularly described in Exhibit "A" attached hereto and made a part hereof, together with all improvements thereon and appurtenances thereto.

   The SAWS Property is currently burdened by restrictive covenants limiting the use of the SAWS Property to water system improvements (the "Restrictions"), as set forth more particularly in the deed recorded in Book 13607, Page 2445 of the Official Public Records of Real Property, Bexar County, Texas.

3. **Bid Information.** This Purchase/Exchange Agreement and Bidding Instructions document ("Agreement") is the official bid form that must be completed and returned by interested bidders in accordance with the instructions herein. Interested bidders must:

   a. furnish the information requested in Section 6 below;
   b. sign this Agreement where indicated on Page 10 below;
   c. sign and enclose the San Antonio Water System Discretionary Real Estate Contracts Disclosure form attached hereto as Exhibit "E".
   d. Enclose a legal description of any proposed exchange property, and all supporting information described in Section 6 below.
   e. Fill out and sign the Conflict of Interest Questionnaire attached hereto as Exhibit "G".
   f. Place the Purchase Agreement and any supporting documentation and information in a sealed envelope properly identified as containing a "Bid for Purchase of SAWS PROPERTY (SAWS BID SOLICITATION NO.RE-18-002-FF) OVERLOOK LOOP" addressed and delivered to:

   San Antonio Water System
   Contract Administration Division
   Attn: Fred Flores, Contract Administrator
   2800 U.S. Hwy 281 North
   Customer Service Building, Suite 171
   San Antonio, Texas 78212

   It is the bidder's sole responsibility to deliver the bid documents properly completed, on time, to the proper location.

Page 1
g. SAWS reserves the right to reject any and all bids and waive any formalities.

4. **Bidder Inspection.** ANY PARTY INTERESTED IN SUBMITTING A BID FOR THE SAWS PROPERTY MAY CONDUCT AN INSPECTION OF THE SAWS PROPERTY BY SPECIAL REQUEST BY CONTACTING, NOT LATER THAN OCTOBER 30, 2018:

   MR. BRUCE HABY cell 210-260-5930, office 210-233-3636

   **ALL ENTRIES ON THE SAWS PROPERTY SHALL BE CONDITIONED UPON SUCH INTERESTED PARTY’S EXECUTION OF THE “RELEASE AND INDEMNITY AGREEMENT” ATTACHED HERETO AS EXHIBIT “B”**.

5. **Bid Due Date.** Sealed bids will be received until **8:30 A.M. (CT)** San Antonio, Texas time on **November 1, 2018** (the “Bid Deadline”) at the address shown in paragraph 3 above.

6. **Bid Information.**

   a. **SURPLUS PROPERTY:**
   SAWS BID SOLICITATION NO. RE-18-02-FF
   Overlook Loop, San Antonio, Bexar County, Texas

   b. **BIDDER:**
   Name: Shavano/LDR No. 4 Commercial Partnership, Ltd. and Denton Development Company, Inc.
   Address: 11 Lynn Batts Lane, Suite 200
   San Antonio, Texas 78218
   Attn: Lloyd L. Denton, Jr.
   Phone: 210-828-6111
   email: laddiedenton@waterblue.com

   c. **BID PRICE:** $\text{N/A}$ (the “Bid Price”)

   or

   **EXCHANGE OFFER:** Exchange Offer is set forth on Schedules 1–5 attached hereto and incorporated herein

   (Please include a brief description of the proposed exchange property ("Exchange Property") above. If the exchange offer includes cash to or from SAWS as part of the exchange, please state such amount above.

   Please enclose: (i) a legal description of the Exchange Property and (ii) copies of all written leases, tenancies, rental agreements and any other agreements affecting the Exchange Property, and a full written description of any such agreements which are not written.)

7. **Investigations of Exchange Property.** If bidder's bid includes an Exchange Property, bidder agrees, by signing this Agreement, that, following the Bid Deadline, SAWS and its
representatives, contractors and consultants shall have the right to enter upon the Exchange Property to conduct investigations, including without limitation, soil tests, engineering studies, planning and/or feasibility studies, environmental inspections, a study of the availability of water, utilities, drainage, access, and sewer, and such other investigations as SAWS may desire to determine the suitability of the Exchange Property for Buyer's intended use.

8. **Notice of Acceptance.** This Agreement and the selection of the successful bidder is subject to the approval of the SAWS Board of Trustees. Following the Bid Deadline and SAWS’ staff selection of a recommended successful bidder, if any, SAWS intends to seek Board of Trustees approval to accept the bid of said bidder and to enter in this Agreement with said bidder. SAWS will give notice of the acceptance of a bid to the successful bidder (the "Successful Bidder"), if any, within seventy five (75) days after the Bid Deadline. Bids shall expire and are automatically rejected by SAWS if not accepted and approved by the SAWS Board of Trustees within seventy five (75) days following the Bid Deadline.

9. **Title Exceptions.**

   a. The SAWS Property will be conveyed without warranty of title and subject to (i) all visible and apparent easements (ii) all matters of record relating to the SAWS Property as shown in the Real Property Records of Bexar County, Texas, including the Restrictions and (iii) all applicable zoning, platting and other governmental ordinances, laws, rules and regulations (collectively, the "Permitted Exceptions"). SAWS makes no representations about whether the SAWS Property has access to any public right of way.

   b. If the Successful Bidder’s bid includes the Exchange Property, SAWS intends to obtain a Commitment for Title Insurance ("Commitment"). The Exchange Property shall be conveyed subject only to those recorded matters of record set forth in Schedule B of the final Commitment. All Schedule C items in the Commitment shall be cured or satisfied by Successful Bidder at Successful Bidder’s expense, and no such Schedule C items shall become exceptions in the deed for the Exchange Property.

10. **As Is Condition.** THE SAWS PROPERTY WILL BE CONVEYED IN ITS PRESENT "AS IS" CONDITION. IF THE PURCHASE AGREEMENT CLOSES, SUCCESSFUL BIDDER ACCEPTS THE SAWS PROPERTY IN ITS PRESENT CONDITION. AS A MATERIAL PART OF THE CONSIDERATION FOR THE SALE OF THE PROPERTY, SUCCESSFUL BIDDER ACKNOWLEDGES THAT IT IS NOT RELYING UPON THE ACCURACY OR COMPLETENESS OF ANY REPRESENTATION, BROCHURE, RENDERING, PROMISE, STATEMENT OR OTHER ASSERTION OR INFORMATION (INCLUDING THE PROPERTY INFORMATION DOCUMENTS) WITH RESPECT TO THE SAWS PROPERTY MADE OR FURNISHED BY OR ON BEHALF OF, OR OTHERWISE ATTRIBUTED TO, SAWS OR ANY OF ITS AGENTS, EMPLOYEES, BROKERS, TRUSTEES, OFFICIALS OR REPRESENTATIVES, ANY AND ALL SUCH RELIANCE BEING HEREBY EXPRESSLY AND UNEQUIVOCALLY DISCLAIMED, BUT IS RELYING SOLELY AND EXCLUSIVELY UPON ITS OWN EXPERIENCE AND ITS INDEPENDENT JUDGMENT, EVALUATION AND EXAMINATION OF THE PROPERTY. SUCCESSFUL BIDDER FURTHER UNEQUIVOCALLY DISCLAIMS (I) THE EXISTENCE OF ANY DUTY TO DISCLOSE ON THE PART OF SAWS OR ANY OF ITS AGENTS, EMPLOYEES, BROKERS, TRUSTEES, OFFICIALS OR
11. **Inspections and Assessments of SAWS Property.** Up to the date of SAWS' Board of Trustees approval of the bid (the "Inspection Period"), bidders may conduct, at the bidder's sole cost, any inspections and environmental assessments on the SAWS Property that the bidder may elect, subject to the indemnity and other provisions of Section 4 of this Agreement, and shall secure any financing needed to purchase the SAWS Property. The Successful Bidder's failure to conduct inspections and environmental assessments and secure financing shall not excuse the Successful Bidder from any obligations under this Agreement. If an Environmental Professional (as defined in 40 CFR Part 312.10(b)) desires to communicate with SAWS, the communication must be in writing and delivered to SAWS at the address stated in Section 20, below. A bidder may not conduct a Phase II environmental site assessment on the SAWS Property, or other invasive tests, including boring and drilling, upon the SAWS Property, without SAWS' prior written consent, a condition of which shall be SAWS approval, in SAWS reasonable discretion, of bidder's plan for conducting such Phase II environmental site assessment or other invasive tests on the SAWS Property.

12. **Closing Documents from SAWS.**

   a. SAWS will convey the SAWS Property to the Successful Bidder by Deed Without Warranty (the "Deed") in the form attached hereto as Exhibit "C". The Deed shall be
countersigned by the Successful Bidder to evidence acceptance of the terms contained therein.

b. If applicable, the Successful Bidder shall convey the Exchange Property to SAWS by Warranty Deed (the “Exchange Property Deed”) in the form attached hereto as Exhibit “F”.

c. SAWS and the Successful Bidder agree to execute any other closing documents that may be reasonably required by the Title Company, including a customary settlement statement, provided, however, in no event shall SAWS be required to execute affidavits, make representations or warranties or provide indemnities in connection with the Closing.

13. Closing. The closing date (“Closing”) will be on the first business day occurring twenty (20) calendar days after the date of SAWS’ execution of this Agreement (following SAWS Board of Trustees approval of this Agreement), or on such other earlier date as SAWS and Successful Bidder may mutually agree, provided all conditions to Closing have been satisfied. The Closing will be at the office of the following title company (“Title Company”):

Alamo Title Company
2915 W. Bitters Rd., Suite 301
San Antonio, Texas 78232
Attn.: Chris Varley


a. The SAWS Property is currently exempt from real property taxes. Taxes for the year of Closing and future years will be the obligation of the Successful Bidder. If this transfer or the Successful Bidder’s use of the SAWS Property after Closing results in the assessment of additional taxes, penalties or interest, including without limitation rollback taxes (“SAWS Property Assessments”) for periods prior to Closing, the Assessments will be the obligation of the Successful Bidder. Obligations imposed by this Section 14a shall survive Closing.

b. SAWS is a tax-exempt entity. All ad valorem taxes on any Exchange Property shall be prorated to the date of Closing, and Successful Bidder shall be responsible for the payment of all such ad valorem taxes up to and including the date of Closing, which payment shall be made via debit or payment reflected on the settlement statement at Closing. If the current year's taxes are not known as of the date of Closing, the proration shall be based upon the previous year’s taxes, per Section 26.11 of the Texas Tax Code. The Title Company will pay the Successful Bidder’s prorated amount to the appropriate county Tax Assessor-Collector at Closing, per such Section 26.11, together with any amounts owing for years prior to Closing. The Successful Bidder’s obligation to pay all ad valorem taxes on the Exchange Property for the period up to and including the date of Closing, including prior years, shall survive Closing.

15. Closing Costs. SAWS and Successful Bidder shall each be responsible for the policy premiums and endorsement costs for any title policy such party elects to purchase. Any escrow fee
charged by Title Company shall be paid equally by SAWS and the Successful Bidder. Each party will be responsible for paying its own attorney’s fees and the cost of recording any documents delivered to it or them at Closing. All other closing costs are as set forth in this Agreement.

16. **Default.** If for any reason the Successful Bidder fails to comply with any of the provisions of this Agreement, or if any of the representations or warranties of the Successful Bidder contained in this Agreement are incorrect or become incorrect or untrue, SAWS, at its election, may (i) terminate this Purchase Agreement, (ii) waive any unmet requirements and proceed to Closing, or (iii) pursue any remedies it may have at law or in equity. If SAWS fails to comply with this Agreement, the Successful Bidder's sole and exclusive remedy under this Agreement shall be to terminate this Agreement.

17. **Property Information.** SAWS has obtained information on the SAWS Property, listed in more detail in Exhibit “D” attached hereto (the "Property Information Documents"), which will be made available to all prospective Bidders at [WWW.SAWS.ORG](http://WWW.SAWS.ORG). In addition, a hard copy may be obtained at:

> San Antonio Water System  
> Contract Administration Division  
> 2800 U.S. Hwy 281 North  
> Customer Service Building, Suite 171  
> San Antonio, Texas 78212

SAWS does not make any representation or warranty as to the quality, accuracy or completeness of any data or information contained in the Property Information Documents, and advises the Successful Bidder to independently verify any such data or information. If the Property Information Documents include a Phase I environmental assessment, SAWS does not warrant whether it will qualify Successful Bidder as an "innocent purchaser" under CERCLA, 42 USC 9601 et seq. and the Texas Solid Waste Disposal Act, Texas Health and Safety Code Chapter 361 et seq., and SAWS recommends that the Successful Bidder conduct its own environmental assessment of the SAWS Property. Further, SAWS does not represent or warrant that the Property Information Documents constitute all of the documents in SAWS possession related to the SAWS Property.

18. **Representations.** If the bid includes an Exchange Property, bidder makes the following representations, warranties and covenants as of the date of this Agreement and as of the Closing, and such warranties and covenants shall survive the Closing.

   a. **Title.** Bidder owns good and indefeasible title to the Property and is fully authorized to convey the Property pursuant to this Agreement.

   b. **No Proceedings.** There are no pending or, to bidder’s knowledge, threatened condemnation or similar proceedings or assessments affecting the Exchange Property, lawsuits by adjoining landowners or others, nor to the best knowledge and belief of bidder is any such lawsuit contemplated by any person.

   c. **No Leases.** At the time of Closing, the Exchange Property will not, in whole or in part, be under lease.
d. **No Contracts.** Except as expressly disclosed to SAWS pursuant to Section 6 above, bidder has not and will not enter into any written contracts, agreements, or listings, or be a party to any oral understandings or agreements affecting the Exchange Property.

e. **Environmental.** During the period that bidder has owned the Exchange Property, there has been no storage, production, transportation, disposal, treatment or release of any solid waste, hazardous waste, toxic substance, or any other pollutants or contaminants on or in the Exchange Property, and bidder has complied with all applicable local, state or federal environmental laws and regulations.

f. **No Changes to Property.** Bidder shall not change or make alterations to the Exchange Property between the date of this Agreement and Closing without SAWS’ prior written consent. Such prohibited changes shall include, but shall not be limited to, removing trees, or removal or relocation of site improvements or landscaping. Additionally, bidder shall not submit or proceed with any subdivision platting, zoning change or other change in the legal status of the Exchange Property.

19. **Notices.** Any notice to be given hereunder shall be given by placing the notice or designation in the United States mail, certified or registered, properly stamped and addressed to the address shown below or such other address as the respective party may direct in writing to the other, or by personal delivery to such address by a party, by email, or by a delivery service which documents delivery, and such notice or designation shall be deemed to be received upon such placing in the mails or such delivery:

a. **SAWS**
   San Antonio Water System
   Attn: Manager, Corporate Real Estate
   2800 US 281 North, 5th Floor, Tower I
   San Antonio, Texas 78212
   jenice.haby@saws.org

   With a copy to:
   San Antonio Water System
   Attn: Mark E. Brewton, Corporate Counsel
   2800 US 281 North, 6th Floor Tower I
   San Antonio, Texas 78212
   mark.brewton@saws.org

b. **Bidder**
   As set out in Section 6 above.

20. **Right to Reject.** SAWS reserves the right to reject any and all offers to purchase the SAWS Property and nothing in this Agreement shall require SAWS to accept any offer or to complete a sale of the SAWS’ Property.

21. **Disclaimers.**

   a. **Notice Regarding Title.** THE TEXAS REAL ESTATE LICENSE ACT REQUIRES A REAL ESTATE AGENT TO ADVISE A BUYER THAT BUYER SHOULD HAVE AN ATTORNEY EXAMINE AN ABSTRACT OF TITLE TO THE PROPERTY
BEING PURCHASED; OR A TITLE INSURANCE POLICY SHOULD BE OBTAINED. NOTICE TO THAT EFFECT IS HEREBY GIVEN TO BIDDER.

b. **Notice Regarding Possible Liability for Additional Taxes (Texas Property Code-Section 5.010).** If for the current ad valorem tax year the taxable value of the SAWS Property that is the subject of this Purchase Agreement is determined by a special appraisal method that allows for appraisal of the SAWS Property at less than its market value, the person to whom the SAWS Property is transferred may not be allowed to qualify the SAWS Property for that special appraisal in a subsequent tax year and the SAWS Property may then be appraised at its full market value. In addition, the transfer of the SAWS Property or a subsequent change in the use of the SAWS Property may result in the imposition of an additional tax plus interest as a penalty for the transfer or the change in the use of the SAWS Property. The taxable value of the SAWS Property and the applicable method of appraisal for the current tax year is public information and may be obtained from the tax appraisal district established for the county in which the SAWS Property is located.

c. **Annexation Disclosures.** If the SAWS Property that is the subject of this Agreement is located outside the limits of a municipality, the SAWS Property may now or later be included in the extraterritorial jurisdiction of a municipality and may now or later be subject to annexation by the municipality. Each municipality maintains a map that depicts its boundaries and extraterritorial jurisdiction. To determine if the SAWS Property is located within a municipality's extraterritorial jurisdiction or is likely to be located within a municipality's extraterritorial jurisdiction, contact the municipalities located in the general proximity of the SAWS Property for further information.

d. **Utility District.** Bidder agrees that, if the SAWS Property is situated in any utility district, bidder will sign and acknowledge, or prior to the Closing, a statutory notice as required under Section 49.45 of the Texas Water Code.

e. **Notice of Water and Sewer Service.** The SAWS Property is located in the water service area of the San Antonio Water System, which is the utility service provider authorized by law to provide water service to the SAWS Property, and the San Antonio Water System is the sewer service provider. There may be special costs or charges that you will be required to pay before you can receive water or sewer service. There may be a period required to construct lines or other facilities necessary to provide water or sewer service to the SAWS Property. You are advised to contact the San Antonio Water System to determine the cost that you will be required to pay and the period, if any, that is required to provide water or sewer service to the SAWS Property.

22. **Disclosure Form.** The San Antonio Water System Discretionary Real Estate Contracts Disclosure form is attached hereto as Exhibit “E” and must be signed by bidder and enclosed in the seal bid package.

23. **Entire Agreement.** This Agreement and the Exhibits attached hereto contain all agreements between the parties hereto and no agreement not contained herein shall be recognized by the parties. The captions used herein are for convenience only and shall not be used to construe this Purchase Agreement. Exhibits "A" - "F" attached hereto are incorporated herein for all purposes.
24. **Governing Law.** This Purchase Agreement shall be governed by the laws of the State of Texas and is performable in Bexar County, Texas.

25. **No Real Estate Commissions.** Each party represents and warrants to the other that no broker or agent represents them in this Agreement and that no real estate commissions or other amounts will be owed to any third party claiming to represent such party in this Agreement.

26. **Binding Effect.** By signing below, the bidder agrees that if SAWS accepts such bid, bidder will purchase the SAWS Property for the Bid Price (and, as applicable, convey the Exchange Property) in accordance with the provisions hereof and will comply with and be bound by the terms and conditions set out herein. All representations, warranties, covenants and obligations of bidder herein shall survive Closing.

27. **Time.** Time is of the essence in the performance of this Agreement. Notwithstanding anything herein to the contrary, if the final date of any period, any date of performance or any deadline date which is set forth in this Agreement falls on a Saturday, Sunday, federal legal holiday or day when SAWS offices are closed, then such date shall be extended to the next following date which is not a Saturday, Sunday, federal legal holiday or day when SAWS offices are closed.

28. **Form 1295.** Within ten (10) days following a request from SAWS, bidder shall submit to SAWS a completed Texas Ethics Commission Form 1295 Certificate of Interested Parties.

29. **1031 Exchange.** If Successful Bidder’s bid includes the conveyance of an Exchange Property and if Successful Bidder so requests, SAWS shall cooperate with Successful Bidder in effecting Successful Bidder’s exchange under a Tax-Deferred Exchange under §1031 of the Internal Revenue Code; provided, however, (i) the exchange shall be at no expense to SAWS; (ii) the exchange shall not delay the Closing; (iii) Successful Bidder shall continue to be liable for all obligations under this Agreement and (iv) SAWS shall not be required to receive title from an exchange intermediary, acquire title to any proposed exchange properties or to incur any liability to accommodate Successful Bidder’s exchange. Successful Bidder shall indemnify, defend and hold SAWS harmless from and against any and all claims, demands, costs and expenses which SAWS may sustain or incur resulting from the consummation of the transfer of the Exchange Property as a §1031 exchange, which obligation shall survive Closing.

30. **No Prohibited Persons/Entities.** Bidder represents and warrants to SAWS that bidder is not (i) an employee of the San Antonio Water System, (ii) the spouse or domestic partner of an employee of the San Antonio Water System or (iii) an entity in which an employee of the San Antonio System or spouse or domestic partner of an employee of the San Antonio Water System owns ten percent (10%) or more of the voting stock or fair market value of the entity. The violation of this provision or determination by SAWS that the bidder is a prohibited person/entity as set forth hereinabove shall render this Agreement voidable by the President/CEO or Board of Trustees of the San Antonio Water System.

31. **Joint Bidders.** A bid submitted by two or more bidders is permissible and shall constitute one bid. Each bidder thereto shall be jointly and severally responsible for the obligations under this Agreement.

(Signatures appear on the following pages)
IN WITNESS WHEREOF, the party submitting this bid has caused this Agreement for Overlook Loop 1.94 acres to be duly executed and delivered (in the case of a party that is an entity, by their proper and duly authorized officer) as of the day and year written below, and each undersigned represents and warrants to SAWS that such person has the authority to execute and deliver this Agreement on behalf of the person or entity for which he/she is signing.

Executed by bidder this 30th day of October, 2018.

BIDDER: SHAVANO/LDR NO. 4 COMMERCIAL PARTNERSHIP, LTD., a Texas limited partnership
By its Sole General Partner:
BITTERBLUE, INC., a Texas corporation

____________________________
Lloyd A. Denton, Jr., President

BIDDER*: DENTON DEVELOPMENT COMPANY, INC., a Texas corporation

____________________________
Lloyd A. Denton, Jr., President

*If there is more than one bidder, each bidder must sign.

STATE OF TEXAS §

COUNTY OF BEXAR §

BEFORE ME, the undersigned Notary Public, on this day personally appeared Lloyd A. Denton, Jr. known by me to be the person whose name is subscribed to the foregoing instrument and that such person has executed the same for the purposes and consideration therein expressed and in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this 30 day of October, 2018.

[Seal]
DEBORAH L. ZACHA
Notary Public, State of Texas

STATE OF TEXAS §

COUNTY OF BEXAR §

BEFORE ME, the undersigned Notary Public, on this day personally appeared Lloyd A. Denton, Jr. known by me to be the person whose name is subscribed to the foregoing instrument and that such person has executed the same for the purposes and consideration therein expressed and in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this 30 day of October, 2018.

[Seal]
DEBORAH L. ZACHA
Notary Public, State of Texas
Bid accepted by SAWS this ___ day of _____________, 201___, pursuant to SAWS Board of Trustees Resolution No. ____________.

SAN ANTONIO WATER SYSTEM:

By: _____________________________
Printed Name: ____________________
Title: ____________________________

Exhibits:
Exhibit “A”, Description of SAWS Property
Exhibit “B” - Release and Indemnity Agreement
Exhibit “C” - Form of Deed Without Warranty
Exhibit “D” - List of Property Information Documents
Exhibit “E” - San Antonio Water System Discretionary Real Estate Contracts Disclosure
Exhibit “F” – Form of Warranty Deed
Exhibit “G” – Conflict of Interest
RECEIPT OF PURCHASE/EXCHANGE AGREEMENT AND BIDDING INSTRUCTIONS

Receipt of the foregoing Purchase/Exchange Agreement and Instructions is hereby acknowledged on this _____ day of ______________________, 2018.

GF Number: ______________________

Alamo Title Company

By: ______________________________
Printed Name: ____________________
Title: ____________________________
EXHIBIT "A"

DESCRIPTION OF SAWS PROPERTY

PROPERTY DESCRIPTION:

Filed Notes

FOR

A 1.924 acre, (83,800 square feet), tract of land being out of a 2.96 acre tract also known as parcel P-20, and a 2.383 acre tract also known as Parcel P-2P, both described in Special Warranty Deed recorded in Volume 4715, Pages 389-395 of the Official Public Records of Real Property of Bexar County, Texas, said tract being out of the H. Siegertz Survey 417 1/4, Abstract 934, County Block 4663, Bexar County, Texas and a 3.94 acres also being out an 18.11 acre tract of land, also described in Special Warranty Deed recorded in Volume 4715, Pages 389-395 of the Official Public Records of Real Property of Bexar County, Texas, out of the Beatty Seals and Ferwood Survey in Abstract 119, County Block 4926, Bexar County, Texas and being further described by metes and bounds as follows:

COMMENCING: At a point at the southeast corner of a 2.96 acre variable width access easement as described in instrument recorded in Volume 8190, Pages 1281-1290 of the Official Public Records of Real Property of Bexar County, Texas, said point also being the west line of U.S. Highway 281 (a 200-foot right-of-way);

THENCE: S 79°09'15" W, departing said 200-foot right-of-way line and along and with the south line of said 2.96 acre access easement, a distance of 245.94 feet to a point of curvature;

THENCE: Northwesterly, continuing along said south line with a curve to the right, said curve having a radius of 614.00 feet, a central angle of 26°03'26", a chord bearing of N 87°48'01" W, 277.19 feet, and an arc length of 279.60 feet, to a point at the northeast corner and POINT OF BEGINNING of the herein described tract;

THENCE: S 00°27'56" W, departing said south line, a distance of 386.28 feet to a point at the southeast corner of this tract;

THENCE: S 00°34'47" W, a distance of 280.00 feet to a point at the southwest corner of this tract;

THENCE: N 00°27'56" W, a distance of 241.16 feet, to an angle point;

THENCE: N 89°42'04" E, a distance of 180.00 feet to an angle point;

THENCE: N 00°27'56" W, a distance of 181.98 feet to a point of non-tangent curvature in the south line of said 16.03 acre access easement at the northwest corner of this tract;
THENCE: Southeasterly, with a curve to the left, said curve having a radial bearing of N 25° 14' 00" E, a radius of 614.00 feet, a central angle of 09° 59' 19"., a chord bearing and distance of S 69° 43' 39" E, 106.90 feet, and an arc length of 107.04 feet the POINT OF BEGINNING and containing 1.924 acres of land in Boxer County, Texas.

DATE: March 27, 2001
JOB No.: 5255-01
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EXHIBIT “B”

RELEASE AND INDEMNITY AGREEMENT

In consideration for receiving permission from the San Antonio Water System (“SAWS”) to enter upon the real property located in Bexar County, Texas and described on Exhibit “A” attached hereto and incorporated herein (the “Property”), the undersigned (“Releasor”) hereby agrees to and acknowledges the following:

1. COMPLIANCE WITH RULES AND SAFETY REQUIREMENTS. Releasor and its agents, employees and contractors shall at all times during their entry upon the Property cooperate and comply with all rules and safety requirements for the Property.

2. RESTORATION. Following Releasor’s entry upon the Property, Releasor must restore at no cost to SAWS any damage to the Property caused by Releasor or its agents, employees and contractors.

3. RELEASE. The City of San Antonio (“COSA”) and SAWS and their officers, employees, agents and fiduciaries shall not be liable for any injury, loss or damage suffered by Releasor or its agents, employees and contractors on or upon the Property EVEN IF SUCH INJURY, LOSS OR DAMAGE IS CAUSED IN WHOLE OR IN PART BY THE NEGLIGENCE OR WILLFUL ACT OF COSA OR SAWS, THEIR AGENTS, EMPLOYEES OR CONTRACTORS, OR ANY OTHER PERSON OPERATING AT THE PROPERTY.

4. INDEMNIFICATION. RELEASOR AGREES TO AND SHALL INDEMNIFY AND HOLD HARMLESS COSA AND SAWS, THEIR OFFICERS, EMPLOYEES, AGENTS AND FIDUCIARIES (COLLECTIVELY “THE INDEMNIFIED PARTIES”) FROM ANY AND ALL DAMAGES, CLAIMS AND LOSSES OF ANY NATURE, INCLUDING THOSE ASSOCIATED WITH PROPERTY DAMAGE, PERSONAL INJURY, BODILY INJURY, OR DEATH, ATTORNEY’S FEES AND COURT COSTS ARISING FROM THE RELEASOR’S OR THE RELEASOR’S AGENTS’ OR CONTRACTORS’ PRESENCE ON OR USE OR INSPECTION OF THE PROPERTY (INCLUDING ANY ENVIRONMENTAL ASSESSMENTS PERFORMED ON THE PROPERTY) OR THE CONSTRUCTION OF THE PROPERTY. IT IS THE EXPRESS INTENT OF THE PARTIES HERETO THAT THIS INDEMNITY SHALL APPLY TO AND PROTECT THE INDEMNIFIED PARTIES FROM DAMAGES CAUSED BY THE INDEMNIFIED PARTIES’ SOLE AND/OR CONCURRENT NEGLIGENCE AND/OR STRICT LIABILITY. THE PROVISIONS OF THIS PARAGRAPH SHALL OVERRIDE AND CONTROL ANY CONTRARY PROVISIONS IN THE TEXAS TORT CLAIMS ACT (TEXAS CIVIL PRACTICE AND REMEDIES CODE CHAPTER 101).

5. BINDING EFFECT. This agreement is binding upon Releasor and its successors. This agreement may not be assigned by Releasor.

DATED ______________.

RELEASOR:

SHAVANO/LDR NO. 4 COMMERCIAL PARTNERSHIP, LTD., a Texas limited partnership

By Its Sole General Partner:

BITTERBLUE, INC., a Texas corporation

______________________________
Lloyd A. Denton, Jr., President

RELEASOR:

DENTON DEVELOPMENT COMPANY, INC., a Texas corporation

______________________________
Lloyd A. Denton, Jr., President

Attachments
Attachment A – Description of SAWS Property

Exhibit B
ATTACHMENT A

TO RELEASE AND INDEMNITY AGREEMENT

PROPERTY DESCRIPTION

FIELD NOTES

FOR

A 1.924 acre, (83,800 square foot), tract of land being out of a 2.86 acre tract also known as parcel P-30, and a 3.361 acre tract also known as Parcel P-29, both described in Special Warranty Deed recorded in Volume 4715, Pages 389-395 of the Official Public Records of Real Property of Bexar County, Texas, said tracts being out of the H.E. Herrup Survey 417 1/2, Abstract 934, County Block 4865, Bexar County, Texas. A 1.924 acres also being out of 18.11 acre tract of land, also described in Special Warranty Deed, recorded in Volume 4715, Pages 389-395 of the Official Public Records of Real Property of Bexar County, Texas, out of the Betsy Sales and Ferwood Survey, Abstract 113, County Block 4926, Bexar County, Texas and being further described by metes and bounds as follows:

COMMENCING: At a point at the southeast corner of a 1.924 acre variable width access easement as described in Instrument recorded in Volume 8190, Pages 1281-1282 of the Official Public Records of Real Property of Bexar County, Texas, said point to be between the weld line of U.S. Highway 281 (a 200-foot right-of-way);

THENCE: S 79°09'15" W, departing said 200-foot right-of-way line and along and with the south line of said 1.03 acre access easement, a distance of 244.04 feet to a point of curvature;

THENCE: Northwest by continuing along said south line with a curve to the right, said curve having a radius of 614.00 feet, a central angle of 26°03'26", a distance of 1,351.19 feet and an arc length of 278.60 feet, to a point at the northeast corner and point of bearing of the herein described tract;

THENCE: E 09°27'50" W, departing said south line, a distance of 386.28 feet to a point at the southeast corner of this tract;

THENCE: S 89°43'37" W, a distance of 280.00 feet to a point at the southwest corner of this tract;

THENCE: N 00°27'46" W, a distance of 241.16 feet, to an angle point;

THENCE: N89°32'04" E, a distance of 180.00 feet to an angle point;

THENCE: N 00°27'56" W, a distance of 181.98 feet to a point of non-tangent curvature in the south line of said 16.03 acre access easement at the northwest corner of this tract;
THENCE: Southeastly, with a curve to the left, said curve having a radial bearing of N 25°14'00" E, a radius of 614.00 feet, a central angle of 09°59'19", a chord bearing and distance of S 69°45'19" E, 106.90 feet, and an arc length of 107.04 feet the POINT OF BEGINNING and containing 1.924 acres of land in Boxer County, Texas.
A 1.924 acre, (63,805 square feet), tract of land being out of a 2.96 acre tract also known as parcel P-20, and a 2.383 tract also known as parcel P-25, both described in Special Warranty Deed recorded in Volume 4710, Pages 369–395 of the Official Public Records of Real Property of Bexar County, Texas, said tracts being out of the N. J. Napper Survey 417-4/5, Abstract 934, County Block 4625, Bexar County, Texas, said 1.924 acres also being out of an 18.11 acre tract of land also described in Special Warranty Deed recorded in Volume 4715, Pages 389–395 of the Official Public Records of Real Property of Bexar County, Texas, out of the Busta Block and Forward Survey 1, Abstract 113, County Block 4929, Bexar County, Texas.
EXHIBIT “C”

FORM OF DEED WITHOUT WARRANTY

NOTICE OF CONFIDENTIALITY RIGHTS: IF YOU ARE A NATURAL PERSON, YOU MAY REMOVE OR STRIKE ANY OF THE FOLLOWING INFORMATION FROM ANY INSTRUMENT THAT TRANSFERS AN INTEREST IN REAL PROPERTY BEFORE IT IS FILED FOR RECORD IN THE PUBLIC RECORDS: YOUR SOCIAL SECURITY NUMBER OR YOUR DRIVER’S LICENSE NUMBER.

STATE OF TEXAS §

COUNTY OF BEXAR §

Effective Date: ________________

Grantor: City of San Antonio, acting by and through its San Antonio Water System

Grantor’s Mailing Address: P.O. Box 4449, San Antonio, Texas 78298-2449

Grantee:

Grantee’s Mailing Address:

Consideration: Ten Dollars ($10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged.

Property (including any improvements): The approximately 1.94 acre tract(s) located in Bexar County and described more particularly in Exhibit A attached hereto and incorporated herein, together with all rights and appurtenances thereto.

Exceptions to Conveyance: All visible and apparent easements, all applicable zoning, platting and other governmental ordinances, laws, rules and regulations, and all matters of record relating to the Property as shown in the Real Property Records of Bexar County, Texas. The Property may not have access to a public right of way.

Reservations from Conveyance: None
Grantor, for the Consideration, grants, sells, and conveys to Grantee the Property, together with all and singular the rights and appurtenances thereto in any way belonging, subject to the Reservations from Conveyance and Exceptions to Conveyance, to have and to hold it to Grantee and Grantee's successors and assigns forever, but without warranty of title or any other warranty of any kind or nature, and without limitation on such disclaimer of warranties.

By accepting this deed, Grantee acknowledges that the PROPERTY IS BEING CONVEYED IN ITS PRESENT "AS IS" CONDITION AND GRANTEE ACCEPTS THE PROPERTY IN ITS PRESENT CONDITION. GRANTEE ACKNOWLEDGES THAT IT IS NOT RELYING UPON THE ACCURACY OR COMPLETENESS OF ANY REPRESENTATION, BROCHURE, RENDERING, PROMISE, STATEMENT OR OTHER ASSERTION OR INFORMATION WITH RESPECT TO THE PROPERTY MADE OR FURNISHED BY OR ON BEHALF OF, OR OTHERWISE ATTRIBUTED TO, GRANTOR OR ANY OF ITS AGENTS, EMPLOYEES, BROKERS, TRUSTEES, OFFICIALS OR REPRESENTATIVES, ANY AND ALL SUCH RELIANCE BEING HEREBY EXPRESSLY AND UNEQUIVOCALLY DISCLAIMED, BUT IS RELYING SOLELY AND EXCLUSIVELY UPON ITS OWN EXPERIENCE AND ITS INDEPENDENT JUDGMENT, EVALUATION AND EXAMINATION OF THE PROPERTY. GRANTEE FURTHER UNEQUIVOCALLY DISCLAIMS (I) THE EXISTENCE OF ANY DUTY TO DISCLOSE ON THE PART OF GRANTOR OR ANY OF ITS AGENTS, EMPLOYEES, BROKERS, TRUSTEES, OFFICIALS OR REPRESENTATIVES AND (II) ANY RELIANCE BY GRANTEE ON THE SILENCE OR ANY ALLEGED NONDISCLOSURE OF GRANTOR OR ANY OF ITS AGENTS, EMPLOYEES, BROKERS, TRUSTEES, OFFICIALS OR REPRESENTATIVES. GRANTEE TAKES THE PROPERTY UNDER THE EXPRESS UNDERSTANDING THAT THERE ARE NO EXPRESS OR IMPLIED WARRANTIES. GRANTEE EXPRESSLY WARRANTS AND REPRESENTS THAT NO PROMISE OR AGREEMENT WHICH IS NOT HEREIN EXPRESSED HAS BEEN MADE TO IT AND HEREBY DISCLAIMS ANY RELIANCE UPON ANY SUCH ALLEGED PROMISE OR AGREEMENT. GRANTEE HAS AGREED TO DISCLAIM RELIANCE ON GRANTOR AND TO ACCEPT THE PROPERTY "AS-IS" WITH FULL AWARENESS THAT THE PROPERTY'S PRIOR USES OR OTHER MATTERS COULD AFFECT ITS CONDITION, VALUE, SALABILITY OR FITNESS; AND GRANTEE CONFIRMS THAT GRANTEE IS FULLY ASSUMING ALL RISK ASSOCIATED THEREWITH. GRANTEE UNDERSTANDS THAT THE DISCLAIMERS OF RELIANCE AND OTHER PROVISIONS CONTAINED HEREIN COULD LIMIT ANY LEGAL RECOURSE OR REMEDY GRANTEE OTHERWISE MIGHT HAVE. GRANTEE ACKNOWLEDGES THAT IT HAS SOUGHT AND HAS RELIED UPON THE ADVICE OF ITS OWN LEGAL COUNSEL CONCERNING THIS PROVISION.

When the context requires, singular nouns and pronouns include the plural.

This conveyance is being made subject to ad valorem taxes for the year 201 and all subsequent years, which are assumed by Grantee. Any "rollback" taxes assessed against the Property are hereby assumed by Grantee.

Signatures on following pages
GRANTOR:

CITY OF SAN ANTONIO, ACTING BY AND THROUGH ITS SAN ANTONIO WATER SYSTEM:

By: ________________________________
Printed Name: _______________________
Title: ______________________________

STATE OF TEXAS §

COUNTY OF ______ §

This instrument was acknowledged before me on this _______ day of __________, 201__
by ______________________, ________________________ of the San Antonio Water System.

[Seal]

________________________________________
Notary Public, State of Texas
ACCEPTED BY GRANTEE:

________________________________________

By: ______________________________________
Printed Name: ____________________________
Title: _________________________________

STATE OF TEXAS §

COUNTY OF ________ §

This instrument was acknowledged before me on this ______ day of ____________, 201__
by ____________________________, ____________________________,
of _____________________________.

[Seal]

Notary Public, State of Texas

After recording, return to:

________________________________________

________________________________________
EXHIBIT “D”
LIST OF PROPERTY INFORMATION DOCUMENTS

BCAD

Aerial Picture

Plat and Field Notes

Title Commitment

Exhibit D
**Exhibit “E”**

**San Antonio Water System**

**Discretionary Real Estate Contracts Disclosure**

*Attach additional sheets if space provided is not sufficient.*

<table>
<thead>
<tr>
<th>(1) Identify any individual or business entity¹ that is a <strong>party</strong> to the discretionary contract:</th>
</tr>
</thead>
<tbody>
<tr>
<td>Note: At a minimum, the Respondent's name should be listed.</td>
</tr>
<tr>
<td>Shavano/LDR No. 4 Commercial Partnership, Ltd.</td>
</tr>
<tr>
<td>Denton Development Company, Inc.</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>(2) Identify any individual or business entity which is a <strong>partner</strong>, <strong>parent</strong> or <strong>subsidiary</strong> business entity, of any individual or business entity identified above in Box (1):</th>
</tr>
</thead>
<tbody>
<tr>
<td>Denton Development Company, Inc.: No partner, parent or subsidiary</td>
</tr>
<tr>
<td>Shavano/LDR No. 4 Commercial Partnership, Ltd.:</td>
</tr>
<tr>
<td>General Partner: Bitterblue, Inc.</td>
</tr>
<tr>
<td>Limited Partners: The Rogers Shavano Ranch, Ltd.</td>
</tr>
<tr>
<td>Bitterblue No. 2, Ltd.</td>
</tr>
</tbody>
</table>

List partner, parent or subsidiary of each party to the contract and identify the corresponding party:

This form is required to be supplemented in the event there are any changes in the information before the discretionary contract is the subject of Board action, and no later than five (5) business days after any change about which information is required to be filed, whichever occurs first.

<table>
<thead>
<tr>
<th>Signature:</th>
<th>Title: President &amp; CEO Bitterblue, Inc. and Denton Development Company, Inc.</th>
<th>Date:</th>
</tr>
</thead>
<tbody>
<tr>
<td>Lloyd A. Denton, Jr</td>
<td></td>
<td>October 30, 2018</td>
</tr>
</tbody>
</table>

| (3) Disclosures in Proposals |
| Any individual or business entity seeking a discretionary real estate contract with SAWS must disclose any known facts which, reasonably understood, raise a question² as to whether any SAWS official or employee would have a conflict of interest by participating in official action relating to the discretionary contract.

Party not aware of facts which would raise a conflicts-of-interest issue; or

Party aware of the following facts: NONE

---

¹A *business entity* means a sole proprietorship, partnership, firm, corporation, holding company, joint-stock company, receivership, trust, unincorporated association, or any other entity recognized by law. A sole proprietor should list the name of the individual and the d/b/a, if any.

²For purposes of this rule, facts are "reasonably understood" to "raise a question" about the appropriateness of official action if a disinterested person would conclude that the facts, if true, require recusal or require careful consideration of whether or not recusal is required.

---

DRAFT
EXHIBIT F

NOTICE OF CONFIDENTIALITY RIGHTS: IF YOU ARE A NATURAL PERSON, YOU MAY REMOVE OR STRIKE ANY OR ALL OF THE FOLLOWING INFORMATION FROM ANY INSTRUMENT THAT TRANSFERS AN INTEREST IN REAL PROPERTY BEFORE IT IS FILED FOR RECORD IN THE PUBLIC RECORDS: YOUR SOCIAL SECURITY NUMBER OR YOUR DRIVER'S LICENSE NUMBER.

WARRANTY DEED

THE STATE OF TEXAS §
COUNTY OF BEXAR §

KNOW ALL MEN BY THESE PRESENTS:

THAT THE UNDERSIGNED, ______________ (referred to herein as "Grantor"), for and in consideration of the sum of TEN DOLLARS ($10.00) cash, and other good and valuable consideration paid to Grantor by the SAN ANTONIO WATER SYSTEM, the receipt and sufficiency of which are hereby fully acknowledged and confessed, has GRANTED, SOLD and CONVEYED, and by these presents does hereby GRANT, SELL and CONVEY unto THE CITY OF SAN ANTONIO, a Texas municipal corporation, for the use, benefit and control of its SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES ("Grantee"), as such and their successors in office appointed by the City Council of the said City of San Antonio as provided in Ordinance No. 75-92, adopted at a regular meeting of said council, April 30, 1992, that certain __________ acres of land in Bexar County more particularly described in Exhibit A attached hereto and incorporated herein (the "Land"), together with all improvements thereon and all water rights and claims of water rights of any nature related to said Land, and together with all of Grantor's right, title and interest in and to all oil, gas and other minerals in and under and that may be produced from said Land, and all privileges and appurtenances pertaining to the Land, including, but not limited to, strips between the Land and abutting properties, and in any street, highway, alleys, easements or right of way, existing or proposed, on, adjacent or appurtenant to the Land, and any right of reversion related to the Land (collectively, the "Property").

This conveyance is made and accepted subject to those certain matters set forth on Exhibit B attached hereto and made a part hereof for all purposes.

TO HAVE AND TO HOLD the Property, together with all and singular the rights and appurtenances thereto in anywise belonging unto the said Grantee, its successors and assigns forever; and Grantor does hereby bind Grantor and Grantor's successors to WARRANT AND FOREVER DEFEND all and singular the Property, subject to those matters set forth in Exhibit B, unto the said Grantee, and Grantee's successors and assigns, against every person whomsoever claiming or to claim the same or any part thereof, when such claim is by, through or under Grantor.

Ad valorem taxes have been prorated to the effective date hereof. Ad valorem taxes and special assessments, if any, against the Property for the period up to and including the effective date hereof shall remain the responsibility of the Grantor.
EXECUTED to be effective the _____ day of ________________, 2018.

GRANTOR:

________________________________

By: ____________________________
Name: __________________________
Title: ___________________________

STATE OF TEXAS  §

COUNTY OF ____________ §

This instrument was acknowledged before me on this _______ day of ____________
______, 201__, by __________________________ (name), __________________________ (title) of _____
________________________, a __________________________, on behalf of said ________________.

[Seal]

______________________________
Notary Public, State of Texas

AFTER RECORDING, PLEASE RETURN TO:

San Antonio Water System
Attn: Mark Brewton
P.O. Box 2449
San Antonio, Texas 78298
Insert CIQ Exhibit “G”

Bidders have no employment or other business relationship requiring disclosure under Chapter 176, Local Government Code.
CONFLICT OF INTEREST QUESTIONNAIRE
For vendor doing business with local governmental entity

This questionnaire reflects changes made to the law by H.B. 23, 84th Leg., Regular Session.

This questionnaire is being filed in accordance with Chapter 176, Local Government Code, by a vendor who has a business relationship as defined by Section 176.001(1-a) with a local governmental entity and the vendor meets requirements under Section 176.006(a).

By law this questionnaire must be filed with the records administrator of the local governmental entity not later than the 7th business day after the date the vendor becomes aware of facts that require the statement to be filed. See Section 176.006(a-1), Local Government Code.

A vendor commits an offense if the vendor knowingly violates Section 176.006, Local Government Code. An offense under this section is a misdemeanor.

1 Name of vendor who has a business relationship with local governmental entity.

2 □ Check this box if you are filing an update to a previously filed questionnaire. (The law requires that you file an updated completed questionnaire with the appropriate filing authority not later than the 7th business day after the date on which you became aware that the originally filed questionnaire was incomplete or inaccurate.)

3 Name of local government officer about whom the information is being disclosed.

________________________
Name of Officer

4 Describe each employment or other business relationship with the local government officer, or a family member of the officer, as described by Section 176.003(a)(2)(A). Also describe any family relationship with the local government officer. Complete subparts A and B for each employment or business relationship described. Attach additional pages to this Form CIQ as necessary.

A. Is the local government officer or family member of the officer receiving or likely to receive taxable income, other than investment income, from the vendor?

□ Yes □ No

B. Is the vendor receiving or likely to receive taxable income, other than investment income, from or at the direction of the local government officer or a family member of the officer AND the taxable income is not received from the local governmental entity?

□ Yes □ No

5 Describe each employment or business relationship that the vendor named in Section 1 maintains with a corporation or other business entity with respect to which the local government officer serves as an officer or director, or holds an ownership interest of one percent or more.

6 □ Check this box if the vendor has given the local government officer or a family member of the officer one or more gifts as described in Section 176.003(a)(2)(B), excluding gifts described in Section 176.003(a-1).

7 _______________________________  __________________________
Signature of vendor doing business with the governmental entity  Date
CONFLICT OF INTEREST QUESTIONNAIRE
For vendor doing business with local governmental entity

A complete copy of Chapter 176 of the Local Government Code may be found at http://www.statutes.legis.state.tx.us/Docs/LG/htm/LG.176.htm. For easy reference, below are some of the sections cited on this form.

Local Government Code § 176.001(1-a): "Business relationship" means a connection between two or more parties based on commercial activity of one of the parties. The term does not include a connection based on:

(A) a transaction that is subject to rate or fee regulation by a federal, state, or local governmental entity or an agency of a federal, state, or local governmental entity;
(B) a transaction conducted at a price and subject to terms available to the public; or
(C) a purchase or lease of goods or services from a person that is chartered by a state or federal agency and that is subject to regular examination by, and reporting to, that agency.

Local Government Code § 176.003(a)(2)(A) and (B):
(a) A local government officer shall file a conflicts disclosure statement with respect to a vendor if:

(2) the vendor:

(A) has an employment or other business relationship with the local government officer or a family member of the officer that results in the officer or family member receiving taxable income, other than investment income, that exceeds $2,500 during the 12-month period preceding the date that the officer becomes aware that
   (i) a contract between the local governmental entity and vendor has been executed; or
   (ii) the local governmental entity is considering entering into a contract with the vendor;

(B) has given to the local government officer or a family member of the officer one or more gifts that have an aggregate value of more than $100 in the 12-month period preceding the date the officer becomes aware that
   (i) a contract between the local governmental entity and vendor has been executed; or
   (ii) the local governmental entity is considering entering into a contract with the vendor.

Local Government Code § 176.006(a) and (a-1):
(a) A vendor shall file a completed conflict of interest questionnaire if the vendor has a business relationship with a local governmental entity and:

(1) has an employment or other business relationship with a local government officer of that local governmental entity, or a family member of the officer, described by Section 176.003(a)(2)(A);
(2) has given a local government officer of that local governmental entity, or a family member of the officer, one or more gifts with the aggregate value specified by Section 176.003(a)(2)(B), excluding any gift described by Section 176.003(a-1); or
(3) has a family relationship with a local government officer of that local governmental entity.

(a-1) The completed conflict of interest questionnaire must be filed with the appropriate records administrator not later than the seventh business day after the later of:

(1) the date that the vendor:
   (A) begins discussions or negotiations to enter into a contract with the local governmental entity; or
   (B) submits to the local governmental entity an application, response to a request for proposals or bids, correspondence, or another writing related to a potential contract with the local governmental entity; or

(2) the date the vendor becomes aware:
   (A) of an employment or other business relationship with a local government officer, or a family member of the officer, described by Subsection (a);
   (B) that the vendor has given one or more gifts described by Subsection (a); or
   (C) of a family relationship with a local government officer.
SCHEDULE 1 – EXCHANGE OFFER
ATTACHED TO SAWS BID SOLICITATION
NO. RE-18-002-FF

Exchange Offer: Shavano/LDR No. 4 Commercial Partnership, Ltd. ("LDR4") and Denton Development Company, Inc. ("DDC") (collectively, the "BIDDER") offer to acquire the SAWS Property by conveyance of the Exchange Property described in Schedule 2 attached hereto to SAWS and payment by SAWS of additional cash consideration at Closing as set forth below:

- LDR will convey the Exchange Property described in Schedule 2 hereto to SAWS in accordance with the Exchange Property Deed
- SAWS will pay to LDR4 cash consideration in the amount of $275,000.00
- SAWS will convey the SAWS Property to DDC in accordance with the Deed Without Warranty

Exchange Property Information: The following documents pertaining to the Exchange Property are attached to this Bid and incorporated herein:

Schedule 2 – Legal Description of Exchange Property
Schedule 3 – Title Commitment issued on August 1, 2018, by Alamo Title Company
Schedule 4 – Copies of all title exceptions listed in the Title Commitment
Schedule 5 – Proposed De Zavala Elevated Ground Storage Tank Exhibit
Lot 5, Block 1, NCB 18598, SHAVANO LDR NO. 4, in the City of San Antonio, Bexar County, Texas, according to plat thereof recorded in Volume 20001, Page 78, Deed and Plat Records of Bexar County, Texas.
Schedules 3-5 not included in Attachment III for sake of brevity. Schedules 3-5 contain 222 pages of title information concerning the Property.
TO: San Antonio Water System Board of Trustees  
FROM: Bruce A. Haby, Manager, Corporate Real Estate, and Nancy Belinsky, Vice President and General Counsel  
THROUGH: Robert R. Puente, President/Chief Executive Officer  
SUBJECT: AUTHORIZATION TO EXECUTE AN AMENDMENT TO THE SHOPPING CENTER SUBLEASE AGREEMENT BETWEEN THE SAN ANTONIO WATER SYSTEM AND CPS ENERGY AT THE LAS PALMAS SHOPPING CENTER  

Board Action Date: January 15, 2019

SUMMARY AND RECOMMENDATION:

The attached resolution authorizes the President/Chief Executive Officer or his duly appointed designee to execute an Amendment to Shopping Center Sublease Agreement (the “Sublease Amendment”) between the San Antonio Water System (SAWS) and CPS Energy for a period of twelve months for the continued operation of SAWS’ customer service center located at the Las Palmas Shopping Center. The annual base rental amount during the sublease term is not to exceed $34,560.00 and the annual pro rata share of maintenance and utility expense is not to exceed $16,000.00 for a total sum during the sublease term not to exceed $50,560.00.

- On February 3, 1998, SAWS executed a Sublease Agreement (the “Sublease”) with CPS Energy, through Board Resolution No. 98-029, for a seven-year period with two five-year extension options, for office space at the Las Palmas Shopping Center.

- Since that time, several extensions of the Sublease have been executed, including, most recently, on October 17, 2016, an amendment to the Sublease, with a term of thirty-six months. Such amendment was approved by Board Resolution No. 16-194, dated August 2, 2016.

- SAWS desires to modify and extend the existing Sublease for office space at the Las Palmas Shopping Center for the continued operation of SAWS’ customer service center to accommodate customer payments and opening of accounts, general office use, administrative uses, and file storage.
The basic sublease terms are as follows:

- **Building:** 803 Castroville Road, Suite 406, San Antonio, Texas 78237
- **Leased Premises:** Approximately 2,857 sq. ft. of rental area
- **Annual Base Rent:** $34,560.00
- **Annual Operating Expenses:** $16,000.00
- **Security Deposit:** None
- **Term:** Twelve months

Staff recommends that the Board approve this Resolution.

**FINANCIAL IMPACT:**

Funds for these services to be provided during FY 2019 will be paid from the System Fund budgeted in 2019, pursuant to and contingent upon Board approval of the subsequent year's budget with a line item for such expenditures (Company: 1000, Accounting Unit: 5017400, Account Code: 511211). Total value of this action is $50,560.00.

Bruce A. Haby  
Manager  
Corporate Real Estate

Nancy Belinsky  
Vice President and General Counsel

Robert R. Puente  
President/Chief Executive Officer
RESOLUTION NO.

OF THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES AUTHORIZING THE PRESIDENT/CHIEF EXECUTIVE OFFICER OR HIS DULY APPOINTED DESIGNEE TO EXECUTE AN AMENDMENT TO SHOPPING CENTER SUBLEASE AGREEMENT (THE “SUBLEASE AMENDMENT”) BETWEEN THE SAN ANTONIO WATER SYSTEM (THE “SYSTEM”) AND CPS ENERGY FOR A TERM OF TWELVE MONTHS AT THE LAS PALMAS SHOPPING CENTER FOR APPROXIMATELY 2,857 SF OF OFFICE SPACE LOCATED AT 803 CASTROVILLE ROAD, SUITE 406, SAN ANTONIO, TEXAS (THE “PROPERTY”), IN A TOTAL AMOUNT NOT TO EXCEED $50,560.00 FOR THE TWELVE-MONTH SUBLEASE TERM; FINDING THIS RESOLUTION TO HAVE BEEN CONSIDERED PURSUANT TO THE LAWS GOVERNING OPEN MEETINGS; PROVIDING A SEVERABILITY CLAUSE; AND ESTABLISHING AN EFFECTIVE DATE

WHEREAS, since 1998, the System has operated a customer service center at the Property pursuant to a Sublease Agreement (the “Sublease”) with CPS Energy; and

WHEREAS, the 2,857 square-foot leased property is necessary for the operation of the System and continues to be used to accommodate the customer service center, customer payments and opening of accounts, general office use, administrative uses, and file storage; and

WHEREAS, the System and CPS Energy have agreed to extend the Sublease for a twelve-month period, beginning February 1, 2019 and expiring January 31, 2020, with a monthly base rental rate of $2,880.00 for a total amount over the twelve-month term of $34,560.00 plus a total amount over the twelve-month term of $16,000.00 for the System’s pro-rata share of the maintenance and utility expenses; and

WHEREAS, the total amount not to exceed $50,560.00 is available in the System Fund over a twelve-month term; and

WHEREAS, the San Antonio Water System Board of Trustees desires to (i) authorize the President/Chief Executive Officer or his duly appointed designee to execute a Sublease Amendment, in substantially the form attached hereto as Attachment I, with CPS Energy for office space located at the Las Palmas Shopping Center in San Antonio, Texas, in a total amount not to exceed $50,560.00 for the twelve-month term of the Sublease Amendment, (ii) authorize the expenditures from the System Fund in an amount not to exceed $46,347.00 for Fiscal Year 2019 and an amount not to exceed $4,213.00 for Fiscal Year 2020, pursuant to and contingent
upon Board approval of subsequent year’s budget with a line item for such expenditures, and (iii) authorize the President/Chief Executive Officer or his duly appointed designee to pay an amount not to exceed $50,560.00 to CPS Energy over the term of the sublease; now, therefore:

BE IT RESOLVED BY THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES:

1. That the President/Chief Executive Officer or his duly appointed designee is hereby authorized to execute a Sublease Amendment, in substantially the form attached hereto as Attachment I, providing for an additional twelve-month sublease term with CPS Energy in a total amount not to exceed $50,560.00 over the term of the sublease.

2. That the expenditures in an amount not to exceed $46,347.00 are hereby authorized to be expended from the System Fund for Fiscal Year 2019, and an amount not to exceed $4,213.00 authorized for Fiscal Year 2020, such expenditures in subsequent fiscal years being pursuant to and contingent upon Board approval of subsequent year’s budget with a line item for such expenditures.

3. That the President/Chief Executive Officer or his duly appointed designee is hereby authorized to pay CPS Energy a total amount not to exceed $50,560.00 in accordance with the terms of the Sublease Amendment.

4. It is officially found, determined and declared that the meeting at which this resolution is adopted was open to the public, and that public notice of the time, place and subject matter of the public business to be conducted at such meeting, including this resolution, was given to all as the Texas Codes Annotated, as amended, Title 5, Chapter 551, Government Code.

5. If any part, section, paragraph, sentence, phrase or word of this resolution is for any reason held to be unconstitutional, illegal, inoperative or invalid, or if any exception to or limitation upon any general provision herein contained is held to be unconstitutional, illegal invalid or ineffective, the remainder of this resolution shall nevertheless stand effective and valid as if it had been enacted without the portion held to be unconstitutional, illegal, invalid or ineffective.

6. The resolution becomes effective immediately upon its passage.
PASSED AND APPROVED this 15th day of January, 2019.

______________________________
Berto Guerra, Jr., Chairman

ATTEST:

______________________________
Amy Hardberger, Secretary

Attachment:
I Sublease Amendment
AMENDMENT TO SHOPPING CENTER SUBLEASE

THIS AMENDMENT TO SHOPPING CENTER SUBLEASE (this “Amendment”) is dated effective this 1st day of February, 2019, by and between CPS ENERGY (“Sublessor”), and the San Antonio Water System (“Sublessee”), with an address of 2800 U.S. Hwy 281 North, San Antonio, Texas 78212

WITNESSETH

WHEREAS, Sublessor and TCP Las Palmas Partners, LTD., successor in interest to Coscan Commercial Limited Partnership, entered into a Shopping Center Lease dated the 22nd day of November, 1993, and amended said Lease by the First Amendment to Shopping Center Lease dated May 27, 1997, by the Second Amendment to Shopping Center Lease dated August 27, 1997, by the Third Amendment to Shopping Center Lease dated January 15, 1998, by the Fourth Amendment to Shopping Center Lease dated December 28, 2004, by the Fifth Amendment to Shopping Center Lease dated October 24, 2007, by the Sixth Amendment to Shopping Center Lease dated March 22, 2011, by the Seventh Amendment to Shopping Center Lease dated February 15th, 2016 and by Eighth Amendment to Shopping Center Lease dated January 2019 (hereinafter collectively referred to as “Shopping Center Lease”), for the following described property ("Premises") located in the City of San Antonio, County of Bexar, State of Texas:

Approximately 17,421 square feet located in Suite 406, 803 Castroville Road, San Antonio, Texas 78237 being a part of land out of Lot 1, 2 and Lot 4, N.C.B 11250, Las Palmas Subdivision Unit 2, as recorded in Volume 3050, Page 101 and Volume 4400, Page 225 of the Deed and Plat Records of Bexar County, Texas;

WHEREAS, the parties entered into Shopping Center Sublease dated May 15, 2005, amended on March 18, 2011, January 26, 2012, January 24, 2013 and January 2016 (as amended, the “Sublease”), whereby Sublessor subleased from Sublessor the following described property located in the City of San Antonio, County of Bexar, State of Texas, to-wit:

Approximately 2,857 square feet located in Suite 406, 803 Castroville Road, San Antonio, Texas 78237 being a part of land out of Lot 1, 2 and Lot 4, N.C.B 11250, Las Palmas Subdivision Unit 2, as recorded in Volume 3050, Page 101 and Volume 4400, Page 225 of the Deed and Plat Records of Bexar County, Texas (see attached Exhibit “A” for description); and

WHEREAS, it is the mutual desire of the parties hereto to modify and amend said Sublease.

NOW THEREFORE, for and in consideration for the Base Rent stated herein, Sublessor and Sublessee do hereby extend and amend said Sublease as follows:

A. Sublease Term: The “Sublease Term”, is hereby amended to add an additional period of twelve (12) months commencing on February 1, 2019 and expiring on January 31, 2020.

B. Base Rent: The “Base Rent”, is hereby amended to provide for twelve payments of $2,880.00 per month from February 1, 2019 through January 31, 2020.

C. Sublessee’s pro rata share of maintenance and utility expense shall not exceed $16,000.00 annually from February 1, 2019 through January 31, 2020.

D. Sublessor is not responsible for making any Leasehold Improvements or providing funds for Leasehold Improvements for the extended Lease Term.

E. All terms, covenants, obligations and conditions in the Sublease, not superseded or amended by any provisions in this Amendment shall remain in full force and effect as originally written in the Sublease.
This Amendment shall be binding on the parties hereto, their heirs, successors, administrators and assigns.

IN WITNESS WHEREOF, the parties hereto have executed this Amendment to Sublease Agreement as of the date hereinabove set forth.

SUBLESSOR:  
CPS Energy

______________________________
John L. Benedict
Vice President/ Real Estate
Date: _________________________

SUBLESSEE:  
San Antonio Water System

______________________________
Nancy Belinsky
Vice President / General Counsel
Date: _________________________

Consent of Landlord
Landlord consents to this Amendment by and between Sublessor and Sublessee

Landlord:
TCP Las Palmas Partners, LTD
By: TCP Las Palmas, Inc
It’s General Partner

______________________________
Name: _________________________
Title: _________________________
AGENDA ITEM NO. 28

TO: San Antonio Water System Board of Trustees

FROM: Bruce A. Haby, Manager, Corporate Real Estate, and Nancy Belinsky, Vice President and General Counsel

THROUGH: Robert R. Puente, President/Chief Executive Officer

SUBJECT: REQUESTING THE SAN ANTONIO CITY COUNCIL TO DECLARE THE SAN ANTONIO WATER SYSTEM’S DR 1091 – 800 N. LOOP 1604 SEWER MAIN PROJECT A PUBLIC NECESSITY

Board Action Date: January 15, 2019

SUMMARY AND RECOMMENDATION:

The attached resolution requests the San Antonio City Council declare the San Antonio Water System’s (SAWS) DR 1091-800 N. Loop 1604 Sewer Main Project (the “Project”) a public necessity to obtain for public use the temporary construction and access easements that are required for the Project’s construction and operation, and authorizes the General Counsel and/or designated special counsel to file eminent domain proceedings, if necessary.

- The Project that is the subject of the attached resolution will, if approved, authorize work that is required by the Consent Decree between SAWS, the United States of America and the State of Texas that was lodged in the United States District Court for the Western District of Texas on July 23, 2013.

- This Project will be used to remediate sewer mains identified due to condition by SAWS Operations Department and is located within the Edwards Aquifer Recharge Zone.

- This Project will remediate approximately 572 feet of pipes ranging from 8-inch to 24-inch in diameter, together with associated manhole replacement and rehabilitation.

- The Project will require the acquisition of real property being one temporary construction easement and one temporary access easement.

- SAWS intends to use every effort available to obtain the required temporary easement land rights through good faith negotiations, but may require eminent domain if the negotiations fail.

- The general location of the Easements is set out in Attachment I to the Resolution and the legal description of the Easements is set out in Attachment II to the Resolution, both attached hereto and incorporated herein for all purposes.
• The requested Ordinance will be presented to the San Antonio City Council as soon as possible.

Staff recommends that the Board approve this Resolution.

FINANCIAL IMPACT:

The Project Fund will incur the acquisition costs and possible legal fees associated with the acquisition of the land rights necessary for this Project. Funding for these land rights are found in the 2017 Capital Improvement Program, Wastewater Core Business, Main Replacement - Sewer Category. The job number is 16-5520.

Bruce A. Haby  
Manager  
Corporate Real Estate

Nancy Belinsky  
Vice President and General Counsel

Robert R. Puente  
President/Chief Executive Officer
RESOLUTION NO.


WHEREAS, the Project calls for the design and installation of new sewer main located in the northeast quadrant of Bexar County; and

WHEREAS, the System has determined that acquisition of the Easements is necessary for the Project, general location and the legal description of the Easements being set out in Attachments I and II to the Resolution, both attached hereto and incorporated herein for all purposes; and

WHEREAS, the System intends to use every effort available to obtain the required Easements through good faith negotiations, but may require eminent domain if the negotiations fail; and
WHEREAS, the System finds that the acquisition of such Easements for the Project is necessary for the public health, safety, welfare, and best interests of the citizens of the System’s service area; and

WHEREAS, the San Antonio Water System Board of Trustees desires to (i) affirm and declare that the Project is for a public use and the acquisition of the Easements is for public use and is a public necessity for the completion of the Project, (ii) direct the System staff to negotiate the acquisition of the Easements, (iii) authorize and direct the institution and prosecution to conclusion of all necessary proceedings to condemn such Easements, in the event that the System’s staff is unable to acquire one or more parcels of the Easements by negotiation, (iv) request that the City Council adopt an ordinance to (a) reaffirm and declare that the Project is for a public use and the acquisition of the Easements is for public use and is a public necessity for the completion of the Project, (b) authorize the System to take all appropriate action to acquire the Easements by negotiation and/or condemnation, (c) declare that the conveyance of such Easements shall be to the City for the use and benefit of the System, and (d) authorize the System’s General Counsel and/or designated special counsel to file eminent domain proceedings and prosecute such proceedings through final judgment and any appeals, if deemed necessary, and (v) provide and approve funding for the acquisition of the Easements; now, therefore:

BE IT RESOLVED BY THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES:

1. That the Project is hereby declared to be a necessary public project and a public necessity is hereby declared for the acquisition of the Easements for public use by negotiation and/or condemnation, if necessary, for the Project.

2. That a public necessity hereby exists to acquire the Easements over, under and across certain privately owned real property, by negotiation and/or condemnation, if necessary, for the expansion of the public sanitary sewer system as part of the Project.

3. That the System’s staff is hereby directed to negotiate with the owner(s) of the respective parcels for the acquisition of the Easements, to execute easements and/or sales agreements or other documents acquiring the Easements from the owners of the Easements and to finalize such acquisitions on behalf of the City, for the use and benefit of the System.

4. That in the event the System’s staff is unable to acquire one or more parcels of the Easements by negotiation by reason of its inability to agree with the owners thereof as to the value of the Easements, or is unable to acquire the Easements for any other reason, the System’s General Counsel and/or designated special counsel, are hereby authorized and directed to institute and prosecute to conclusion all necessary proceedings to condemn such Easements.
5. That the City Council of the City is hereby requested to (i) adopt an ordinance to reaffirm and declare that the Project is for a necessary public use and the acquisition of the Easements is for a public use and is a public necessity for the completion of the Project, (ii) authorize the System to take all appropriate action to acquire the Easements by negotiation and/or condemnation, (iii) declare that the conveyance of such Easements shall be to the City for the use, benefit and control of the System, and (iv) authorize the System’s General Counsel and/or designated special counsel to file eminent domain proceedings and prosecute such proceedings through final judgment and any appeals, if deemed necessary.

6. It is officially found, determined and declared that the meeting at which this resolution is adopted was open to the public, and that public notice of the time, place and subject matter of the public business to be conducted at such meeting, including this resolution, was given to all as required by the Texas Codes Annotated, as amended, Title 5, Chapter 551, Government Code.

7. If any part, section, paragraph, sentence, phrase or word of this resolution is for any reason held to be unconstitutional, illegal, inoperative or invalid, or if any exception to or limitation upon any general provision herein contained is held to be unconstitutional, illegal, invalid or ineffective, the remainder of this resolution shall nevertheless stand effective and valid as if it had been enacted without the portion held to be unconstitutional, illegal, invalid or ineffective.

8. This resolution becomes effective immediately upon its passage.

PASSED AND APPROVED this 15th day of January, 2019.

_____________________________
Berto Guerra, Jr., Chairman

ATTEST:

_____________________________
Amy Hardberger, Secretary

Attachments:
I Aerial depiction of location of Easements
II Legal description of Easements
A 0.1179 acres (5135.7 sq. ft.) temporary access easement, situated in Lot 2, Block 1, N.C.B. 17430 – Drury Inn-Sigma Subdivision as shown on a plat recorded in Volume 9561, Pages 59-60 and Lot 1, Block 1, N.C.B. 17430 – Pachangas Subdivision as shown on a plat recorded in Volume 9571, Page 42 of the Deed and Plat Records of Bexar County, Texas; being more particularly described as follows:

**BEGINNING:** at a calculated point on the Eastern line of the said Drury Inn-Sigma Subdivision, for the Southwestern corner of the said Pachangas Subdivision on the Northern line of Loop 1604 (R.O.W. varies), for a corner of this easement;

**THEN** S 06°54’36” E – 12.00 feet along a line of said Loop 1604, the Eastern line of the said Drury Inn-Sigma Subdivision to a calculated point for the Southeastern corner of the said Drury Inn-Sigma Subdivision, a corner of said Loop 1604, for a corner of this easement;

**THEN** S 83°06’11” W – 21.97 feet along the Northern line of said Loop 1604, the Southern line of the said Drury Inn-Sigma Subdivision to a point for the Southwestern corner of this easement, from which a Texas Department of Transportation right of way monument (N = 13,772,193.551, E = 2,133,457.412) found for a corner of said Loop 1604, a corner of the said Drury Inn-Sigma Subdivision bears S 83°06’11” W – 135.38 feet;

**THEN** Across the said Drury Inn-Sigma Subdivision, with a non-tangent curve to the left having a Delta angle of 34°04’46”, a Radius of 24.57 feet, an Arc length of 14.62 feet and a Chord bearing of N 05°51’54” E – 14.40 feet to a point for a corner of this easement;

**THEN** N 14°23’35” W – 12.90 feet continuing across the said Drury Inn-Sigma Subdivision to a point for a corner of this easement;

**THEN** Continuing across the said Drury Inn-Sigma with a non-tangent curve to the left having a Delta angle of 29°11’20”, a Radius of 31.54 feet, an Arc length of 16.07 feet and a Chord bearing of N 25°08’44” W – 15.89 feet to a point for a corner of this easement;

**THEN** N 25°31’30” E – 29.17 feet continuing across the said Drury Inn-Sigma Subdivision to a point for the Northwestern corner of this easement;
THENCE: N 88°02'36" E – at 9.83 feet pass the common line of the said Drury Inn-Sigma Subdivision and the said Pachangas Subdivision, a distance in all of 71.84 feet to a point for a corner of this easement;

THENCE: N 83°07'26" E – 120.54 feet across the said Pachangas Subdivision to a point for the Northeastern corner of this easement;

THENCE: S 06°52'34" E – 25.05 feet continuing across the said Pachangas Subdivision to a point on the Northern line of a 0.0507 acre temporary construction easement, this day described, for a corner of this easement;

THENCE: S 83°07'26" W – 27.17 feet along the Northern line of the said 0.0507 acre temporary construction easement, this day described and across the said Pachangas Subdivision to a point for the Northwestern corner of the said 0.0507 acre temporary construction easement, for a corner of this easement;

THENCE: N 06°53'34" W – 7.43 feet continuing across the said Pachangas Subdivision to a point for a corner of this easement;

THENCE: S 83°07'26" W – 122.91 feet continuing across the said Pachangas Subdivision to a point for a corner of this easement;

THENCE: Continuing across the said Pachangas Subdivision with a non-tangent curve to the left having a Delta angle of 29°07'25", a Radius of 42.71 feet, an Arc length of 21.71 feet and a Chord bearing of S 68°45'33" W – 21.48 feet to a point for a corner of this easement;

THENCE: Continuing across the said Pachangas Subdivision with a non-tangent curve to the left having a Delta angle of 52°19'45", a Radius of 9.19 feet, an Arc length of 8.40 feet and a Chord bearing of S 33°12'35" W – 8.11 feet to a point for a corner of this easement;

THENCE: S 04°28'18" E – 10.53 feet continuing across the said Pachangas Subdivision to a point for a corner of this easement;

THENCE: Continuing across the said Pachangas Subdivision with a non-tangent curve to left having a Delta angle of 19°55'02", a Radius of 25.94 feet, an Arc length of 9.02 feet and a Chord bearing of S 20°35'47" E – 8.97 feet to a point on the Southern line of the said Pachangas Subdivision, the Northern line of said Loop 1604, for a corner of this easement;

THENCE: S 83°06'11" W – 7.86 feet along the Southern line of the said Pachangas Subdivision, the Northern line of said Loop 1604 to the POINT OF BEGINNING and containing 0.1179 acres (5135.7 sq. ft.) of land, according to a survey made on the ground under my supervision
Corresponding plat prepared.
1800.3939 Temp Access Esmt.docx

BEARINGS AND COORDINATES ARE BASED ON LAMBERT GRID, TEXAS STATE PLANE COORDINATES, SOUTH CENTRAL ZONE NAD 83/93; COORDINATES SHOWN HEREON HAVE AN APPLIED SURFACE SCALE FACTOR OF 1.00017.

Rex L. Hackett, R.P.L.S., L.S.L.S.
Registered Professional Land Surveyor
License Number 5573
PACHANGAS SUBD.
LOT 1, BLOCK 1
N.C.B. 17430
VOL. 9571, PG. 42
D.P.R.
DRURY SOUTHWEST, INC.
VOL. 12062, PG. 146
O.P.R.

LOOP 1604 R.O.W.
(R.O.W. VARIIES)

BEARING AND COORDINATES ARE BASED ON
LAMBERT GRID, TEXAS STATE PLANE COORDINATES,
SOUTH CENTRAL ZONE NAD 83/93; COORDINATES
SHOWN HEREON HAVE AN APPLIED SURFACE SCALE
FACTOR OF 1.00017

THIS SURVEY WAS MADE ON THE GROUND, UNDER
MY SUPERVISION AND COMPLIES WITH THE CURRENT
TEXAS SOCIETY OF PROFESSIONAL SURVEYOR'S
STANDARDS AND SPECIFICATIONS FOR A CATEGORY
2, CONDITION 2.

REX L. HACKETT
REGISTERED PROFESSIONAL LAND SURVEYOR
LICENSE NO. 5573
DATE: 09-05-2018
PROJECT NO. 1800.3939

FORD ENGINEERING INC.
ENGINEERING * SURVEYING * PLANNING
10927 WYE DRIVE, STE 104, SAN ANTONIO, TEXAS 78217 * P.(210) 590-4777 * F.(210) 590-4940
TBPE No. F-1162 * WWW.FORDENGINEERING.COM * TBPLS No. 10018400

Texa Society of Professional Surveyors
MEMBER
FIELD NOTES DESCRIPTION
0.0507 ACRES (2208.0 Sq. Ft.)
Temporary Construction Easement

A 0.0507 acres (2208.0 sq. ft.) temporary construction easement, situated in Lot 1, Block 1, N.C.B. 17430 – Panchagas Subdivision as shown on a plat recorded in Volume 9571, Page 42 of the Deed and Plat Records of Bexar County, Texas; being more particularly described as follows:

BEGINNING: at a calculated point for an interior corner of a 16 foot sanitary sewer easement as shown on the Amended Plat of the Metropolitan Business Park Subdivision, Unit 1 in Volume 9510, Page 117 and also shown to be a corner of a Variable Width Sanitary Sewer easement on said plat of Panchagas Subdivision, for the Southeastern corner of this easement, from which a Texas Department of Transportation right of way monument (N 13,772,253.977, E – 2,133,956.979) found for a corner of Loop 1604 (R.O.W. varies) for a corner of the said Panchagas Subdivision bears S 06°53’49” E – 16.00 feet and N 83°03’11” E – 77.66 feet;

THENCE: S 83°06’11” W – 113.08 feet along the Northern line of the said variable width sanitary sewer easement and across the said Panchagas Subdivision to a point for the Southwestern corner of this easement;

THENCE: N 06°53’34” W – 19.29 feet continuing across the said Panchagas Subdivision to a point for the Northwestern corner of this easement;

THENCE: N 83°07’26” E – 116.14 feet continuing across the said Panchagas Subdivision to a point on the western line of a 16 foot sanitary sewer easement as shown on said Plat of Panchagas Subdivision, being the same 16 foot sanitary sewer easement shown on said plat of the Amended Plat of the Metropolitan Business Park Subdivision, Unit 1, for the Northeastern corner of this easement;

THENCE: S 02°09’02” W – 19.49 feet along the Western line of the said 16 foot sanitary sewer easement to the POINT OF BEGINNING and containing 0.0507 acres (2208.0 sq. ft.) of land, according to a survey made on the ground under my supervision.
Corresponding plat prepared.
1800.3939 Temp Const Esnt.docx

**BEARINGS AND COORDINATES ARE BASED ON LAMBERT GRID, TEXAS STATE PLANE COORDINATES, SOUTH CENTRAL ZONE NAD 83/93; COORDINATES SHOWN HEREON HAVE AN APPLIED SURFACE SCALE FACTOR OF 1.00017.**

Rex L. Hackett, R.P.L.S., L.S.L.S.
Registered Professional Land Surveyor
License Number 5573
THIS SURVEY WAS MADE ON THE GROUND, UNDER MY SUPERVISION AND COMPLIES WITH THE CURRENT TEXAS SOCIETY OF PROFESSIONAL SURVEYOR'S STANDARDS AND SPECIFICATIONS FOR A CATEGORY 2, CONDITION 2.

REX L. HACKETT
REGISTERED PROFESSIONAL LAND SURVEYOR
LICENSE NO. 5573
DATE: 09-05-2018
PROJECT NO. 1800.3939

PLAT SHOWING
0.0507 ACRES 2208.0 Sq. Ft.
TEMPORARY CONSTRUCTION EASEMENT
SITUATED IN LOT 1, BLOCK 1, N.C.B.
17433 - PACHANGAS SUBDIVISION
AS SHOWN ON A PLAT RECORDED IN
VOLUME 9571, PAGES 42 OF THE DEED
AND PLAT RECORDS OF BEXAR CO., TX.
AGENDA ITEM NO. 29

TO: San Antonio Water System Board of Trustees

FROM: Bruce A. Haby, Manager, Corporate Real Estate, and Nancy Belinsky, Vice President and General Counsel

THROUGH: Robert R. Puente, President/Chief Executive Officer

SUBJECT: REQUESTING THE SAN ANTONIO CITY COUNCIL TO DECLARE THE SAN ANTONIO WATER SYSTEM’S CENTRAL WATER INTEGRATION PIPELINE SEGMENT 5-4 PROJECT A PUBLIC NECESSITY

Board Action Date: January 15, 2019

SUMMARY AND RECOMMENDATION:

The attached resolution requests the San Antonio City Council declare the San Antonio Water System’s (SAWS) Central Water Integration Pipeline Segment 5-4 Project (the “Project”) a public necessity to obtain for public use, the permanent water easements and temporary construction and access easements that are required for the Project’s construction and operation, and authorizes the General Counsel and/or designated special counsel to file eminent domain proceedings, if necessary.

- SAWS entered into a Water Transmission and Purchase Agreement with Vista Ridge, LLC to provide and deliver an alternate water supply through the Vista Ridge Regional Supply Project. The Project will deliver water from the Vista Ridge Regional Supply Project to integration points within the distribution system.

- The Project consists of approximately two miles of water distribution main from the Basin Pump Station to Jones Maltsberger Rd, replacement of approximately 200 feet of 30-inch water main under a drainage channel on Halm Boulevard, and two pressure reducing valves assemblies located at 820 Rector Avenue and 7850 Jones Maltsberger Road.

- The Project will require the acquisition of real property being permanent water easements and temporary construction and access easements, being a total of seven parcels (two permanent easements, four temporary construction easements and one temporary access easement).

- SAWS intends to use every effort available to obtain the required permanent and temporary easement land rights through good faith negotiations, but may require eminent domain if the negotiations fail.
• The general location of the Project is set out in Attachment I to the Resolution and the legal description of the Easement is set out in Attachment II to the Resolution, both attached hereto and incorporated herein for all purposes.

• The requested Ordinance will be presented to the San Antonio City Council as soon as possible.

Staff recommends that the Board approve this Resolution.

**FINANCIAL IMPACT:**

The Project Fund will finance this expenditure included in the CY 2017 Capital Improvement Program. This additional work is included in the Water Delivery Core Business, Central Water Integration Pipeline project budget line.

Bruce A. Haby  
Manager  
Corporate Real Estate

Nancy Belinsky  
Vice President and General Counsel

Robert R. Puente  
President/Chief Executive Officer
RESOLUTION NO.

OF THE SAN ANTONIO WATER SYSTEM (THE “SYSTEM”) BOARD OF TRUSTEES DECLARING A PUBLIC NECESSITY FOR PUBLIC USE, THE ACQUISITION OF CERTAIN PRIVATELY OWNED REAL PROPERTY IN THE CITY OF SAN ANTONIO (THE “CITY”) BEING PERMANENT WATER EASEMENTS AND TEMPORARY CONSTRUCTION AND ACCESS EASEMENTS (COLLECTIVELY, THE “EASEMENTS”) FOR THE CENTRAL WATER INTEGRATION PIPELINE SEGMENT 5-4 PROJECT (THE “PROJECT”), WHICH CONSISTS OF INSTALLATION OF NEW WATER DISTRIBUTION MAIN, REPLACEMENT OF EXISTING WATER DISTRIBUTION MAIN, AND INSTALLATION OF TWO PRESSURE REDUCING VALVE STATIONS IN THE NORTHEAST QUADRANT OF BEXAR COUNTY, TEXAS, WHICH EASEMENTS SHALL BE ACQUIRED BY NEGOTIATION AND/OR CONDEMNATION, IF NECESSARY, FOR THE public use of the expansion and operation of the System through the construction of the Project; REQUESTING THAT THE CITY COUNCIL OF THE CITY OF SAN ANTONIO (THE “CITY COUNCIL”) ADOPT AN ORDINANCE REAFFIRMING AND DECLARING THAT THE PROJECT IS FOR A PUBLIC USE AND A PUBLIC NECESSITY EXISTS FOR THE ACQUISITION OF THE EASEMENTS AND AUTHORIZING THE SYSTEM TO TAKE ALL APPROPRIATE ACTION TO ACQUIRE THE EASEMENTS BY NEGOTIATION AND/OR CONDEMNATION; FINDING THIS RESOLUTION TO HAVE BEEN CONSIDERED PURSUANT TO THE LAWS GOVERNING OPEN MEETINGS; PROVIDING A SEVERABILITY CLAUSE; AND ESTABLISHING AN EFFECTIVE DATE

WHEREAS, the Project consists of installation of new water distribution main, replacement of existing water distribution main, and installation of two pressure reducing valve stations; and

WHEREAS, the System has determined that acquisition of the Easements are necessary for the Project, the general location and legal description of the Easements being more particularly set out in Attachments I and II attached hereto and incorporated herein for all purposes; and
WHEREAS, the System intends to use every effort available to obtain the required Easements through good faith negotiations, but may require eminent domain if the negotiations fail; and

WHEREAS, the System finds that the acquisition of such Easements for the Project is necessary for the public health, safety, welfare, and best interests of the citizens of the City and the surrounding region; and

WHEREAS, the San Antonio Water System Board of Trustees desires to (i) affirm and declare that the Project is for a public use and the acquisition of the Easements is for public use and is a public necessity for the completion of the Project, (ii) direct the System staff to negotiate the acquisition of the Easements, (iii) authorize and direct the institution and prosecution to conclusion of all necessary proceedings to condemn such Easements, in the event that the System’s staff is unable to acquire one or more parcels of the Easements by negotiation, (iv) request that the City Council adopt an ordinance to (a) reaffirm and declare that the Project is for a public use and the acquisition of the Easements is for public use and is a public necessity for the completion of the Project, (b) authorize the System to take all appropriate action to acquire the Easements by negotiation and/or condemnation, (c) declare that the conveyance of such Easements shall be to the City for the use and benefit of the System, and (d) authorize the System’s General Counsel and/or designated special counsel to file eminent domain proceedings and prosecute such proceedings through final judgment and any appeals, if deemed necessary, and (v) provide and approve funding for the acquisition of the Easements; now, therefore:

BE IT RESOLVED BY THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES:

1. That the Project is hereby declared to be a necessary public project and a public necessity is hereby declared for the acquisition of the Easements for public use by negotiation and/or condemnation, if necessary, for the Project.

2. That a public necessity hereby exists to acquire the Easements over, under and across certain privately owned real property, by negotiation and/or condemnation, if necessary, for the expansion of the public sanitary sewer system as part of the Project.

3. That the System’s staff is hereby directed to negotiate with the owner(s) of the respective parcels for the acquisition of the Easements, to execute easements and/or sales agreements or other documents acquiring the Easements from the owners of the Easements and to finalize such acquisitions on behalf of the City, for the use and benefit of the System.

4. That in the event the System’s staff is unable to acquire one or more parcels of the Easements by negotiation by reason of its inability to agree with the owners thereof as to the value of the Easements, or is unable to acquire the Easements for any other reason, the System’s General Counsel and/or designated special counsel, are hereby authorized and directed to institute and prosecute to conclusion all necessary proceedings to condemn such Easements.
5. That the City Council of the City is hereby requested to (i) adopt an ordinance to reaffirm and declare that the Project is for a necessary public use and the acquisition of the Easements is for a public use and is a public necessity for the completion of the Project, (ii) authorize the System to take all appropriate action to acquire the Easements by negotiation and/or condemnation, (iii) declare that the conveyance of such Easements shall be to the City for the use, benefit and control of the System, and (iv) authorize the System’s General Counsel and/or designated special counsel to file eminent domain proceedings and prosecute such proceedings through final judgment and any appeals, if deemed necessary.

6. It is officially found, determined and declared that the meeting at which this resolution is adopted was open to the public, and that public notice of the time, place and subject matter of the public business to be conducted at such meeting, including this resolution, was given to all as required by the Texas Codes Annotated, as amended, Title 5, Chapter 551, Government Code.

7. If any part, section, paragraph, sentence, phrase or word of this resolution is for any reason held to be unconstitutional, illegal, inoperative or invalid, or if any exception to or limitation upon any general provision herein contained is held to be unconstitutional, illegal, invalid or ineffective, the remainder of this resolution shall nevertheless stand effective and valid as if it had been enacted without the portion held to be unconstitutional, illegal, invalid or ineffective.

8. This resolution becomes effective immediately upon its passage.

PASSED AND APPROVED this 15th day of January, 2019.

_____________________________
Berto Guerra, Jr., Chairman

ATTEST:

_____________________________
Amy Hardberger, Secretary

Attachments:
I. Aerial depiction of location of Easements
II. Legal description of Easements
CENTRAL WATER INTERGRATION
PIPELINE SEGMENT 5-4 PROJECT
(Pressure Reducing Valve - PRV)
FIELD NOTES
for a 0.0359 of an acre (1,564 square feet)
(34’ by 46’ PERMANENT CENTRAL WATER INTEGRATION PIPELINE EASEMENT)

Being a 34 feet by 46 feet wide Easement, (0.0359 of an acre (1,564 square feet)) of land out Lot 36, Block 6, New City Block 11960, Concourse Subdivision, Unit-2, recorded in Volume 9531, Page 43, Deed and Plat Records, Bexar County, Texas, said Lot 36, Block 6, being conveyed to EG Tejas, LLC as described in Volume 18599, Page 2392, Official Public Records of Bexar County, Texas, situated in the City of San Antonio, Bexar County, Texas and being more particularly described by metes and bounds in a clockwise manner as follows:

COMMENCING at a chip mark found at the northwest corner of said Lot 36, same being on the southerly right of way line of Rector Drive (60 foot right of way as shown on plat recorded in Volume 9529, Page 166);

THENCE, N 89° 38’ 50” E, along and with said right of way line of Rector Drive, 41.08 feet to a ½” rebar with a plastic cap stamped “CEC” set at the northwest corner and POINT OF BEGINNING of this easement;

THENCE, N 89° 38’ 50” E, 46.00 feet, continuing along and with said right of way line, to a ½” rebar with a plastic cap stamped “CEC” at the northeast corner of this easement;

THENCE, S 00° 21’ 10” E, 34.00 feet to a ½” rebar with a plastic cap stamped “CEC” set at the southeast corner of this easement;

THENCE, S 89° 38’ 50” W, 46.00 feet to a ½” rebar with a plastic cap stamped “CEC” set at the southwest corner of this easement;

THENCE, N 00° 21’ 10” W, 34.00 feet to the POINT OF BEGINNING of this easement, containing 0.0359 of an acre, (1,564 square feet), more or less.

<table>
<thead>
<tr>
<th>Tract</th>
<th>Acreage</th>
</tr>
</thead>
<tbody>
<tr>
<td>Parent Tract</td>
<td>6.587 Acres</td>
</tr>
<tr>
<td>Easement</td>
<td>0.0359 of an acre</td>
</tr>
</tbody>
</table>

The basis of bearing recited herein is the Texas State Plane Coordinate System, South Central Zone (NAD83), U.S. survey feet, scale factor 1.00017. This description was prepared from a survey made on the ground by employees of Civil Engineering Consultants (CEC). There is an exhibit plat with like job number and date.

REVISED: 10/08/2018
X:\data\survey\Proj_2018\S0539409_Maestas-SAWS_CWIP\METES AND BOUNDS\34’x46’ easement.docx
PROJECT NAME: CENTRAL WATER INTERGRATION PIPELINE—MALTZBERGER PUMP STATION IMPROVEMENTS  
SAWS PARCEL NO.: P18-144  
PROJECT JOB NO.: 18-8617  
DOCUMENT TYPE: EASEMENT

LOCATION MAP
NOT TO SCALE

RECTOR DRIVE
(60' R/W)( VOLUME 9529, PAGE 166)

POINT OF BEGINNING

"CHIP" FOUND
L1
L2
L4

1/2" REBAR FOUND

MAGNATE WITH CEC WASHER SET

"CHIP" SET

34' X 46' PERMANENT CENTRAL WATER INTERGRATION PIPELINE EASEMENT
(0.0359 OF AN ACRE, 1,564 SQUARE FEET)
OUT OF THE
EG Tejas LLC property
VOL. 18599, PG. 2392, OPR.
(6.587 ACRES)

POINT OF COMMENCING

14' Electric, Gas, Telephone and
Cable TV Easement
(Plat V. 9531, Pg. 43)

25' Building Setback
(Shown on Plat V. 9531, Pg. 43)

LOT 36, BLOCK 6
CONCOURSE SUBDIVISION UNIT-2,
N. C. B. 11960
VOL. 9531, PG. 43, D.P.R.
OWNER: EG Tejas LLC property
VOL. 18599, PG. 2392, OPR.
(6.587 ACRES)

16' portion of a varying width
sanitary sewer, water & drainage
 easement, City of San Antonio
Drainage Project No. 74, Phase II
(Shown on Plat V. 9531, Pg. 43)

NOTES:

1. A 1/2" REBAR WITH A "CEC" PLASTIC CAP WAS SET AT EACH CORNER, UNLESS NOTED OTHERWISE.

2. THE BASIS OF BEARING IS THE TEXAS STATE PLANE COORDINATE SYSTEM, SOUTH CENTRAL ZONE (NAD93). U.S. SURVEY FEET. SCALE FACTOR 1.00007.

3. FIELD SURVEY COMPLETED 8/14/2018.

4. EVERY DOCUMENT OR RECORD REVIEWED AND CONSIDERED AS A PART OF THIS SURVEY IS NOTED HEREIN. ONLY THE DOCUMENTS NOTED HEREIN WERE PROVIDED TO THE SURVEYOR. NO ABSTRACT OF TITLE, NOR TITLE COMMITMENT, NOR RESULTS OF TITLE SEARCHES WERE FURNISHED TO THE SURVEYOR. THERE MAY EXIST OTHER DOCUMENTS OF RECORD THAT WOULD AFFECT THIS PARCEL.

5. D.P.R. DENOTES DEED AND PLAT RECORDS, BEAXAR COUNTY, TEXAS.
D.P.R. DENOTES OFFICIAL PUBLIC RECORDS, BEAXAR COUNTY, TEXAS.
R.P.R. DENOTES OFFICIAL PUBLIC RECORDS OF REAL PROPERTY, BEAXAR COUNTY, TEXAS.

6. THERE IS A METES AND BOUNDS DESCRIPTION WITH LIKE JOB NUMBER.

REVISED: 10/08/2018

CEC
CIVIL ENGINEERING CONSULTANTS
DON DURDEN, INC.
11560 LH. 10 WEST, SUITE 505
SAN ANTONIO, TEXAS 78230
P) 210.641.9999
F) 210.641.6440
Email: cec@cectexas.com
Engineering No.: F-9214
Surveying No.: 100410-00

EASEMENT EXHIBIT OF
34 X 46 FOOT INTERCONNECTION PRV 2
0.0359 OF ONE ACRE (1,564 SQ. FT.)
OUT OF LOT 36, BLOCK 6, NCB 11960
CONCOURSE SUBDIVISION UNIT-2
SAN ANTONIO, BEAXAR COUNTY, TEXAS

DATE 8/16/2018
JOB NUMBER 50539409
PAGE 2
OF 2
FIELD NOTES
for a 0.0522 of an acre (2,272 square feet)
(Temporary Construction Easement)

Being a Temporary Construction Easement, (0.0522 of an acre (2,272 square feet)) of land out of Lot 36, Block 6, New City Block 11960, Concourse Subdivision, Unit-2, recorded in Volume 9531, Page 43, Deed and Plat Records, Bexar County, Texas, said Lot 36, Block 6, being conveyed to EG Tejas, LLC as described in Volume 18599, Page 2392, Official Public Records of Bexar County, Texas, situated in the City of San Antonio, Bexar County, Texas and being more particularly described by metes and bounds in a clockwise manner as follows:

COMMENCING at a chip mark found at the northwest corner of said Lot 36, same being on the southerly right of way line of Rector Drive (60 foot right of way as shown on plat recorded in Volume 9529, Page 166);

THENCE, N 89° 38’ 50” E, along and with said right of way line of Rector Drive, 35.30 feet to chip mark set at the northwest corner and POINT OF BEGINNING of this easement;

THENCE, N 89° 38’ 50” E, continuing along and with said right of way line, 5.78 feet to a ½” rebar with a plastic cap stamped “CEC” set;

THENCE, S 00° 21’ 10” E, 34.00 feet to a ½” rebar with a plastic cap stamped “CEC” set;

THENCE, N 89° 38’ 50” E, 46.00 feet to a ½” rebar with a plastic cap stamped “CEC” set;

THENCE, N 00° 21’ 10” W, 34.00 feet to a ½” rebar with a plastic cap stamped “CEC” set on the southerly right of way line of said Rector Drive;

THENCE, N 89° 38’ 50” E, continuing along and with said right of way line, 20.00 feet to a ½” rebar with a plastic cap stamped “CEC” set;

THENCE, S 00° 21’ 10” E, 36.88 feet to a ½” rebar with a plastic cap stamped “CEC” set at the southeast corner of this easement;

THENCE, S 64° 52’ 05” W, 79.05 feet to a Magnail with washer stamped “CEC” set at the southwest corner of this easement;

THENCE, N 00° 21’ 10” W, 70.01 feet to the POINT OF BEGINNING of this easement, containing 0.0522 of an acre, (2,272 square feet), more or less.

<table>
<thead>
<tr>
<th>Tract</th>
<th>Acreage</th>
</tr>
</thead>
<tbody>
<tr>
<td>Parent Tract</td>
<td>6.587 Acres</td>
</tr>
<tr>
<td>Easement</td>
<td>0.0522 of an acre</td>
</tr>
</tbody>
</table>

The basis of bearing recited herein is the Texas State Plane Coordinate System, South Central Zone (NAD83), U.S. survey feet, scale factor 1.00017. This description was prepared from a survey made on the ground by employees of Civil Engineering Consultants (CEC). There is an exhibit plat with like job number and date.

REVISED: 10/08/2018

I. Ray Inman, R.P.L.S. #4406
LOCATION MAP

NOT TO SCALE

RECTOR DRIVE

(VOLUME 9529, PAGE 166)

TEMPORARY CONSTRUCTION EASEMENT

(0.0522 OF AN ACRE, 2,272 SQUARE FEET)

OUT OF THE

EG Tejas LLC property

VOL. 18599, PG. 2392, OPR.

25' Building Setback

(Shown on Plat V. 9531, Pg. 43)

LOT 36, BLOCK 6

CONCOURSE SUBDIVISION UNIT-2,

N. C. B. . . 11960

VOL. 9531, PG. 43, D.P.R.

OWNER: EG Tejas LLC property

VOL. 18599, PG. 2392, OPR.

(6.587 ACRES)

16' portion of a varying width sanitary sewer, water & drainage easement, City of San Antonio Drainage Project No. 74, Phase II (Shown on Plat V. 9531, Pg. 43)

NOTES:

1. A 1/2" REBAR WITH A "CEC" PLASTIC CAP WAS SET AT EACH CORNER, UNLESS NOTED OTHERWISE.

2. THE BASIS OF Bearing IS THE TEXAS STATE PLANE COORDINATE SYSTEM, SOUTH CENTRAL ZONE (NAD83). U.S. SURVEY FEET. SCALE FACTOR 1.00007.

3. FIELD SURVEY COMPLETED 8/14/2018.

4. EVERY DOCUMENT OR RECORD REVIEWED AND CONSIDERED AS A PART OF THIS SURVEY IS NOTED HEREON. ONLY THE DOCUMENTS NOTED HEREON WERE PROVIDED TO THE SURVEYOR. NO ABSTRACT OF TITLE, NOR TITLE COMMITMENT, NOR RESULTS OF TITLE SEARCHES WERE FURNISHED THE SURVEYOR. THERE MAY EXIST OTHER DOCUMENTS OF RECORD THAT WOULD AFFECT THIS PARCEL.

5. D.P.R. DENOTES DEED AND PLAT RECORDS, BEXAR COUNTY, TEXAS.

6. THERE IS A METES AND BOUNDS DESCRIPTION WITH LIKE JOB NUMBER.

CIVIL ENGINEERING CONSULTANTS DON DURDEN, INC.

11550 I.H. 10 WEST, SUITE 986

SAN ANTONIO, TEXAS 78230

P) 210.641.0999

F) 210.641.0640

Email: cec@cectexas.com

Engineering No.: F–2214

Surveying No.: 100410–00

EXHIBIT OF

TEMPORARY CONSTRUCTION EASEMENT

INTERCONNECTION PRV 2

0.0522 OF ONE ACRE (2,272 SQ. FT.)

OUT OF LOT 36, BLOCK 6, NCB 11960

CONCOURSE SUBDIVISION UNIT-2

SAN ANTONIO, BEXAR COUNTY, TEXAS

REVISED: 10/08/2018
DESCRIPTION for PRV 3
(0.0069 of an ACRE OF LAND)

Being a 10 feet by 30 feet wide Easement, (0.0069 of an acre (300 square feet)) of land out Lot 3, Block 1, New City Block 16743, Central Business Park Subdivision, Unit-3, recorded in Volume 9519, Page 166, Deed and Plat Records, Bexar County, Texas, situated in the City of San Antonio, Bexar County, Texas, and being more particularly described by metes and bounds in a clockwise manner as follows:

COMMENCING at a Magnail with a PD washer found at the east end of the curve return of the southeast intersection of West Sunset Road (60 foot right of way per plat recorded in Volume 9519, Page 166) and Jones-Maltsberger Road (73 foot right of way per plat recorded in Volume 9519, Page 166);

THENCE, coincident with said curve return, being concave to the southeast and having a central angle of 96° 28' 54", a radius of 25.00 feet, an arc length of 42.10 feet and a chord bearing and distance of S 46° 31' 46" W, 37.29 feet to a point, the point of tangency of the herein described curve;

THENCE, S 01° 42' 20" E, along and with the easterly right of way line of said Jones-Maltsberger Road, 138.70 feet to a ½" rebar with a plastic cap stamped “CEC” at the northwest corner and POINT OF BEGINNING of this easement;

THENCE, N 88° 17’ 40” E, 10.00 feet to a ½” rebar with a plastic cap stamped “CEC” set at the northeast corner of this easement;

THENCE, S 01° 42’ 20” E, 30.00 feet to a ½” rebar with a plastic cap stamped “CEC” set at the southeast corner of this easement;

THENCE, S 88° 17’ 40” W, 10.00 feet to a ½” rebar with a plastic cap stamped “CEC” set at the southwest corner of this easement and also being on the easterly right of way line of said Jones-Maltsberger Road;

THENCE, N 01° 42’ 20” W, 30.00 feet, along and with said right of way line, to POINT OF BEGINNING of this easement, containing 0.0069 of an acre, (300 square feet), more or less.

<table>
<thead>
<tr>
<th>Tract</th>
<th>Acreage</th>
</tr>
</thead>
<tbody>
<tr>
<td>Parent Tract</td>
<td>5.229 Acres</td>
</tr>
<tr>
<td>Easement</td>
<td>0.0069 of an acre</td>
</tr>
</tbody>
</table>

The basis of bearing recited herein is THE Texas State Plane Coordinate System, South Central Zone (NAD83), U.S. survey feet, scale factor 1.00017. This description was prepared from a survey made on the ground by employees of Civil Engineering Consultants (CEC). There is an exhibit plat with like job number and date.

I. Ray Iman, R.P.L.S. #4496
NOTES:

1. A 1/2" REBAR WITH A "CEC" PLASTIC CAP WAS SET AT EACH CORNER, UNLESS NOTED OTHERWISE.

2. THE BASIS OF Bearing IS THE Texas STATE PLANE COORDINATE SYSTEM, SOUTH CENTRAL ZONE (NAD83). U.S. SURVEY FEET. SCALE FACTOR 1.00017.

3. FIELD SURVEY COMPLETED 8/14/2018.

4. EVERY DOCUMENT OR RECORD REVIEWED AND CONSIDERED AS A PART OF THIS SURVEY IS NOTED HEREON. ONLY THE DOCUMENTS NOTED HEREON WERE PROVIDED TO THE SURVEYOR. NO ABSTRACT OF TITLE, NOR TITLE COMMITMENT, NOR RESULTS OF TITLE SEARCHES WERE FURNISHED THE SURVEYOR. THERE MAY EXIST OTHER DOCUMENTS OF RECORD THAT WOULD AFFECT THIS PARCEL.

5. D.P.R. DENOTES DEED AND PLAT RECORDS, BEXAR COUNTY, Texas.

6. THERE IS A METES AND BOUNDS DESCRIPTION WITH LIKE JOB NUMBER.
FIELD NOTES
for a 0.0396 of an acre (1,725 square feet)
(PERMANENT WATER EASEMENT)

Being a Permanent Water Easement (0.0396 of an acre (1,725 square feet)) out of Lot 22, Block 1, New City Block 8673, Drury-Concord North Subdivision, recorded in Volume 9533, Page 123, Deed and Plat Records, Bexar County, Texas, said Lot 22, Block 1, being conveyed to RE PECAN LLC as described in Volume 18248, Page 1032, Official Public Records of Bexar County, Texas, situated in the City of San Antonio, Bexar County, Texas and being more particularly described by metes and bounds in a clockwise manner as follows:

BEGINNING at a ½” rebar found at the northeast corner of said Lot 22, on the south right of way line of Halm Boulevard (a 60 foot right of way) and on the southwest line of the Goldmen 21 Group, LP property line as recorded in volume 16434, page 487, Official Public Records of Real Property, Bexar County, Texas;

THENCE, S 33° 59’ 37” E, 51.51 feet, with said Goldmen 21 Group, LP southwest property line, to a ½” rebar with a plastic cap stamped “CEC” set at the southeast corner of this easement;

THENCE, S 70° 08’ 06” W, 39.97 feet, to a ½” rebar with a plastic cap stamped “CEC” set at the southwest corner of this easement;

THENCE, N 19° 51’ 54” W, 37.84 feet, to a ½” rebar with a plastic cap stamped “CEC” set at an angle point of this easement;

THENCE, N 04° 30’ 51” E, 20.96 feet, to a ½” rebar with a plastic cap stamped “CEC” set on the south right of way line of the aforementioned Halm Boulevard and at the northwest corner of this easement;
FIELD NOTES
for a 0.0396 of an acre (1,725 square feet)
(PERMANENT WATER EASEMENT)

THNCE, S 89° 26' 29" E, 20.00 feet, with said south right of way line, to the POINT OF BEGINNING of this easement, containing 0.0396 of an acre, (1,725 square feet), more or less.

<table>
<thead>
<tr>
<th>Tract</th>
<th>Acreage</th>
</tr>
</thead>
<tbody>
<tr>
<td>Parent Tract</td>
<td>2.15 Acres</td>
</tr>
<tr>
<td>Easement</td>
<td>0.0396 of an acre</td>
</tr>
</tbody>
</table>

The basis of bearing recited herein is the Texas State Plane Coordinate System, South Central Zone (NAD83), U.S. survey feet, scale factor 1.00017. This description was prepared from a survey made on the ground by employees of Civil Engineering Consultants (CEC). There is an exhibit plat with like job number and date.

I. Ray Inman, R.P.L.S. #4396
NOTES:

1. THE BASIS OF BEARING IS THE TEXAS STATE PLANE COORDINATE SYSTEM, SOUTH CENTRAL ZONE (NAD83). U.S. SURVEY FEET. SCALE FACTOR 1.00017.
3. EVERY DOCUMENT OR RECORD REVIEWED AND CONSIDERED AS A PART OF THIS SURVEY IS NOTED HEREIN. ONLY THE DOCUMENTS NOTED HEREIN WERE PROVIDED TO THE SURVEYOR. NO ABSTRACT OF TITLE, NOR TITLE COMMITMENT, NOR RESULTS OF TITLE SEARCHES WERE FURNISHED THE SURVEYOR.
4. D.P.R. DENOTES DEED AND PLAT RECORDS, BEXAR COUNTY, TEXAS.
5. O.P.R. DENOTES OFFICIAL PUBLIC RECORDS, BEXAR COUNTY, TEXAS.
6. R.P.R. DENOTES OFFICIAL PUBLIC RECORDS OF REAL PROPERTY, BEXAR COUNTY, TEXAS.
7. THERE IS A METES AND BOUNDS DESCRIPTION WITH LIKE JOB NUMBER.
8. ROTATE BEARINGS 00° 27’ 47” RIGHT TO OBTAIN PLAT BEARING SYSTEM.
9. 1/2” REBAR WITH PLASTIC CAP STAMPED “CEC” SET AT ALL CORNERS UNLESS OTHERWISE SHOWN.
10. IMPROVEMENTS WERE NOT LOCATED OR SHOWN AS PART OF THIS SURVEY.

REVISED: 12/05/2018

CIVIL ENGINEERING CONSULTANTS
DON DURDEN, INC.
11550 I-10 WEST, SUITE 395
SAN ANTONIO, TEXAS 78230
P) 210.641.9999
F) 210.641.6440
Email: cec@cectx.com
Engineering No.: F-2214
Surveying No.: 100410-00

EASEMENT EXHIBIT OF VARIABLE WIDTH PERMANENT WATER EASEMENT
0.0396 OF ONE ACRE (1,725 SQ. FT.)
OUT OF LOT 22, BLOCK 1, NCB 8673
DRURY—CONCORD NORTH SUBDIVISION
SAN ANTONIO, BEXAR COUNTY, TEXAS
**FIELD NOTES**

for a 0.0588 of an acre (2,563 square feet)

(TEMPORARY CONSTRUCTION EASEMENT)

Being a Temporary Construction Easement, (0.0588 of an acre (2,563 square feet)) of land out of Lot 22, Block 1, New City Block 8673, Drury-Concord North Subdivision, recorded in Volume 9533, Page 123, Deed and Plat Records, Bexar County, Texas, said Lot 22, Block 1, being conveyed to RE PECAN LLC as described in Volume 18248, Page 1032, Official Public Records of Bexar County, Texas, situated in the City of San Antonio, Bexar County, Texas and being more particularly described by metes and bounds in a clockwise manner as follows:

**COMMENCING** at a ½” rebar found at the northeast corner of said Lot 22, on the south right of way line of Halm Boulevard (a 60 foot right of way);

THENCE, N 89° 26’ 29” W, 20.00 feet, with said south right of way line of Halm Boulevard, to a ½” rebar with a plastic cap stamped “CEC” set at the northeast corner and **POINT OF BEGINNING** of this easement;

THENCE, S 04° 30’ 51” W, 20.96 feet, to a ½” rebar with a plastic cap stamped “CEC” set at an angle point of this easement;

THENCE, S 19° 51’ 54” E, 37.84 feet, to a ½” rebar with a plastic cap stamped “CEC” set at an angle point of this easement;

THENCE, N 70° 08’ 06” E, 39.97 feet, to a ½” rebar with a plastic cap stamped “CEC” set on the southwest line of the Goldmen 21 Group, LP property line as recorded in volume 16434, page 487, Official Public Records of Real Property, Bexar County, Texas;

THENCE, S 33° 59’ 37” E, 20.62 feet, with said Goldmen 21 Group, LP southwest property line, to a ½” rebar with a plastic cap stamped “CEC” set at the southeast corner of this easement;

THENCE, S 70° 08’ 06” W, 65.00 feet, to a ½” rebar with a plastic cap stamped “CEC” set at the southwest corner of this easement;

THENCE, N 19° 51’ 54” W, 68.39 feet, to a ½” rebar with a plastic cap stamped “CEC” set at an angle point of this easement;
FIELD NOTES
for a 0.0588 of an acre (2,563 square feet)
(TMENORARY CONSTRUCTION EASEMENT)

THENCE, N 00°33'31" E, 18.00 feet, to a 1/2" rebar with a plastic cap stamped "CEC" set on the south right of way line of the aforementioned Halm Boulevard and at the northwest corner of this easement;

THENCE, S 89° 26' 29" E, 23.87 feet, with said south right of way line, to the POINT OF BEGINNING of this easement, containing 0.0588 of an acre, (2,563 square feet), more or less.

<table>
<thead>
<tr>
<th>Tract</th>
<th>Acreage</th>
</tr>
</thead>
<tbody>
<tr>
<td>Parent Tract</td>
<td>2.15 Acres</td>
</tr>
<tr>
<td>Easement</td>
<td>0.0588 of an acre</td>
</tr>
</tbody>
</table>

The basis of bearing recited herein is the Texas State Plane Coordinate System, South Central Zone (NAD83), U.S. survey feet, scale factor 1.00017. This description was prepared from a survey made on the ground by employees of Civil Engineering Consultants (CEC). There is an exhibit plat with like job number and date.

I. Ray Inman, R.P.L.S. #4496

X:\data\survey\Proj_2018S0539417_Maestas-BV-Halm_Rd\METES AND BOUNDS\tempesm\twest.docx

LAREDO · SAN ANTONIO · BRYAN/COLLEGE STATION
115501 H. 10 WEST, SUITE 395 · SAN ANTONIO, TEXAS 78230-1037 · (210) 641-9999 · FAX: (210) 641-6440
TEXAS FIRM REGISTRATION NUMBERS: ENGINEERING F-2214 · SURVEY 10041000 · WWW.CECTEXAS.COM
Proposed Permanent Water Easement

HALM BLVD.
60' RW.

LOCATION MAP
NOT TO SCALE

POINT OF BEGINNING

POINT OF COMMENCING

1/2' REBAR FOUND

14" GAS, ELECTRIC, TELEPHONE AND CABLE TV EASEMENT (V. 9533, P. 123, D.P.R.)

25' BUILDING SETBACK (V. 9533, P. 123, D.P.R.)

NOTES:
1. THE BASIS OF BEARING IS THE TEXAS STATE PLANE COORDINATE SYSTEM, SOUTH CENTRAL ZONE (NAD83). U.S. SURVEY FEET. SCALE FACTOR 1.00007.
3. EVERY DOCUMENT OR RECORD REVIEWED AND CONSIDERED AS A PART OF THIS SURVEY IS NOTED HEREON. ONLY THE DOCUMENTS NOTED HEREON WERE PROVIDED TO THE SURVEYOR. NO ABSTRACT OF TITLE, NOR TITLE COMMITMENT, NOR RESULTS OF TITLE SEARCHES WERE FURNISHED THE SURVEYOR. THERE MAY EXIST OTHER DOCUMENTS OF RECORD THAT WOULD AFFECT THIS PARCEL.
4. D.P.R. DENOTES DEED AND PLAT RECORDS, BEXAR COUNTY, TEXAS.
5. THERE IS A METES AND BOUNDS DESCRIPTION WITH LIKE JOB NUMBER.
6. ROTATE BEARINGS 00' 27' 47' RIGHT TO OBTAIN PLAT BEARING SYSTEM.
7. 1/2" REBAR WITH A PLASTIC CAP STAMPED "CEC" SET AT ALL CORNERS UNLESS OTHERWISE NOTED.
8. IMPROVEMENTS WERE NOT LOCATED OR SHOWN AS PART OF THIS SURVEY.

EASEMENT EXHIBIT OF
VARIABLE WIDTH TEMPORARY
CONSTRUCTION EASEMENT
0.0588 OF ONE ACRE (2,563 SQ. FT.)
OUT OF LOT 22, BLOCK 1, NCB 8673
DRURY--CONCORD NORTH SUBDIVISION
SAN ANTONIO, BEXAR COUNTY, TEXAS
DATE: 11/28/2018
JOB NUMBER: 50239147
PAGE 3 OF 3
FIELD NOTES

for a 0.1208 of an acre (5,260 square feet)

(TEMPORARY ACCESS EASEMENT)

Being a Temporary Access Easement, (0.1208 of an acre (5,260 square feet)) of land out of Lot 25, Block 1, New City Block 8673, Concourse- La Quinta Subdivision Unit 2, recorded in Volume 9727, Page 134, Deed and Plat Records, Bexar County, Texas, said Lot 25, Block 1, being conveyed to BRE/LQ TX Properties L.P. as described in Volume 11951, Page 1189, Official Public Records of Bexar County, Texas, situated in the City of San Antonio, Bexar County, Texas and being more particularly described by metes and bounds in a clockwise manner as follows:

COMMENCING at a ½” rebar found at the east end of the east reverse curve, on the south right of way line of Halm Boulevard (a 60 foot right of way), said rebar being 87.19 feet, along the arcs of said south right of way line, from the northwest corner of the above mentioned Lot 25;

THENCE, N 89° 19′ 38″ E, 11.11 feet, with said south right of way line of Halm Boulevard, to a Magnail with washer stamped “CEC” set at the northwest corner and POINT OF BEGINNING of this easement;

THENCE, N 89° 19′ 38″ E, 25.94 feet, with said south right of way line of Halm Boulevard, to a Magnail with washer stamped “CEC” set at the northeast corner of this easement;

THENCE, S 03° 04′ 49″ E, 31.18 feet, to a Magnail with washer stamped “CEC” set at the point of curvature of a curve concave northwest;

THENCE, with said curve, having an arc length of 30.61 feet, a radius of 20.00 feet, a delta angle of 87°41′29″, a chord bearing of S 40° 45′ 55″ W and a chord distance of 27.71 feet, to a Magnail with washer stamped “CEC” set at the point of tangency of the herein described curve;

THENCE, S 84° 20′ 38″ W, 36.51 feet, to a Magnail with washer stamped “CEC” set at the point of curvature of a curve concave southeast;

THENCE, with said curve, having an arc length of 7.41 feet, a radius of 5.00 feet, a delta angle of 84°57′36″, a chord bearing of S 41° 51′ 50″ W and a chord distance of 6.75 feet, to a Magnail with washer stamped “CEC” set at the point of tangency of the herein described curve;

THENCE, S 00° 36′ 58″ E, 54.71 feet, to a Magnail with washer stamped “CEC” set at an angle point of this easement;
FIELD NOTES
for a 0.1208 of an acre (5,260 square feet)
(TEMPORARY ACCESS EASEMENT)

THENCE, S 76° 54’ 00” W, 27.48 feet, to a Magnail with washer stamped “CEC” set on the easterly line of an 18 foot Permanent Sanitary Sewer, Water and Drainage Easement as recorded in Volume 9549, Page 160, Deed and Plat Records, Bexar County, Texas and at the southwest corner of this easement;

THENCE, N 04° 56’ 06” W, 86.11 feet, with the easterly line of said 18 foot Easement, to a Magnail with washer stamped “CEC” set at a non-tangent point of a curve concave southeast;

THENCE, with said curve, having an arc length of 56.04 feet, a radius of 70.74 feet, a delta angle of 45°23’27”, a chord bearing of N 63° 59’ 46” E and a chord distance of 54.59 feet, to a Magnail with washer stamped “CEC” set at a non-tangent point at the end of this herein described curve;

THENCE, S 00° 19’ 53” E, 15.05 feet, to a Magnail with washer stamped “CEC” set at non-tangent point of a curve concave northeast;

THENCE, with said curve, having an arc length of 7.47 feet, a radius of 5.00 feet, a delta angle of 85°33’13”, a chord bearing of S 52° 20’ 43” E and a chord distance of 6.79 feet, to a Magnail with washer stamped “CEC” set at a non-tangent point of the herein described curve;

THENCE, N 84° 52’ 41” E, 8.06 feet, to a Magnail with washer stamped “CEC” set at a non-tangent point of a curve concave northwest;

THENCE, with said curve, having an arc length of 6.72 feet, a radius of 5.05 feet, a delta angle of 83°47’31”, a chord bearing of N 42° 49’ 26” E and a chord distance of 6.72 feet, to a Magnail with washer stamped “CEC” set at a non-tangent point of the herein described curve;
Project Name: Central Water Integration
Pipeline Segment 5-4 (Halm Boulevard)
SAWS Parcel No. P18-192T
November 29, 2018
Revised: December 13, 2018
Page 1 of 4

FIELD NOTES
for a 0.1208 of an acre (5,260 square feet)
(TEMPORARY ACCESS EASEMENT)

THNCE, N 05° 02’ 48” W, 25.30 feet, to the POINT OF BEGINNING of this easement, containing 0.1208 of an acre, (5,260 square feet), more or less.

<table>
<thead>
<tr>
<th>Tract</th>
<th>Acreage</th>
</tr>
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<tbody>
<tr>
<td>Parent Tract</td>
<td>3.538 Acres</td>
</tr>
<tr>
<td>Easement</td>
<td>0.1208 of an acre</td>
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</table>

The basis of bearing recited herein is the Texas State Plane Coordinate System, South Central Zone (NAD83), U.S. survey feet, scale factor 1.00017. This description was prepared from a survey made on the ground by employees of Civil Engineering Consultants (CEC). There is an exhibit plat with like job number and date.

I. Ray Inman, R.P.L.S. #4496

12-13-2018
PROJECT NAME: CENTRAL WATER INTEGRATION PIPELINE SEGMENT 5-4 (HALM BOULEVARD)
SAWS PARCEL NO.: P18-192T
PROJECT JOB NO.: 18-8617
DOCUMENT TYPE: EASEMENT

ACREAGE SUMMARY
PARENT TRACT: 3.538 ACRES
EASEMENT: 0.1208 OF ONE ACRE

CURVE TABLE

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<tr>
<td>C1</td>
<td>20.00'</td>
<td>87° 41' 29&quot;</td>
<td>30.61'</td>
<td>S40°45'55&quot;W</td>
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<td>7.47'</td>
<td>S52°20'43&quot;E</td>
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<td>C5</td>
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<td>6.72'</td>
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LINE TABLE

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<tr>
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<td>L9</td>
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<td>11.11'</td>
</tr>
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</table>

LOT 25, BLOCK 1
CONCOURSE-LA QUINTA
SUBDIVISION UNIT 2
N. C. B.  .  .  .  .  .  .  .  .  8673
VOL. 9727, PG. 134, D.P.R.
OWNER: BRE/LQ TX Properties L.P.
(Vol. 11951 Pg. 1189, CPR)
(CALLED 3.538 ACRES)

1/2" REBAR FOUND

1/2" REBAR FOUND
GOLDEN 21, GROUP L.P.
City of San Antonio Storm Drainage
(volume 2414, page 46)
City of San Antonio, Water, and Sewer
(volume 655, page 86)

VARIABLE WIDTH TEMPORARY
ACCESS EASEMENT
(0.1208 ac., 5,260 square feet)

14" ELECTRIC, GAS, TELEPHONE
AND CABLE TV EASEMENT
(V. 9549, P. 160, D.P.R.)

25' STORM DRAIN ESM'T
(V. 4705, P. 488, D.P.R.)

25' BUILDING SETBACK
(V. 9549, P. 160, D.P.R.)

VARIABLE WIDTH ELECTRIC ESM'T
(V. 9549, P. 160, D.P.R.)

18' PERMANENT SANITARY SEWER, WATER,
AND DRAINAGE ESM'T
(V. 9549, P. 160, D.P.R.)

NOTES:
1. THE BASIS OF BEARING IS THE TEXAS STATE PLANE COORDINATE SYSTEM, SOUTH CENTRAL ZONE (NAD83). U.S. SURVEY FEET. SCALE FACTOR 1.00017.
3. EVERY DOCUMENT OR RECORD REVIEWED AND CONSIDERED AS A PART OF THIS SURVEY IS NOTED HEREON. ONLY THE DOCUMENTS NOTED HEREON WERE PROVIDED TO THE SURVEYOR. NO ABSTRACT OF TITLE, NOR TITLE COMMITMENT, NOR RESULTS OF TITLE SEARCHES WERE FURNISHED THE SURVEYOR. THERE MAY EXIST OTHER DOCUMENTS OF RECORD THAT WOULD AFFECT THIS PARCEL.
4. D.P.R. DENOTES DEED AND PLAT RECORDS, BEXAR COUNTY, TEXAS.
O.P.R. DENOTES OFFICIAL PUBLIC RECORDS, BEXAR COUNTY, TEXAS.
R.P.R. DENOTES OFFICIAL PUBLIC RECORDS OF REAL PROPERTY, BEXAR COUNTY, TEXAS.
5. THERE IS A METES AND BOUNDS DESCRIPTION WITH LIKE JOB NUMBER.
6. ROTATE BEARINGS 01° 11' 03" RIGHT TO OBTAIN PLAT BEARING SYSTEM.
7. MAG NAILS WITH "CEC" WASHERS SET AT ALL CORNERS UNLESS OTHERWISE NOTED.
8. NO IMPROVEMENTS WERE LOCATED OR SHOWN HEREON AS PART OF THIS SURVEY.

REVISED: 12/13/2018

CEC
CIVIL ENGINEERING CONSULTANTS
DON DURDEN, INC.
11550 I.H. 10 WEST, SUITE 390
SAN ANTONIO, TEXAS 78230
P: 210.641.9999
F: 210.641.6440
Email: cec@cectexas.com
Engineering No.: F-8214
Surveying No.: 100410-00

EASEMENT EXHIBIT OF
VARIABLE WIDTH TEMPORARY
ACCESS EASEMENT
0.1208 OF ONE ACRE (5,260 SQ. FT.)
OUT OF LOT 25, BLOCK 1, NCB 8673,
CONCOURSE-LA QUINTA SUBDIVISION UNIT 2
SAN ANTONIO, BEXAR COUNTY, TEXAS

DATE
11/28/2018
JOB NUMBER
50539417
PAGE
4
OF
4
TO: San Antonio Water System Board of Trustees

FROM: Tracey B. Lehmann, P.E., Director, Development, and Andrea L.H. Beymer, P.E., Vice President, Engineering and Construction

THROUGH: Robert R. Puente, President/Chief Executive Officer

SUBJECT: AUTHORIZATION OF WHOLESALE SEWER SERVICE CONTRACT AMENDMENT WITH CIBOLO CREEK MUNICIPAL AUTHORITY

Board Action Date: January 15, 2019

SUMMARY AND RECOMMENDATION:

The attached resolution authorizes the San Antonio Water System’s (the “System”) President/Chief Executive Officer to execute a Wholesale Sewer Service Contract Amendment with the Cibolo Creek Municipal Authority (CCMA) to modify impact fee collection and divert wastewater flows during the interim period while downstream capacity projects are resolved.

- CCMA currently provides wastewater treatment services to approximately 2,200 of the System’s retail customers under a Wholesale Sewer Service Contract. The contract commenced September 1, 1997, and was set to expire August 31, 2017.

- A First Amendment to the Wholesale Sewer Service Contract was entered into on August 27, 2015, pursuant to Board Resolution No. 15-017. The First Amendment deferred treatment impact fee payments to CCMA while the System constructed diversion lift stations to redirect flows from CCMA to the System’s collection system, and extended the contract to a month by month basis after August 31, 2017.

- The System completed the diversion lift stations in April 2018. Downstream capacity issues during storm events has created a need for the System to divert wastewater flows back to CCMA during storm events.

- The Second Amendment to the Wholesale Sewer Service Contract is for the System to divert wastewater flows to CCMA during storm events for no more than 3 days for each occurrence. The System will pay CCMA for the amount of flow that is diverted to their system based on CCMA’s volumetric charge.

- The Second Amendment stipulates that the contract will terminate, as amended no later than December 31, 2021, or at resolution of the downstream capacity issues, whichever occurs first. CCMA also retains the right to refuse the wastewater flows in the event they encounter capacity issues prior to the contract end date.
• Since CCMA will no longer be providing daily wastewater treatment for the System’s customers as of the completion of the System diversion project in April 2018, the System and CCMA have agreed to stop collecting CCMA’s impact fees starting April 23, 2018, for all future System wastewater treatment customers. Customers will be assessed the System’s wastewater collection and treatment impact fees.

• CCMA Board of Trustees have reviewed and approved the terms of the Second Amendment to the Wholesale Sewer Service Agreement at their general meeting held on December 13, 2018.

Staff recommends that the Board approve this resolution.

**FINANCIAL IMPACT:**

The System will keep funds collected from the daily use of existing System customers, which was previously paid to CCMA for wastewater treatment services, and will only pay the monthly volumetric charges for wastewater, which is diverted to CCMA during storm events. In addition, the System will now collect wastewater treatment impact fees for all new growth in this service area, which was previously collected and paid to CCMA. With an estimated 60 new customers per year in this area, the wastewater treatment impact fees, currently at $786.00 each, will total an additional $47,160.00 per year in recoupment funds from customers that will ultimately use the System’s treatment facilities.

Tracey B. Lehmann, P.E.
Director
Development

Andrea L.H. Beymer, P.E.
Vice President
Engineering and Construction

APPROVED:

Robert R. Puente
President/Chief Executive Officer
RESOLUTION NO.

OF THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES APPROVING A SECOND AMENDMENT TO THE WHOLESALE SEWER SERVICE CONTRACT WITH THE CIBOLO CREEK MUNICIPAL AUTHORITY; AUTHORIZING THE PRESIDENT/CHIEF EXECUTIVE OFFICER OR HIS DULY APPOINTED DESIGNEE TO EXECUTE A SECOND AMENDMENT TO THE WHOLESALE SEWER SERVICE CONTRACT WITH THE CIBOLO CREEK MUNICIPAL AUTHORITY; FINDING THE RESOLUTION TO HAVE BEEN CONSIDERED PURSUANT TO THE LAWS GOVERNING OPEN MEETINGS; PROVIDING A SEVERABILITY CLAUSE; AND ESTABLISHING AN EFFECTIVE DATE

WHEREAS, Cibolo Creek Municipal Authority (CCMA) currently provides wastewater treatment services to approximately 2,200 San Antonio Water System (the “System”) retail customers under a Wholesale Sewer Service Contract, and

WHEREAS, the contract commenced September 1, 1997, and was to expire August 31, 2017; and

WHEREAS, the System executed the First Amendment to the Wholesale Sewer Service Contract on August 27, 2015, pursuant to Board Resolution No. 15-017; and

WHEREAS, the First Amendment deferred impact fee payments to CCMA while the System constructed diversion lift stations to redirect flow from CCMA to the System’s collection system as well as extended the contract to a month to month basis after August 31, 2017; and

WHEREAS, the System completed the diversion lift stations in April 2018, when downstream capacity issues became an issue creating a need to divert wastewater flows back to CCMA during storm events; and

WHEREAS, the Second Amendment to the Wholesale Sewer Service Contract has been negotiated by the System and CCMA; and

WHEREAS, the Second Amendment establishes requirements for diversion of wastewater to CCMA, establishes billing requirements for the diverted wastewater, removes the requirement for payment of wastewater treatment impact fees to CCMA plus sets a contract end date; and

WHEREAS, CCMA Board of Trustees have approved the Second Amendment to the Wholesale Sewer Service Agreement; and
WHEREAS, the San Antonio Water System Board of Trustees desires (i) to approve a Wholesale Sewer Service Contract Amendment with Cibolo Creek Municipal Authority, and (ii) to authorize the President/Chief Executive Officer or his duly appointed designee to execute a Wholesale Sewer Service Contract Amendment with the Cibolo Creek Municipal Authority; now, therefore:

BE IT RESOLVED BY THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES:

1. That the Second Amendment to the Wholesale Sewer Service Contract with the Cibolo Creek Municipal Authority is hereby approved.

2. That the President/Chief Executive Officer or his duly appointed designee is authorized to execute the Second Amendment to the Wholesale Sewer Service Contract with the Cibolo Creek Municipal Authority.

3. It is officially found, determined and declared that the meeting at which this resolution is adopted was open to the public, and that public notice of the time, place and subject matter of the public business to be conducted at such meeting, including this resolution, was given to all as required by the Texas Codes Annotated, as amended, Title 5, Chapter 551, Government Code.

4. If any part, section, paragraph, sentence, phrase or word of this resolution is for any reason held to be unconstitutional, illegal, inoperative or invalid, or if any exception to or limitation upon any general provision herein contained is held to be unconstitutional, illegal, invalid or ineffective, the remainder of this resolution shall nevertheless stand effective and valid as if it had been enacted without the portion held to be unconstitutional, illegal, invalid or ineffective.

5. This resolution shall take effect immediately upon its passage.

PASSED AND APPROVED on this 15th day of January, 2019.

________________________________________
Berto Guerra, Jr., Chairman

ATTEST:

________________________________________
Amy Hardberger, Secretary

Attachment – Second Amendment to Wholesale Sewer Service Contract
SECOND AMENDMENT TO WHOLESALE SEWER SERVICE CONTRACT
BETWEEN SAWS AND CCMA

This Second Amendment to the Wholesale Sewer Service Contract (Second Amendment), is entered into to be effective this _____ day of __________, 2019 (Effective Date) by and between the City of San Antonio, acting by and through the San Antonio Water System Board of Trustees (Entity), pursuant to Board Resolution No. 18-__________, and the Cibolo Creek Municipal Authority (Authority), pursuant to Resolution No. ________.

Whereas, the Authority provided wastewater treatment services to approximately 2,200 existing Entity retail customers located at _______________ (Area) under the Wholesale Sewer Service Contract (Contract) which became effective on September 1, 1997 and was due to expire on August 31, 2015; and

Whereas, the Authority and Entity agreed to the First Amendment to the Contract in August 27, 2015 (First Amendment) to extend the term of the Contract until August 31, 2017 and beyond on a month to month basis; and

Whereas, the Entity constructed two lift stations and approximately 4.3-miles of wastewater main to divert flow to Entity wastewater treatment facilities (Diversion Project) in order to provide wastewater treatment to these existing and future retail customers; and

Whereas, construction of the Diversion Project was completed during the second quarter of 2018 and the Entity began receiving wastewater flows from these customers on April 23, 2018; and

Whereas, the Entity has another project currently under construction downstream of the Diversion Project to eliminate a capacity issue (Capacity Issue Project), which is expected to be completed by December 2021; and

Whereas, the Entity proposes to periodically divert sewer flows from the Entity to the Authority during and after significant rain events to reduce the possibility of a sanitary sewer overflow through the Entity’s downstream infrastructure which has a capacity issue, until the Capacity Issue Project is complete or December 31, 2021, whichever comes first; and

Whereas, the Authority assesses wastewater impact fees from Entity customers to pay for the Authority’s capital costs for wastewater facilities in accordance with its approved capital improvements plan; and, the Entity currently collects the Authority’s impact fee in addition to the Entity’s wastewater collection impact fee, but does not assess the Entity’s wastewater treatment impact fee for customers using the Authority’s treatment system; and

Whereas, due to the fact that the Authority will no longer be providing wastewater
treatment for any of the Entity’s customers on a daily basis, the Authority will stop assessing the Authority’s impact fees for future Entity wastewater treatment customers, and those customers will be assessed the Entity’s wastewater collection and treatment impact fees; and

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Parties agree to the terms and conditions set forth herein.

1.0 Intent of the Parties. The purposes of this Second Amendment are to (1) memorialize the Parties understanding regarding the treatment of wastewater from the Area and the assessment and collection of wastewater impact fees from the Area; and (2) define when and how Authority will accept, treat, and discharge wastewater flows from Entity during times of significant rainfall, until the Capacity Issue Project is complete or December 31, 2021, whichever comes first. Both Parties acknowledge and agree that wastewater service shall be provided pursuant to all applicable local, state, and federal laws and in accordance with the terms and conditions set out in the Contract, as amended by the First Amendment and Second Amendment.

1.1 Upon the completion of the Diversion Project on April 23, 2018, the Entity began diverting daily sewer flows to the Entity’s wastewater collection system and treatment facility in lieu of the Authority’s wastewater collection system and treatment facility. Due to Entity’s downstream wastewater collection system capacity issue, for which a project is currently under construction to resolve, the Entity desires to reduce the possibility of a sewer overflow during times of significant rainfall. In an effort to reduce the potential for an overflow, the Parties agree that Entity may divert sewer flows from the Entity’s sewer infrastructure to the Authority’s sewer infrastructure at the Point of Delivery, as depicted in Attachment I (attached hereto), during significant storm events and for no more than 72 hours after such storm event at the points of interconnection to the Authority’s system which existed prior to the connection of the Diversion Project; and Authority agrees to accept such sewer flows at such times unless the additional flows would cause an imminent or actual sewer overflow in the Authority’s wastewater collection system, as determined by the Authority. Upon notice from the Authority, the Entity will activate one or both of the Entity’s lift stations at the Point of Delivery so that such wastewater flows from the Entity’s customers are delivered to the Entity’s downstream wastewater collection system and treatment facility and not to the Authority’s wastewater collection system and treatment facility.

1.2 The Parties agree that the Entity shall solely pay for the design, engineering, and installation of two sewer flow meters downstream of the locations where wastewater flow will be diverted to the Authority to monitor the quantity of sewer flow to the Authority during times of diversion. The Entity shall pay to the Authority on a monthly basis an amount equal to the minimum of the Authority’s volumetric charge for the quantity of flow registered by the sewer flow meters during the diversion to the Authority’s sewer infrastructure, as may be amended from time to time; provided, however, that in the event that the meters fail, then the Entity shall pay to the Authority the standard monthly sewer
fee per connection prorated to the number of days of sewer flow was diverted to the Authority’s sewer infrastructure in accordance with the terms of the Contract. The Entity agrees to provide access to the online sewer flow monitor data to the Authority.

1.3 The Authority currently assesses wastewater impact fees from the Entity’s customers to pay for the Authority’s capital projects identified in its approved capital improvements plan. The Entity currently collects the Authority’s impact fee in addition to the Entity’s wastewater collection impact fee, but does not assess the Entity’s wastewater treatment impact fee for customers currently using the Authority’s system. As a result of the completion of the Diversion Project, the Entity’s customers have ceased using the Authority’s system and treatment facilities for daily sewer collection and treatment of wastewater since April 23, 2018. Based on this consideration, the Parties agree that any retail sewer service customers of the Entity that have connected to the Entity’s system since April 23, 2018 shall not be required to pay sewer impact fees to the Authority as of the Effective Date and shall not be obligated to pay such impact fees to the Authority in the future, unless the Entity and Authority agree otherwise to transition such customers back to the Authority’s system and treatment facilities on a regular basis. Rather, as of the Effective Date of this Second Amendment, the Entity’s customers will be assessed the Entity’s wastewater collection and treatment impact fees. However, the Parties agree that this Second Amendment does not create an obligation for the Authority to issue any refunds of impact fees paid to the Authority under the terms of the Contract, First Amendment, and Second Amendment, for any reason.

1.4 The Parties agree to terminate the Contract, as amended, no later than the earlier of the date that the Capacity Issue Project is complete or December 31, 2021, whichever comes first. At the termination of this Contract, the Entity will stop diverting sewer flows to the Authority’s infrastructure.

1.5 The Entity recognizes that the Authority as well as the Entity have regulatory guidelines that require infrastructure improvements to be designed and constructed based on existing and proposed future flows. As such, either Party at its sole discretion may submit to the other party written notice to terminate this Contract within thirty (30) days of the notice. Within sixty (60) days after the date of termination, the Entity shall ensure that all connections to the Authority’s system are completely removed and plugged at the Entity’s cost.

1.6 A map of the Area is provider hereto as Attachment I.

2.00 Effective Date. This Second Amendment to the Contract shall be effective upon execution, subject to the terms and conditions set forth herein and based on the date of the later party’s signature approval. All other terms and conditions of the Contract unaffected by this Second Amendment shall remain in effect.
SAN ANTONIO WATER SYSTEM

CIBOLO CREEK MUNICIPAL AUTHORITY

By: __________________________  By: __________________________
Name: Robert R. Puente    Name: Clint Ellis
Title: President/CEO     Title: General Manager

ACKNOWLEDGEMENTS

STATE OF TEXAS §

COUNTY OF BEXAR §

BEFORE ME, the undersigned Notary Public, on this day personally appeared Robert R. Puente, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that the same was the act of said person ___________________ and that he has executed the same as President/CEO of the San Antonio Water System for the purposes and consideration therein expressed and in the capacity therein stated.

Given under my hand and seal of office this ________ day of _____________, 2018.

__________________________________
Notary Public

STATE OF TEXAS §

COUNTY OF BEXAR §

BEFORE ME, the undersigned Notary Public, on this day personally appeared Clint Ellis, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that the same was the act of said person ___________________ and that he has executed the same as General Manager of the Cibolo Creek Municipal Authority for the purposes and consideration therein expressed and in the capacity therein stated.

Given under my hand and seal of office this ________ day of _____________, 2018.

__________________________________
Notary Public
TO: San Antonio Water System Board of Trustees
FROM: Sree Pulapaka, Vice President/Chief Information Officer
THROUGH: Robert R. Puente, President/Chief Executive Officer
SUBJECT: APPROVAL OF SERVICES WORK ORDERS FOR PROFESSIONAL SERVICES IN CONNECTION WITH CONFIGURING AND IMPLEMENTING ENHANCEMENTS TO THE INFOR APPLICATIONS AND RELATED PROCESSES

Board Action Date: January 15, 2019

SUMMARY AND RECOMMENDATION:

The attached resolution approves the services work orders from Infor Public Sector, Inc. for IPS Enhancements (defined below) and Lawson Enhancements (defined below) to the Infor software. This resolution also authorizes funding in an amount not to exceed $662,709.97 to Infor Public Sector, Inc., for the period of January 1, 2019 through December 31, 2019.

- San Antonio Water System (SAWS) currently utilizes several modules from the Infor enterprise software suite in various departments including Distribution and Collection, Human Resources, Engineering and Construction, and Customer Service.

- During 2019, SAWS plans to implement workflow and process enhancements to several modules of the IPS System within the Infor software (“IPS Enhancements”), which may include:
  - Implementing Valve Inspection Operations and improving Meter Testing Processes as well as improving the Service Request definition and processes used by the Distribution and Collection Operations department in their daily operations (“D&C Enhancements”).
  - Implementing re-engineering of several processes including Utility Service Agreements (USA), GCP-Plat Build USA processes, Impact Fee Rate processes, and PSL Electronic Acceptance process in support of the Engineering and Construction department (“Development Engineering Enhancements”).
  - Implementing the Incident Management module that will benefit the SSO process by tracking all the activities and costs related to each incident that will be managed and referenced through the Infor application (“SSO Process Improvement Enhancements”)
  - Support for the IS Department, including in the following areas: delinquency, permitting, sundry billing, Infor mobile, CDR – dynamic portal module,
improvements to various modules for the Infor 11 release, and Work Order and Service Request routing (the “IS Process Enhancements”).

- During 2019, SAWS also plans to implement within the Infor System a module to improve processes in the Human Resources, Payroll, and Finance departments by allowing management of retirees, COBRA operations, and retiree benefits (the “Lawson Enhancements”).

- This resolution approves the two services work orders from Infor Public Sector, Inc., one for the implementation of the IPS Enhancements for an amount not to exceed $607,210.00 and one for the implementation of the Lawson Enhancements for an amount not to exceed $55,499.97, for a total amount not to exceed on the two service work orders of $662,709.97, to configure and implement enhancements and provide support for the various Infor modules being used by various business units at SAWS.

Staff recommends that the Board approve this resolution.

**FINANCIAL IMPACT:**

Funds will be made available from the System Fund to pay for the professional services. The total amount is not to exceed $662,709.97 for FY 2019. These items will be paid from System Fund budgeted in the FY 2019 expense budget (Company: 1000, Accounting Unit: 5020900, Account: 511312).

<table>
<thead>
<tr>
<th>Signature</th>
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<tbody>
<tr>
<td>Vice President</td>
</tr>
<tr>
<td>Chief Information Officer</td>
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</tbody>
</table>

APPROVED:

<table>
<thead>
<tr>
<th>Signature</th>
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</thead>
<tbody>
<tr>
<td>President/Chief Executive Officer</td>
</tr>
</tbody>
</table>
RESOLUTION NO.

OF THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES APPROVING TWO SERVICES WORK ORDERS FOR PROFESSIONAL SERVICES IN CONNECTION WITH CONFIGURING AND IMPLEMENTING ENHANCEMENTS TO THE INFOR APPLICATIONS AND RELATED PROCESSES IN AN AMOUNT NOT TO EXCEED $662,709.97 SUBJECT TO THE AGREEMENT WITH INFOR PUBLIC SECTOR, INC.; AUTHORIZING TOTAL EXPENDITURES IN AN AMOUNT NOT TO EXCEED $662,709.97 FROM THE SYSTEM FUND FOR FISCAL YEAR 2019; AUTHORIZING THE PRESIDENT/CHIEF EXECUTIVE OFFICER OR HIS DULY APPOINTED DESIGNEE TO EXECUTE THE TWO SERVICES WORK ORDERS WITH INFOR PUBLIC SECTOR, INC. AND TO PAY TO INFOR PUBLIC SECTOR, INC. AN AMOUNT NOT TO EXCEED $662,709.97 FOR THE SERVICES WORK ORDERS; FINDING THE RESOLUTION TO HAVE BEEN CONSIDERED PURSUANT TO THE LAWS GOVERNING OPEN MEETINGS; PROVIDING A SEVERABILITY CLAUSE; AND ESTABLISHING AN EFFECTIVE DATE.

WHEREAS, the San Antonio Water System (the “System”) currently utilizes several modules from the Infor enterprise software suite in various departments including Distribution and Collection, Human Resources, Engineering and Construction, and Customer Service; and

WHEREAS, the System anticipates needing support from Infor on its IPS System (“IPS Enhancements”), which may include:

- Improving Valve Inspection Operations, Meter Testing Processes, and Service Request definitions for the Distribution and Collection Operations department (“D&C Enhancements”)
- Improving several processes within the Development Engineering department (“Development Engineering Enhancements”)
- Enhancements to configure and implement Incident Management module for SSO process improvements (“SSO Process Improvement Enhancements”)
- Enhancements to delinquency, permitting, sundry billing, Infor mobile, CDR – dynamic portal module, improvements to various modules for the Infor 11 release, and Work Order and Service Request routing for the IS Department (the “IS Process Enhancements”).
WHEREAS, the System also anticipates needing support from Infor on enhancements to the Lawson System to improve processes in the Human Resources, Payroll, and Finance departments to allow Retiree Benefits and COBRA management (the “Lawson Enhancements”); and

WHEREAS, the San Antonio Water System Board of Trustees desires (i) to approve two services work orders to Infor Public Sector, Inc., one for IPS Enhancements for an amount not to exceed $607,210.00 and one for Lawson Enhancements for an amount not to exceed $55,499.97, for a total amount not to exceed for the two service work orders of $662,709.97, (ii) to authorize expenditures in an amount not to exceed $662,709.97 from the System Fund, (iii) to authorize the President/Chief Executive Officer or his duly appointed designee to execute the two service work orders with Infor Public Sector, Inc.; and (iv) to authorize the President/Chief Executive Officer or his duly appointed designee to pay Infor Public Sector, Inc. an amount not to exceed $662,709.97 for the services work orders; now, therefore:

BE IT RESOLVED BY THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES:

1. That the two services work orders with Infor Public Sector, Inc. in an amount not to exceed $662,709.97 for the implementation of several workflow and process enhancements to several modules within the Infor software, are hereby approved.

2. That expenditures in an amount not to exceed $662,709.97 are hereby authorized from the System Fund for FY2019.

3. That the President/Chief Executive Officer or his duly appointed designee is hereby authorized to execute the two service work orders with Infor Public Sector.

4. That the President/Chief Executive Officer or his duly appointed designee is hereby authorized to pay Infor Public Sector, Inc. an amount not to exceed $662,709.97 for the services work orders.

5. It is officially found, determined and declared that the meeting at which this resolution is adopted was open to the public, and that public notice of the time, place and subject matter of the public business to be conducted at such meeting, including this resolution, was given to all as required by the Texas Codes Annotated, as amended, Title 5, Chapter 551, Government Code.

6. If any part, section, paragraph, sentence, phrase or word of this resolution is for any reason held to be unconstitutional, illegal, inoperative or invalid, or if any exception to or limitation upon any general provision herein contained is held to be unconstitutional, illegal, invalid or ineffective, the remainder of this resolution shall nevertheless stand effective and valid as if it had been enacted without the portion held to be unconstitutional, illegal, invalid or ineffective.
7. This Resolution is effective immediately upon passage of this resolution.

PASSED AND APPROVED this 15th day of January, 2019.

______________________________________
Berto Guerra, Jr., Chairman

ATTEST:

______________________________________
Amy Hardberger, Secretary
TO: San Antonio Water System Board of Trustees

FROM: Sree Pulapaka, Vice President/Chief Information Officer

THROUGH: Robert R. Puente, President/Chief Executive Officer

SUBJECT: AUTHORIZATION OF EXPENDITURES FOR THE PURCHASE OF CISCO PRODUCTS AND SERVICES FOR VARIOUS INFORMATION SYSTEMS PROJECTS FOR THE INFRASTRUCTURE, ENGINEERING, AND OPERATIONS GROUPS FOR 2019

Board Action Date: January 15, 2019

SUMMARY AND RECOMMENDATION:

The attached resolution authorizes the purchase of Cisco Systems products and services through the State of Texas Department of Information Resources (DIR) Contracts, DIR-TSO-4167 (Cisco Systems) and its resellers for various Information Systems projects for the Infrastructure, Engineering, and Operations Groups for 2019. This resolution also authorizes funding in an amount not to exceed $1,500,000.00 to various resellers for the period of January 01, 2019 through December 31, 2019, to provide Cisco products and services.

- DIR provides statewide leadership and oversight for management of government information and communications technology by leveraging the state's volume-buying power to drive down costs through a streamlined cooperative purchasing program. DIR has already performed all state of Texas competitive procurement requirements.

- Contracts may be used by state and local government, public education, other public entities in Texas, as well as public entities outside the state. The contract has multiple resellers with multiple HUB vendors.

- Cisco Systems offers Cisco branded hardware, networking equipment, servers, data storage solutions, and related services through the DIR-TSO-4167 contract with purchase orders going directly to the contract holder or authorized resellers.

- The DIR contract, DIR-TSO-4167 specifies minimum pricing and discounts off of the Cisco Global Price List.

- The discounts listed on DIR-TSO-4167 are minimum guaranteed contract pricing. This means that the Authorized Reseller Vendors must provide, at a minimum, those discounts and cannot offer less favorable pricing discounts than the contract discounts. However, the Authorized Reseller Vendors listed below may offer any additional, incremental discounts to any eligible users under this contract and such additional discounts if offered, may be
provided at the discretion and as the sole legal obligation of the Authorized Reseller Vendors.

- The San Antonio Water System’s (SAWS) Information Systems Department uses Cisco products for switching and routing of wired and wireless network traffic, for network security appliances and components, for telephony private branch exchange (PBX) and call center applications, and for servers and aspects of server management. In the past, we have made separate requests throughout the year and to be more efficient, we are again seeking to consolidate requests into one annual request for all budgeted Cisco products and services.

- Resolution 15-115, in support of the 2015 request (May 18, 2015-December 31, 2015), was previously approved on May 18, 2015 in the amount of $1,300,000.00; Resolution 16-019, in support of the 2016 request (January 1, 2016 - December 31, 2016) was previously approved on January 5, 2016 in the amount of $1,050,000.00; Resolution 16-293, in support of the 2017 request (January 1, 2017 – December 31, 2017) was previously approved on December 14, 2016 in the amount of $1,800,000.00; and Resolution 18-037, in support of the 2018 request (January 1, 2018 – December 31, 2018) was previously approved on February 6, 2018 in the amount of $1,500,000.00, in support of Cisco products and services.

- SAWS Information Systems Department began implementing Cisco products for switching, routing and network security in 2002 when migrating the network technology from Token-Ring to Ethernet. SAWS began implementing Cisco products in late 2003 to replace an analog PBX and related call center applications and fully implemented the solutions in 2005 with the SAWS headquarters move. SAWS migrated to Cisco products for servers and aspects of server management in 2011 as part of a technology refresh for ERSS hardware. Cisco represents a technology portfolio vendor for SAWS similar to Microsoft or Oracle and we have optimized SAWS resources for Cisco products through training and certifications.

- SAWS Purchasing Department will continue the practice of issuing a Request for Quote (RFQ) for all Cisco project requirements and will send the RFQ to defined Cisco resellers to insure SAWS receives the most competitive price.

- Over the life of this resolution, the listed Cisco DIR contract will be updated as the contract expires or additional Cisco contracts are awarded. In addition, contract availability will be updated based upon the Texas Department of Information Resources’ renewal and rebid of existing contracts.

- SAWS reserves the right to add/delete authorized DIR contract holders and resellers in accordance with the State of Texas Department of Information Resources (DIR) Contract DIR-TSO-4167.
The combined not to exceed total amount of Cisco products and services purchases for 2019 will not exceed $1,500,000.00.

SAWS will return to the Board for Cisco purchases that exceed this value and for subsequent years.

Staff recommends that the Board approve this resolution.

FINANCIAL IMPACT:

The item/services will be paid from the SAWS System Fund budgeted in the 2019 budget (Company: 1000, Accounting Unit: Various, Account: Various, as well as from Project Funds. Total 2019 amount $1,500,000.00).

Sree Pulapaka
Vice President/Chief Information Officer

APPROVED:

Robert R. Puente
President/Chief Executive Officer
RESOLUTION NO.

OF THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES APPROVING THE PURCHASE OF CISCO PRODUCTS AND SERVICES THROUGH THE STATE OF TEXAS DEPARTMENT OF INFORMATION RESOURCES CONTRACT DIR-TSO-4167 (CISCO SYSTEMS) AND ITS RESELLERS FOR VARIOUS INFORMATION SYSTEMS PROJECTS FOR THE INFRASTRUCTURE, ENGINEERING, AND OPERATIONS GROUPS FOR THE PERIOD OF JANUARY 01, 2019 THROUGH DECEMBER 31, 2019; AUTHORIZING FUNDS TO BE EXPENDED IN FY 2019 FROM THE SYSTEM’S PROJECT FUND AND SYSTEM FUND IN AN AMOUNT NOT TO EXCEED $1,500,000.00; AUTHORIZING THE PRESIDENT/CHIEF EXECUTIVE OFFICER OR HIS DULY APPOINTED DESIGNEE TO EXECUTE CONTRACTS WITH VARIOUS CONTRACT HOLDERS OR RESELLERS FOR CISCO PRODUCTS AND SERVICES FROM JANUARY 01, 2019 THROUGH DECEMBER 31, 2019, AND TO PAY VARIOUS CONTRACT HOLDERS OR RESELLERS AN AMOUNT NOT TO EXCEED $1,500,000.00 FOR CISCO PRODUCTS AND SERVICES FOR VARIOUS INFORMATION SYSTEMS PROJECTS FOR THE INFRASTRUCTURE, ENGINEERING, AND OPERATIONS GROUPS FOR 2019; FINDING THE RESOLUTION TO HAVE BEEN CONSIDERED PURSUANT TO THE LAWS GOVERNING OPEN MEETINGS; PROVIDING A SEVERABILITY CLAUSE; AND ESTABLISHING AN EFFECTIVE DATE.

WHEREAS, the State of Texas Department of Information Resources (DIR) provides statewide leadership and oversight for management of government information and communications technology; and

WHEREAS, contracts may be used by state and local government, public education, other public entities in Texas, as well as public entities outside the state. The contract has multiple resellers with multiple HUB vendors; and

WHEREAS, Cisco Systems offers Cisco branded hardware, networking equipment, servers, data storage solutions, and related services through the DIR-TSO-4167 contract with purchase orders going directly to the contract holder or authorized resellers; and

WHEREAS, the DIR contract, DIR-TSO-4167 specifies minimum pricing and discounts off of the Cisco Global Price List; and
WHEREAS, the System’s Purchasing Department will continue the practice of issuing a Request for Quote (RFQ) for all Cisco project requirements and will send the RFQ to each of the defined Cisco resellers to insure SAWS receives the most competitive price; and

WHEREAS, the combined not to exceed total amount of Cisco products and services purchases for the remainder of 2019 will not exceed $1,500,000.00; and

WHEREAS, the System will return to the Board for Cisco purchases that exceed this value and for subsequent years; and

WHEREAS, it is estimated the amount to be expended from the System Fund and Project Fund is $1,500,000.00; and

WHEREAS, the San Antonio Water System Board of Trustees desires (i) to accept the use of the State of Texas Department of Information Resources (DIR) contract DIR-TSO-4167 through contract holders or resellers for the purchase of Cisco products and services for various Information Systems projects for the Infrastructure, Engineering, and Operations Groups for the period of January 01, 2019 through December 31, 2019, (ii) to approve the expenditures in an amount not to exceed $1,500,000.00 for FY 2019 from the System Fund and Project Fund, and (iii) to authorize the President/Chief Executive Officer or his duly appointed designee to execute contracts with various contract holders or resellers for Cisco products and services from January 01, 2019 through December 31, 2019, and to pay various contract holders or resellers an amount not to exceed $1,500,000.00; now, therefore:

BE IT RESOLVED BY THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES:

1. That the use of the State of Texas Department of Information Resources (DIR) contract DIR-TSO-4167 through contract holder or resellers for the purchase of Cisco products and services for various Information Systems projects for the Infrastructure, Engineering, and Operations Groups for 2019 for the period of January 01, 2019 through December 31, 2019, is hereby authorized. Over the life of this resolution, the listed Cisco DIR contract will be updated as the contract above expires or additional Cisco contracts are awarded. In addition, contract availability will be updated based upon the Texas Department of Information Resources’ renewal and rebid of existing contracts.

2. That an amount not to exceed $1,500,000.00 is hereby made available to be expended from the System Fund and Project Fund for Cisco products and services for various Information Systems related projects for the period of January 01, 2019 through December 31, 2019.

3. That the President/Chief Executive Officer or his duly appointed designee is hereby authorized to execute contracts with various authorized Cisco resellers for the purchase of Cisco products and services for various Information Systems projects for the Infrastructure, Engineering, and Operations Groups for 2019 for the period of January 01, 2019 through December 31, 2019.
4. That the President/Chief Executive Officer or his duly appointed designee is hereby authorized to pay an amount not to exceed $1,500,000.00 to the authorized Cisco resellers for Cisco products and services from January 01, 2019 through December 31, 2019.

5. It is officially found, determined and declared that the meeting at which this resolution is adopted was open to the public, and that public notice of the time, place and subject matter of the public business to be conducted at such meeting, including this resolution, was given to all as required by the Texas Codes Annotated, as amended, Title 5, Chapter 551, Government Code.

6. If any part, section, paragraph, sentence, phrase or word of this resolution is for any reason held to be unconstitutional, illegal, inoperative or invalid, or if any exception to or limitation upon any general provision herein contained is held to be unconstitutional, illegal, invalid or ineffective, the remainder of this resolution shall nevertheless stand effective and valid as if it had been enacted without the portion held to be unconstitutional, illegal, invalid or ineffective.

7. This resolution becomes effective immediately upon its passage.

PASSED AND APPROVED this the 15th day of January, 2019.

____________________________________
Berto Guerra, Jr., Chairman

ATTEST:

____________________________________
Amy Hardberger, Secretary

Attachments:
I. Authorized Cisco Resellers
II. Minimum Pricing & Discounts List
**Attachment I**

Authorized Cisco products and service resellers on DIR-TSO-4167.

<table>
<thead>
<tr>
<th>Reseller</th>
<th>Classification</th>
</tr>
</thead>
<tbody>
<tr>
<td>CDW Government LLC</td>
<td>Non HUB</td>
</tr>
<tr>
<td>Centre Technologies, Inc.</td>
<td>Woman Owned</td>
</tr>
<tr>
<td>Datavox, Inc</td>
<td>Non HUB</td>
</tr>
<tr>
<td>Desert Communications</td>
<td>Non HUB</td>
</tr>
<tr>
<td>DISYS Solutions, Inc.</td>
<td>Non HUB</td>
</tr>
<tr>
<td>Exebridge, Inc</td>
<td>Woman Owned</td>
</tr>
<tr>
<td>General Datatech, L.P.</td>
<td>Non HUB</td>
</tr>
<tr>
<td>Great South Texas Corporation dba Computer Solutions</td>
<td>Woman Owned</td>
</tr>
<tr>
<td>Insight Public Sector, Inc.</td>
<td>Non HUB</td>
</tr>
<tr>
<td>Netsync Network Solutions, Inc.</td>
<td>Hispanic/Female</td>
</tr>
<tr>
<td>Network Alliance LLC</td>
<td>Hispanic/Female</td>
</tr>
<tr>
<td>Pivot Solutions, North America, Inc. dba Sigma Technology Solutions, Inc.</td>
<td>Non HUB</td>
</tr>
<tr>
<td>Porter Burgess Company dba Flair Data Systems</td>
<td>Non HUB</td>
</tr>
<tr>
<td>Presidio Networked Solutions Group, LLC</td>
<td>Non HUB</td>
</tr>
<tr>
<td>SHI Government Solutions, Inc.</td>
<td>Asian/Female</td>
</tr>
<tr>
<td>Sirius Computer Solutions, Inc</td>
<td>Non HUB</td>
</tr>
<tr>
<td>Sology, Inc</td>
<td>Black/Female</td>
</tr>
<tr>
<td>Synetra Inc</td>
<td>Non HUB</td>
</tr>
<tr>
<td>Technology for Education LLC dba TFE</td>
<td>Woman Owned</td>
</tr>
<tr>
<td>The Broadleaf Group, LLC</td>
<td>Non HUB</td>
</tr>
</tbody>
</table>
State of Texas DIR - Contracts for Cisco Branded Products and Related Services, and their Pricing

The discounts listed below on the DIR contract price schedule are the **minimum guaranteed contract pricing discounts**. This means that the Authorized Contract Holder or Reseller Vendors must provide, **at a minimum**, those discounts and cannot offer less favorable pricing discounts than the contract discounts. However, the Contract Holder or Authorized Reseller Vendors may offer any additional, incremental discounts to any eligible users under these contracts and such additional discounts if offered, may be provided at the discretion and as the sole legal obligation of the Contract Holder or Authorized Reseller Vendors.

**DIR Contract Number: DIR-TSO-4167**  
Vendor Name: Cisco Systems, Inc. (many resellers)  
Vendor ID: 1770059951100  
HUB Type: Non HUB


**Minimum Pricing & Discounts off Cisco US Global Price List**

<table>
<thead>
<tr>
<th>PRODUCT Category</th>
<th>Description</th>
<th>Minimum Discount % from MSRP</th>
</tr>
</thead>
<tbody>
<tr>
<td>Cisco Core &amp; Compute</td>
<td>Cisco Core &amp; Compute Products (Hardware and Software) including but not limited to Networking, Wireless and Mobility, Security, Collaboration, Data Center, Analytics, Video, Internet of Things, Meraki, etc. on Cisco's then-current U.S. Global Pricelist under the Core &amp; Compute Category.</td>
<td>36%</td>
</tr>
<tr>
<td>Cisco Market</td>
<td>Cisco Market Products including but not limited to Cloud Analytics, Cloud Applications and Services, Automated Infrastructure, Cloud Security, Collaboration Tools, etc. on Cisco's then-current U.S. Global Pricelist under the Market Category.</td>
<td>10%</td>
</tr>
<tr>
<td>Cisco Net</td>
<td>Cisco Net Products including but not limited to, custom, limited or restricted offers on Cisco's then-current U.S. Global Pricelist under the Net Category.</td>
<td>0%</td>
</tr>
</tbody>
</table>

**VALUE ADDED AND RELATED SERVICES**

<table>
<thead>
<tr>
<th>Smart Net Total Care for Government</th>
<th>Technical support and flexible hardware coverage provided by the Cisco Technical Assistance Center (TAC)</th>
<th>10.00%</th>
</tr>
</thead>
<tbody>
<tr>
<td>(1 year term)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Smart Net Total Care for Government</td>
<td>Technical support and flexible hardware coverage provided by the Cisco Technical Assistance Center (TAC)</td>
<td>17.00%</td>
</tr>
<tr>
<td>(3 year term)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Smart Net Total Care for Government</td>
<td>Technical support and flexible hardware coverage provided by the Cisco Technical Assistance Center (TAC)</td>
<td>21.00%</td>
</tr>
<tr>
<td>(5 year term)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Smart Net Total Care for Education</td>
<td>Technical support and flexible hardware coverage provided by the Cisco Technical Assistance Center (TAC)</td>
<td>25.00%</td>
</tr>
<tr>
<td>(1 year term)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Smart Net Total Care for Education</td>
<td>Technical support and flexible hardware coverage provided by the Cisco Technical Assistance Center (TAC)</td>
<td>28.00%</td>
</tr>
<tr>
<td>(3 year term)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Smart Net Total Care for Education</td>
<td>Technical support and flexible hardware coverage provided by the Cisco Technical Assistance Center (TAC)</td>
<td>30.00%</td>
</tr>
<tr>
<td>(5 year term)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Service Type</td>
<td>Description</td>
<td>Percentage</td>
</tr>
<tr>
<td>--------------------------------------------------</td>
<td>-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------</td>
<td>------------</td>
</tr>
<tr>
<td>Other Cisco Technical and Maintenance Services</td>
<td>All other maintenance support offers not under Smart Net Total Care Service, including Support Services for on-premise Software</td>
<td>10.00%</td>
</tr>
<tr>
<td>Cisco Services (formerly known as Advanced Services)</td>
<td>Services includes, but not limited to, Survey/Design, Implementation, Optimization, Remote, Managed, Technical, Advisory, Network Architectural Design, Statements of Work (SOWs), Combined Services, and other Professional or Consulting Services</td>
<td>0.00%</td>
</tr>
<tr>
<td>Cisco Reseller/Partner Services (Limited)</td>
<td>Limited Partner Services, subject to Cisco's written approval, that enable the implementation and/or technical support of Cisco Offers/Solutions</td>
<td>0.00%</td>
</tr>
<tr>
<td>Training</td>
<td>Various Training Courses Available Related to Cisco Offers/Solutions</td>
<td>0.00%</td>
</tr>
<tr>
<td>Support</td>
<td>See above under Smart Net Total Care Service &amp; Other Technical and Maintenance Services</td>
<td>10.00%</td>
</tr>
</tbody>
</table>
TO: San Antonio Water System Board of Trustees

FROM: Gordon Mahan, Director, Distribution and Collection, and Michael S. Brinkmann, Vice President, Distribution and Collection Operations

THROUGH: Robert R. Puente, President/Chief Executive Officer

SUBJECT: AWARD OF CONSTRUCTION CONTRACT IN CONNECTION WITH THE 2019 ANNUAL CONCRETE PLACEMENT WORK ORDER CONSTRUCTION CONTRACT, PACKAGE I

Board Action Date: January 15, 2019

SUMMARY AND RECOMMENDATION:

The attached resolution awards a construction contract to Gilbert’s Utility & Concrete Work, Inc., a local, MBE-Hispanic contractor, in the amount of $597,325.00 in connection with the 2019 Annual Concrete Placement Work Order Construction Contract, Package I.

- Following the repair or replacement of San Antonio Water System (SAWS) buried infrastructure, restoration of driveways, curbs, sidewalks, retaining walls, and other affected concrete areas may be required. This contract will provide contractor support to assist Distribution and Collection Operations with concrete construction activities.

- This type of annual contract, which has unit prices for various predefined line items, has been in place since 2003, increasing available resources and reducing cycle times, thus providing our customers with improved service.

- Work orders will be issued and managed by SAWS operations staff and will be charged against the contract as executed for a time period of up to one year or until funds have been exhausted and with the option to renew for an additional one year.

- The standard construction bidding process was used for this contract.

- Gilbert’s Utility & Concrete Work, Inc. has submitted the lowest responsible bid of $597,325.00.

Staff recommends that the Board approve this resolution.
FINANCIAL IMPACT:

The cost will be paid from System funds in the 2019 Distribution and Collection Operations budget (Company: 1000, Accounting Unit: 5029000, Account: 511220, Total amount: $597,325.00). The SAWS job number for this project is 19-0110.

SUPPLEMENTARY COMMENTS:

SAWS staff prepared the specifications for this project. The bid opening was held on December 11, 2018 at 9:00 AM. The following bids were submitted:

<table>
<thead>
<tr>
<th>Bidder</th>
<th>Bid Amount</th>
<th>Local/SMWVB</th>
</tr>
</thead>
<tbody>
<tr>
<td>Engineer’s Estimate</td>
<td>$554,000.00</td>
<td></td>
</tr>
<tr>
<td>Gilbert’s Utility &amp; Concrete Work, Inc.*</td>
<td>$597,325.00</td>
<td>Local/MBE-Hispanic</td>
</tr>
<tr>
<td>Pronto Sandblasting &amp; Coating &amp; Oil Field Services Co., Inc.</td>
<td>$602,070.00</td>
<td>Local / MBE-Hispanic</td>
</tr>
</tbody>
</table>

* Lowest Responsible Bidder

The bid amount represents an 11.25 percent increase from the estimated construction cost. This contract provides for up to ten calendar days for completion of each individual work order issued.

Additionally, the overall SMWVB analysis is shown in the following table:

| 2019 Annual Concrete Placement Work Order Construction Contract, Package I |
|---------------------------------------------------------------|-----------------------------|
| Gilbert’s Utility & Concrete Work, Inc.                      | SMWVB Analysis – Board Award |
|                                                               | SBE                         |
|                                                               | MBE – African American      |
|                                                               | MBE – Asian                 |
|                                                               | MBE – Hispanic              |
|                                                               | MBE – Other                 |
|                                                               | WBE – Minority              |
|                                                               | WBE – Non-Minority          |
|                                                               | SMWVB Total                 |
|                                                               | 0.00%                       |
|                                                               | 0.00%                       |
|                                                               | 0.00%                       |
|                                                               | 100.00%                     |
|                                                               | 0.00%                       |
|                                                               | 0.00%                       |
|                                                               | 100.00%                     |
Award of Construction Contract
2019 Annual Concrete Placement Work Order
Construction Contract, Package I

Gordon Mahan
Director
Distribution and Collection

APPROVED:

Robert R. Puente
President/Chief Executive Officer

Michael S. Brinkmann
Vice President
Distribution and Collection Operations
RESOLUTION NO.

OF THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES AWARDING A CONSTRUCTION CONTRACT TO GILBERT'S UTILITY & CONCRETE WORK, INC. IN AN AMOUNT NOT TO EXCEED $597,325.00 IN CONNECTION WITH THE 2019 ANNUAL CONCRETE PLACEMENT WORK ORDER CONSTRUCTION CONTRACT, PACKAGE I; APPROVING THE EXPENDITURE OF FUNDS AND MAKING AVAILABLE AN AMOUNT NOT TO EXCEED $597,325.00 FROM THE SYSTEM FUND FOR THE PROJECT WORK; AUTHORIZING THE PRESIDENT/CHIEF EXECUTIVE OFFICER OR HIS DULY APPOINTED DESIGNEE TO EXECUTE A CONSTRUCTION CONTRACT WITH GILBERT'S UTILITY & CONCRETE WORK, INC., AND TO PAY GILBERT'S UTILITY & CONCRETE WORK, INC. AN AMOUNT NOT TO EXCEED $597,325.00 FOR THE SYSTEM'S OBLIGATIONS UNDER THE TERMS OF THE CONTRACT FOR THE PROJECT WORK; FINDING THE RESOLUTION TO HAVE BEEN CONSIDERED PURSUANT TO THE LAWS GOVERNING OPEN MEETINGS; PROVIDING A SEVERABILITY CLAUSE; AND ESTABLISHING AN EFFECTIVE DATE.

WHEREAS, following the repair or replacement of the San Antonio Water System’s (the “System”) buried infrastructure, restoration of driveways, curbs, sidewalks, retaining walls, and other affected concrete areas may be required; this contract provides contractor support to assist Distribution and Collection Operations with concrete construction activities (the “project work”) that cannot be completed in-house due to workload and staffing; and

WHEREAS, annual work order concrete placement contracts have been successfully implemented in the past; and

WHEREAS, this contract will allow for work orders with defined scopes to be issued to a contractor, increasing available resources, allowing for a quicker response time, and reducing cycle times, thus providing our customers with improved service; and

WHEREAS, Gilbert’s Utility & Concrete Work, Inc., a local, MBE-Hispanic contractor, has submitted a bid in the amount of $597,325.00 for the project work, and this bid has been determined to be the lowest responsible bid; and

WHEREAS, System funds in the not to exceed amount of $597,325.00 are required for the project work; and
WHEREAS, the total amount of $597,325.00 is available from the System Fund for the project work; and

WHEREAS, the San Antonio Water System Board of Trustees desires (i) to award a construction contract to Gilbert’s Utility & Concrete Work, Inc. in an amount not to exceed $597,325.00 in connection with the 2019 Annual Concrete Placement Work Order Construction Contract, Package I, (ii) to approve the expenditure of funds and make available an amount not to exceed $597,325.00 from the System Fund for the project work, and (iii) to authorize the President/Chief Executive Officer or his duly appointed designee to execute a construction contract with Gilbert’s Utility & Concrete Work, Inc. and to pay Gilbert’s Utility & Concrete Work, Inc. an amount not to exceed $597,325.00 for the System’s obligations under the terms of the contract for the project work; now, therefore:

BE IT RESOLVED BY THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES:

1. That a construction contract in an amount not to exceed $597,325.00 is hereby awarded to Gilbert’s Utility & Concrete Work, Inc., who is determined to be the lowest responsible bidder, in connection with the 2019 Annual Concrete Placement Work Order Construction Contract, Package I.

2. That the expenditure of funds in an amount not to exceed $597,325.00 for the project work is hereby approved and made available from the System Fund.

3. That the President/Chief Executive Officer or his duly appointed designee is hereby authorized to execute a construction contract with Gilbert’s Utility & Concrete Work, Inc., and to pay Gilbert’s Utility & Concrete Work, Inc. an amount not to exceed $597,325.00 for the System’s obligations under the terms of the contract for the project work.

4. It is officially found, determined and declared that the meeting at which this resolution is adopted was open to the public, and that public notice of the time, place and subject matter of the public business to be conducted at such meeting, including this resolution, was given to all as required by the Texas Codes Annotated, as amended, Title 5, Chapter 551, Government Code.

5. If any part, section, paragraph, sentence, phrase or word of this resolution is for any reason held to be unconstitutional, illegal, inoperative or invalid, or if any exception to or limitation upon any general provision herein contained is held to be unconstitutional, illegal, invalid or ineffective, the remainder of this resolution shall nevertheless stand effective and valid as if it had been enacted without the portion held to be unconstitutional, illegal, invalid or ineffective.

6. This resolution becomes effective immediately upon its passage.
PASSED AND APPROVED this 15th day of January, 2019.

__________________________________________________

Berto Guerra, Jr., Chairman

ATTEST:

__________________________________________________

Amy Hardberger, Secretary
AGENDA ITEM NO. 34

TO: San Antonio Water System Board of Trustees

FROM: Gordon Mahan, Director, Distribution and Collection, and Michael S. Brinkmann, Vice President, Distribution and Collection Operations

THROUGH: Robert R. Puente, President/Chief Executive Officer

SUBJECT: AWARD OF CONSTRUCTION CONTRACT IN CONNECTION WITH THE 2019 ANNUAL CONCRETE PLACEMENT WORK ORDER CONSTRUCTION CONTRACT, PACKAGE II

Board Action Date: January 15, 2019

SUMMARY AND RECOMMENDATION:

The attached resolution awards a construction contract to Pronto Sandblasting & Coating & Oil-Field Services Co., Inc., a local, MBE-Hispanic contractor, in the amount of $567,974.00, in connection with the 2019 Annual Concrete Placement Work Order Construction Contract, Package II.

- Following the repair or replacement of San Antonio Water System (SAWS) buried infrastructure, restoration of driveways, curbs, sidewalks, retaining walls, and other affected concrete areas may be required. This contract provides contractor support to assist Distribution and Collection Operations with concrete construction activities.

- This type of annual contract, which has unit prices for various predefined line items, has been in place since 2003, increasing available resources and reducing cycle times, thus providing our customers with improved service.

- Work orders will be issued and managed by SAWS operations staff and will be charged against the contract as executed for a time period of up to one year or until funds have been exhausted and with the option to renew for an additional one year.

- The standard construction bidding process was used for this contract.

- Pronto Sandblasting & Coating & Oil-Field Services Co., Inc. has submitted the lowest responsible bid of $567,974.00.

Staff recommends that the Board approve this resolution.
FINANCIAL IMPACT:

The cost will be paid from System funds in the 2019 Distribution and Collection Operations budget (Company: 1000, Accounting Unit: 5029000, Account: 511220, Total amount: $567,974.00). The SAWS job number for this project is 19-0111.

SUPPLEMENTARY COMMENTS:

SAWS staff prepared the specifications for this project. The bid opening was held on December 11, 2018 at 2:00 PM. The following bids were submitted:

<table>
<thead>
<tr>
<th>Bidder</th>
<th>Bid Amount</th>
<th>Local/SMWVB</th>
</tr>
</thead>
<tbody>
<tr>
<td>Engineer’s Estimate</td>
<td>$554,000.00</td>
<td></td>
</tr>
<tr>
<td>Pronto Sandblasting &amp; Coating &amp; Oil-Field Services Co., Inc.*</td>
<td>$567,974.00</td>
<td>Local/MBE-Hispanic</td>
</tr>
<tr>
<td>Gilbert’s Utility &amp; Concrete Work, Inc.</td>
<td>$583,325.00</td>
<td>Local/MBE-Hispanic</td>
</tr>
<tr>
<td>Bartek Construction Co.</td>
<td>$587,700.00</td>
<td>Local/SBE</td>
</tr>
</tbody>
</table>

* Lowest Responsible Bidder

The bid amount represents a 2.52 percent increase from the estimated construction cost. This contract provides for up to ten calendar days for completion of each individual work order issued.

Additionally, the overall SMWVB analysis is shown in the following table:

<table>
<thead>
<tr>
<th>2019 Annual Concrete Placement Work Order Construction Contract, Package II</th>
<th>SMWVB Analysis – Board Award</th>
</tr>
</thead>
<tbody>
<tr>
<td>Pronto Sandblasting &amp; Coating &amp; Oil-Field Services Co., Inc.</td>
<td></td>
</tr>
<tr>
<td>SBE</td>
<td>0.00%</td>
</tr>
<tr>
<td>MBE – African American</td>
<td>0.00%</td>
</tr>
<tr>
<td>MBE – Asian</td>
<td>0.00%</td>
</tr>
<tr>
<td>MBE – Hispanic</td>
<td>100.0%</td>
</tr>
<tr>
<td>MBE – Other</td>
<td>0.00%</td>
</tr>
<tr>
<td>WBE – Minority</td>
<td>0.00%</td>
</tr>
<tr>
<td>WBE – Non-Minority</td>
<td>0.00%</td>
</tr>
<tr>
<td>SMWVB Total</td>
<td>100.0%</td>
</tr>
</tbody>
</table>
Award of Construction Contract
2019 Annual Concrete Placement Work Order
Construction Contract, Package II

Gordon Mahan
Director
Distribution and Collection

Michael S. Brinkmann
Vice President
Distribution and Collection Operations

APPROVED:

Robert R. Puente
President/Chief Executive Officer
RESOLUTION NO.

OF THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES AWARDING A CONSTRUCTION CONTRACT TO PRONTO SANDBLASTING & COATING & OIL-FIELD SERVICES CO., INC. IN AN AMOUNT NOT TO EXCEED $567,974.00 IN CONNECTION WITH THE 2019 ANNUAL CONCRETE PLACEMENT WORK ORDER CONSTRUCTION CONTRACT, PACKAGE II; APPROVING THE EXPENDITURE OF FUNDS AND MAKING AVAILABLE AN AMOUNT NOT TO EXCEED $567,974.00 FROM THE SYSTEM FUND FOR THE PROJECT WORK; AUTHORIZING THE PRESIDENT/CHIEF EXECUTIVE OFFICER OR HIS DULY APPOINTED DESIGNEE TO EXECUTE A CONSTRUCTION CONTRACT WITH PRONTO SANDBLASTING & COATING & OIL-FIELD SERVICES CO., INC., AND TO PAY PRONTO SANDBLASTING & COATING & OIL-FIELD SERVICES CO., INC. AN AMOUNT NOT TO EXCEED $567,974.00 FOR THE SYSTEM'S OBLIGATIONS UNDER THE TERMS OF THE CONTRACT FOR THE PROJECT WORK; FINDING THE RESOLUTION TO HAVE BEEN CONSIDERED PURSUANT TO THE LAWS GOVERNING OPEN MEETINGS; PROVIDING A SEVERABILITY CLAUSE; AND ESTABLISHING AN EFFECTIVE DATE

WHEREAS, following the repair or replacement of the San Antonio Water System’s (the “System”) buried infrastructure, restoration of driveways, curbs, sidewalks, retaining walls, and other affected concrete areas may be required; this contract provides contractor support to assist Distribution and Collection Operations with concrete construction activities (the “project work”) that cannot be completed in-house due to workload and staffing; and

WHEREAS, annual work order concrete placement contracts have been successfully implemented in the past; and

WHEREAS, this contract will allow for work orders with defined scopes to be issued to a contractor, increasing available resources, allowing for a quicker response time, and reducing cycle times, thus providing our customers with improved service; and

WHEREAS, Pronto Sandblasting & Coating & Oil-Field Services Co., Inc., a local, MBE-Hispanic contractor, has submitted a bid in the amount of $567,974.00 for the project work, and this bid has been determined to be the lowest responsible bid; and
WHEREAS, System funds in the not to exceed amount of $567,974.00 are required for the project work; and

WHEREAS, the total amount of $567,974.00 is available from the System Fund for the project work; and

WHEREAS, the San Antonio Water System Board of Trustees desires (i) to award a construction contract to Pronto Sandblasting & Coating & Oil-Field Services Co., Inc. in an amount not to exceed $567,974.00 in connection with the 2019 Annual Concrete Placement Work Order Construction Contract, Package II, (ii) to approve the expenditure of funds and make available an amount not to exceed $567,974.00 from the System Fund for the project work, and (iii) to authorize the President/Chief Executive Officer or his duly appointed designee to execute a construction contract with Pronto Sandblasting & Coating & Oil-Field Services Co., Inc., and to pay Pronto Sandblasting & Coating & Oil-Field Services Co., Inc. an amount not to exceed $567,974.00 for the System’s obligations under the terms of the contract for the project work; now, therefore:

BE IT RESOLVED BY THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES:

1. That a construction contract in an amount not to exceed $567,974.00 is hereby awarded to Pronto Sandblasting & Coating & Oil-Field Services Co., Inc., who is determined to be the lowest responsible bidder, in connection with the 2019 Annual Concrete Placement Work Order Construction Contract, Package II.

2. That the expenditure of funds in an amount not to exceed $567,974.00 for the project work is hereby approved and made available from the System Fund.

3. That the President/Chief Executive Officer or his duly appointed designee is hereby authorized to execute a construction contract with Pronto Sandblasting & Coating & Oil-Field Services Co., Inc., and to pay Pronto Sandblasting & Coating & Oil-Field Services Co., Inc. an amount not to exceed $567,974.00 for the System’s obligations under the terms of the contract for the project work.

4. It is officially found, determined and declared that the meeting at which this resolution is adopted was open to the public, and that public notice of the time, place and subject matter of the public business to be conducted at such meeting, including this resolution, was given to all as required by the Texas Codes Annotated, as amended, Title 5, Chapter 551, Government Code.

5. If any part, section, paragraph, sentence, phrase or word of this resolution is for any reason held to be unconstitutional, illegal, inoperative or invalid, or if any exception to or limitation upon any general provision herein contained is held to be unconstitutional, illegal, invalid or ineffective, the remainder of this resolution shall nevertheless stand effective and valid as if it had been enacted without the portion held to be unconstitutional, illegal, invalid or ineffective.
6. This resolution becomes effective immediately upon its passage.

PASSED AND APPROVED this 15th day of January, 2019.

_________________________________________
Berto Guerra, Jr., Chairman

ATTEST:

_______________________________
Amy Hardberger, Secretary
TO:  San Antonio Water System Board of Trustees

FROM:  Leamon Anderson, Interim Director, Distribution and Collection, and Michael S. Brinkmann, Vice President, Distribution and Collection Operations

THROUGH:  Robert R. Puente, President/Chief Executive Officer

SUBJECT:  AWARD OF CONSTRUCTION CONTRACT IN CONNECTION WITH THE 2019 ANNUAL WATER DISTRIBUTION LEAK REPAIRS CONTRACT - PACKAGE 1

Board Action Date: January 15, 2019

SUMMARY AND RECOMMENDATION:

The attached resolution awards a construction contract to Facilities Rehabilitation, Inc., a local, MBE-Hispanic firm, in the amount of $1,395,175.00 in connection with the 2019 Annual Water Distribution Leak Repairs Contract - Package 1.

- The San Antonio Water System (SAWS) Board of Trustees approved the Edwards Aquifer Habitat Conservation Plan (EAHCP) and other documents associated with the Edwards Aquifer Recovery Implementation Program on November 1, 2011, by Resolution No. 11-313.

- One of the requirements to receive United States Fish and Wildlife Service’s (the “Service”) approval of the EAHCP was that the conservation measures outlined in the EAHCP must be “reasonably certain to occur.” In order to assure the Program would be deemed “reasonably certain to occur” by the Service, SAWS and other EAHCP permittees loaned Edwards Water Rights to the EAA Groundwater Trust for a term of ten years through Initial Commitment Contract No. 13-649-HCP, which was approved by the SAWS Board of Trustees on October 1, 2013 by Resolution No. 13-302, conveying to the EAA Groundwater Trust the amount of 8,000 acre-feet.

- SAWS Board of Trustees approved an Interlocal Contract with the Edwards Aquifer Authority (EAA) to implement the springflow protection measures included in the EAHCP known as the Regional Water Conservation Program (the “Program”) effective January 1, 2016 through March 31, 2028 on January 5, 2016, by Resolution No. 16-028.

- SAWS can use the funds received from the Program to hire contractors to repair leaks in the water distribution system so as to reduce water loss. The contractors will work in tandem with SAWS Distribution and Collection Operations crews to reduce the overall turnaround time on repairs.
Beyond the water leaks reported to SAWS by water-conscious public citizens, many leaks are discovered by in-house leak detection crews, leak detection and valve assessment contractors, and through SAWS’ proactive conservation programs.

This contract will allow for SAWS staff to identify, prioritize, and manage the leak repair work orders to be issued to the contractor to maximize efficiency.

The standard construction bidding process was used for this contract.

Facilities Rehabilitation, Inc. submitted the lowest responsive bid of $1,395,175.00.

Staff recommends that the Board approve this resolution.

**FINANCIAL IMPACT:**

Under the Program and Interlocal Contract with the EAA, SAWS is entitled to be paid $18,631,400.00 by the EAA over the first five years of the contract. SAWS would be obligated to transfer 2,372.5 acre-feet of Edwards Water Rights into the EAA Groundwater Trust annually in the years of 2016-2019, and 316.0 acre-feet in 2020. SAWS will receive 2019 funding from the EAA in the amount of $4,507,750.00. Any applicable water leak repair charges incurred under this contract, and similar contracts, will be paid from these funds.

The construction cost will be paid from the System Fund in the 2019 Distribution and Collection Operations budget (Company: 1000, Accounting Unit: 5047600, Account: 511220) in the total amount of $1,395,175.00. The SAWS job number for the replacement of any water service lines, valves or fire hydrants is 19-1401 (CIP). The SAWS job number for all other types of work is 19-0112 (O&M).

**SUPPLEMENTARY COMMENTS:**

SAWS staff prepared the contract documents for this project. The bid opening was held on December 7, 2018 at 10:00 a.m. The following bids were submitted:
The bid amount represents a 12.8 percent decrease from the estimated construction cost. This contract provides for 365 calendar days for completion of this contract or until funds have been exhausted.

Additionally, the overall SMWVB analysis is shown in the following table:

\[
\begin{array}{|c|c|c|}
\hline
& \text{SMWVB Analysis – Board Award} & \\
\hline
\text{SBE} & 0.00\% & \\
\text{MBE – African American} & 0.00\% & \\
\text{MBE – Asian} & 0.00\% & \\
\text{MBE – Hispanic} & 98.57\% & \\
\text{MBE – Other} & 0.00\% & \\
\text{WBE – Minority} & 0.00\% & \\
\text{WBE – Non-Minority} & 0.00\% & \\
\text{SMWVB Total} & 98.57\% & \\
\hline
\end{array}
\]
Award of Construction Contract
2019 Annual Water Distribution Leak Repairs Contract - Package 1

APPROVED:

[Signature]

Robert R. Puente
President/Chief Executive Officer
RESOLUTION NO.

OF THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES AWARDING A CONSTRUCTION CONTRACT TO FACILITIES REHABILITATION, INC. IN AN AMOUNT NOT TO EXCEED $1,395,175.00 IN CONNECTION WITH THE 2019 ANNUAL WATER DISTRIBUTION LEAK REPAIRS CONTRACT – PACKAGE 1; APPROVING THE EXPENDITURE OF FUNDS AND MAKING AVAILABLE AN AMOUNT NOT TO EXCEED $1,395,175.00 FROM THE SYSTEM FUND FOR THE PROJECT WORK; AUTHORIZING THE PRESIDENT/CHIEF EXECUTIVE OFFICER OR HIS DULY APPOINTED DESIGNEE TO EXECUTE A CONSTRUCTION CONTRACT WITH FACILITIES REHABILITATION, INC., AND TO PAY FACILITIES REHABILITATION, INC. AN AMOUNT NOT TO EXCEED $1,395,175.00 FOR THE PROJECT WORK; FINDING THE RESOLUTION TO HAVE BEEN CONSIDERED PURSUANT TO THE LAWS GOVERNING OPEN MEETINGS; PROVIDING A SEVERABILITY CLAUSE; AND ESTABLISHING AN EFFECTIVE DATE

WHEREAS, the System requires construction services to perform the necessary water distribution system repairs (the "project work"); and

WHEREAS, Facilities Rehabilitation, Inc., a local, MBE-Hispanic firm, submitted a bid in the amount of $1,395,175.00 for the project work, and this bid has been determined to be the lowest responsible bid; and

WHEREAS, System funds in the amount of $1,395,175.00 are required for the project work; and

WHEREAS, the total amount of $1,395,175.00 is available from the System Fund for the project work; and

WHEREAS, the San Antonio Water System Board of Trustees desires (i) to award a construction contract to Facilities Rehabilitation, Inc. in an amount not to exceed $1,395,175.00 in connection with the 2019 Annual Water Distribution Leak Repairs Contract - Package 1, (ii) to approve the expenditure of funds and make available an amount not to exceed $1,395,175.00 from the System Fund for the project work, and (iii) to authorize the President/Chief Executive Officer or his duly appointed designee to execute a construction contract with Facilities Rehabilitation, Inc., and to pay Facilities Rehabilitation, Inc. an amount not to exceed $1,395,175.00 for the project work; now, therefore:
BE IT RESOLVED BY THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES:

1. That a construction contract in an amount not to exceed $1,395,175.00 is hereby awarded to Facilities Rehabilitation, Inc., who is determined to be the lowest responsible bidder, in connection with the 2019 Annual Water Distribution Leak Repairs Contract - Package 1.

2. That the expenditure of funds in an amount not to exceed $1,395,175.00 for the project work is hereby approved and made available from the System Fund.

3. That the President/Chief Executive Officer or his duly appointed designee is hereby authorized to execute a construction contract with Facilities Rehabilitation, Inc., and to pay Facilities Rehabilitation, Inc. an amount not to exceed $1,395,175.00 in connection with the 2019 Annual Water Distribution Leak Repairs Contract - Package 1.

4. It is officially found, determined and declared that the meeting at which this resolution is adopted was open to the public, and that public notice of the time, place and subject matter of the public business to be conducted at such meeting, including this resolution, was given to all as required by the Texas Codes Annotated, as amended, Titles 4, Chapter 551, Government Code.

5. If any part, section, paragraph, sentence, phrase or word of this resolution is for any reason held to be unconstitutional, illegal, inoperative or invalid, or if any exception to or limitation upon any general provision herein contained is held to be unconstitutional, illegal, invalid or ineffective, the remainder of this resolution shall nevertheless stand effective and valid as if it had been enacted without the portion held to be unconstitutional, illegal, invalid or ineffective.

6. This resolution becomes effective immediately upon its passage.

PASSED AND APPROVED this 15th day of January, 2019.

______________________________
Berto Guerra, Jr., Chairman

ATTEST:

___________________________
Amy Hardberger, Secretary
TO:        San Antonio Water System Board of Trustees

FROM:      Leamon Anderson, Interim Director, Distribution and Collection, and Michael S. Brinkmann, Vice President, Distribution and Collection Operations

THROUGH:   Robert R. Puente, President/Chief Executive Officer

SUBJECT:   AWARD OF CONSTRUCTION CONTRACT IN CONNECTION WITH THE 2019 ANNUAL WATER DISTRIBUTION LEAK REPAIRS CONTRACT - PACKAGE 2

Board Action Date: January 15, 2019

SUMMARY AND RECOMMENDATION:

The attached resolution awards a construction contract to Facilities Rehabilitation, Inc., a local, MBE-Hispanic firm, in the amount of $1,380,175.00 in connection with the 2019 Annual Water Distribution Leak Repairs Contract - Package 2.

- The San Antonio Water System (SAWS) Board of Trustees approved the Edwards Aquifer Habitat Conservation Plan (EAHCP) and other documents associated with the Edwards Aquifer Recovery Implementation Program on November 1, 2011, by Resolution No. 11-313.

- One of the requirements to receive United States Fish and Wildlife Service’s (the “Service”) approval of the EAHCP was that the conservation measures outlined in the EAHCP must be “reasonably certain to occur.” In order to assure the Program would be deemed “reasonably certain to occur” by the Service, SAWS and other EAHCP permittees loaned Edwards Water Rights to the EAA Groundwater Trust for a term of ten years through Initial Commitment Contract No. 13-649-HCP, which was approved by the SAWS Board of Trustees on October 1, 2013 by Resolution No. 13-302, conveying to the EAA Groundwater Trust the amount of 8,000 acre-feet.

- SAWS Board of Trustees approved an Interlocal Contract with the Edwards Aquifer Authority (EAA) to implement the springflow protection measures included in the EAHCP known as the Regional Water Conservation Program (the “Program”) effective January 1, 2016 through March 31, 2028 on January 5, 2016, by Resolution No. 16-028.

- SAWS can use the funds received from the Program to hire contractors to repair leaks in the water distribution system so as to reduce water loss. The contractors will work in tandem with SAWS Distribution and Collection Operations crews to reduce the overall turnaround time on repairs.
• Beyond the water leaks reported to SAWS by water-conscious public citizens, many leaks are discovered by in-house leak detection crews, leak detection and valve assessment contractors, and through SAWS’ proactive conservation programs.

• This contract will allow for SAWS staff to identify, prioritize, and manage the leak repair work orders to be issued to the contractor to maximize efficiency.

• The standard construction bidding process was used for this contract.

• Facilities Rehabilitation, Inc. submitted the lowest responsive bid of $1,380,175.00.

Staff recommends that the Board approve this resolution.

**FINANCIAL IMPACT:**

Under the Program and Interlocal Contract with the EAA, SAWS is entitled to be paid $18,631,400.00 by the EAA over the first five years of the contract. SAWS would be obligated to transfer 2,372.5 acre-feet of Edwards Water Rights into the EAA Groundwater Trust annually in the years of 2016-2019, and 316.0 acre-feet in 2020. SAWS will receive 2019 funding from the EAA in the amount of $4,507,750.00. Any applicable water leak repair charges incurred under this contract, and similar contracts, will be paid from these funds.

The construction cost will be paid from the System Fund in the 2019 Distribution and Collection Operations budget (Company: 1000, Accounting Unit: 5047600, Account: 511220) in the total amount of $1,380,175.00. The SAWS job number for the replacement of any water service lines, valves or fire hydrants is 19-1401 (CIP). The SAWS job number for all other types of work is 19-0113 (O&M).

**SUPPLEMENTARY COMMENTS:**

SAWS staff prepared the contract documents for this project. The bid opening was held on December 7, 2018 at 2:00 p.m. The following bids were submitted:
The bid amount represents a 13.7 percent decrease from the estimated construction cost. This contract provides for 365 calendar days for completion of this contract or until funds have been exhausted.

Additionally, the overall SMWVB analysis is shown in the following table:

<table>
<thead>
<tr>
<th>Bidder</th>
<th>Bid Amount</th>
<th>Local/SMWVB</th>
</tr>
</thead>
<tbody>
<tr>
<td>Facilities Rehabilitation, Inc.*</td>
<td>$1,380,175.00</td>
<td>Local/MBE-Hispanic</td>
</tr>
<tr>
<td>Bartek Construction Co.</td>
<td>$1,464,195.00</td>
<td>Local/SBE</td>
</tr>
<tr>
<td>Engineer's Estimate</td>
<td>$1,600,000.00</td>
<td></td>
</tr>
<tr>
<td>Pronto Sandblasting &amp; Coating &amp; Oil-Field Services Co., Inc.</td>
<td>$1,765,900.00</td>
<td>Local/MBE-Hispanic</td>
</tr>
<tr>
<td>D. Guerra Construction, LLC</td>
<td>$1,767,100.00</td>
<td>Local/MBE-Hispanic</td>
</tr>
</tbody>
</table>

* Lowest Responsible Bidder

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Leahnon Anderson  
Interim Director  
Distribution and Collection

Michael S. Brinkmann  
Vice President  
Distribution and Collection Operations
Award of Construction Contract
2019 Annual Water Distribution Leak Repairs Contract - Package 2

APPROVED:

[Signature]

Robert R. Puente
President/Chief Executive Officer
RESOLUTION NO.

OF THE SAN ANTONIO WATER SYSTEM BOARD OF
TRUSTEES AWARDING A CONSTRUCTION CONTRACT
TO FACILITIES REHABILITATION, INC. IN AN AMOUNT
NOT TO EXCEED $1,380,175.00 IN CONNECTION WITH
THE 2019 ANNUAL WATER DISTRIBUTION LEAK
REPAIRS CONTRACT – PACKAGE 2; APPROVING THE
EXPENDITURE OF FUNDS AND MAKING AVAILABLE
AN AMOUNT NOT TO EXCEED $1,380,175.00 FROM THE
SYSTEM FUND FOR THE PROJECT WORK;
AUTHORIZING THE PRESIDENT/CHIEF EXECUTIVE
OFFICER OR HIS DULY APPOINTED DESIGNEE TO
EXECUTE A CONSTRUCTION CONTRACT WITH
FACILITIES REHABILITATION, INC., AND TO PAY
FACILITIES REHABILITATION, INC. AN
AMOUNT NOT TO EXCEED $1,380,175.00 FOR THE PROJECT WORK;
FINDING THE RESOLUTION TO HAVE BEEN
CONSIDERED PURSUANT TO THE LAWS GOVERNING
OPEN MEETINGS; PROVIDING A SEVERABILITY
CLAUSE; AND ESTABLISHING AN EFFECTIVE DATE

WHEREAS, the System requires construction services to perform the necessary
water distribution system repairs (the "project work"); and

WHEREAS, Facilities Rehabilitation, Inc., a local, MBE-Hispanic firm, submitted
a bid in the amount of $1,380,175.00 for the project work, and this bid has been determined to be
the lowest responsible bid; and

WHEREAS, System funds in the amount of $1,380,175.00 are required for the
project work; and

WHEREAS, the total amount of $1,380,175.00 is available from the System Fund
for the project work; and

WHEREAS, the San Antonio Water System Board of Trustees desires (i) to award
a construction contract to Facilities Rehabilitation, Inc. in an amount not to exceed $1,380,175.00
in connection with the 2019 Annual Water Distribution Leak Repairs Contract - Package 2, (ii) to
approve the expenditure of funds and make available an amount not to exceed $1,380,175.00 from
the System Fund for the project work, and (iii) to authorize the President/Chief Executive Officer
or his duly appointed designee to execute a construction contract with Facilities Rehabilitation,
Inc., and to pay Facilities Rehabilitation, Inc. an amount not to exceed $1,380,175.00 for the
project work; now, therefore:
BE IT RESOLVED BY THE SAN ANTONIO WATER SYSTEM BOARD OF
TRUSTEES:

1. That a construction contract in an amount not to exceed $1,380,175.00 is hereby awarded to Facilities Rehabilitation, Inc., who is determined to be the lowest responsible bidder, in connection with the 2019 Annual Water Distribution Leak Repairs Contract - Package 2.

2. That the expenditure of funds in an amount not to exceed $1,380,175.00 for the project work is hereby approved and made available from the System Fund.

3. That the President/Chief Executive Officer or his duly appointed designee is hereby authorized to execute a construction contract with Facilities Rehabilitation, Inc., and to pay Facilities Rehabilitation, Inc. an amount not to exceed $1,380,175.00 in connection with the 2019 Annual Water Distribution Leak Repairs Contract - Package 2.

4. It is officially found, determined and declared that the meeting at which this resolution is adopted was open to the public, and that public notice of the time, place and subject matter of the public business to be conducted at such meeting, including this resolution, was given to all as required by the Texas Codes Annotated, as amended, Title 4, Chapter 551, Government Code.

5. If any part, section, paragraph, sentence, phrase or word of this resolution is for any reason held to be unconstitutional, illegal, inoperative or invalid, or if any exception to or limitation upon any general provision herein contained is held to be unconstitutional, illegal, invalid or ineffective, the remainder of this resolution shall nevertheless stand effective and valid as if it had been enacted without the portion held to be unconstitutional, illegal, invalid or ineffective.

6. This resolution becomes effective immediately upon its passage.

PASSED AND APPROVED this 15th day of January, 2019.

________________________________________
Berto Guerra, Jr., Chairman

ATTEST:

________________________________________
Amy Hardberger, Secretary
TO: San Antonio Water System Board of Trustees

FROM: Leamon Anderson, Interim Director, Distribution and Collection, and Michael S. Brinkmann, Vice President, Distribution and Collection Operations

THROUGH: Robert R. Puente, President/Chief Executive Officer

SUBJECT: AWARD OF CONSTRUCTION CONTRACT IN CONNECTION WITH THE 2019 ANNUAL WATER DISTRIBUTION LEAK REPAIRS CONTRACT - PACKAGE 3

Board Action Date: January 15, 2019

SUMMARY AND RECOMMENDATION:

The attached resolution awards a construction contract to Bartek Construction, Co., a local, SBE firm, in the amount of $1,394,320.00 in connection with the 2019 Annual Water Distribution Leak Repairs Contract - Package 3.

- The San Antonio Water System (SAWS) Board of Trustees approved the Edwards Aquifer Habitat Conservation Plan (EAHCP) and other documents associated with the Edwards Aquifer Recovery Implementation Program on November 1, 2011, by Resolution No. 11-313.

- One of the requirements to receive United States Fish and Wildlife Service’s (the “Service”) approval of the EAHCP was that the conservation measures outlined in the EAHCP must be “reasonably certain to occur.” In order to assure the Program would be deemed “reasonably certain to occur” by the Service, SAWS and other EAHCP permittees loaned Edwards Water Rights to the EAA Groundwater Trust for a term of ten years through Initial Commitment Contract No. 13-649-HCP, which was approved by the SAWS Board of Trustees on October 1, 2013 by Resolution No. 13-302, conveying to the EAA Groundwater Trust the amount of 8,000 acre-feet.

- SAWS Board of Trustees approved an Interlocal Contract with the Edwards Aquifer Authority (EAA) to implement the springflow protection measures included in the EAHCP known as the Regional Water Conservation Program (the “Program”) effective January 1, 2016 through March 31, 2028 on January 5, 2016, by Resolution No. 16-028.

- SAWS can use the funds received from the Program to hire contractors to repair leaks in the water distribution system so as to reduce water loss. The contractors will work in tandem with SAWS Distribution and Collection Operations crews to reduce the overall turnaround time on repairs.
• Beyond the water leaks reported to SAWS by water-conscious public citizens, many leaks are discovered by in-house leak detection crews, leak detection and valve assessment contractors, and through SAWS’ proactive conservation programs.

• This contract will allow for SAWS staff to identify, prioritize, and manage the leak repair work orders to be issued to the contractor to maximize efficiency.

• The standard construction bidding process was used for this contract.

• Bartek Construction, Co. submitted the lowest responsive bid of $1,394,320.00.

Staff recommends that the Board approve this resolution.

FINANCIAL IMPACT:

Under the Program and Interlocal Contract with the EAA, SAWS is entitled to be paid $18,631,400.00 by the EAA over the first five years of the contract. SAWS would be obligated to transfer 2,372.5 acre-feet of Edwards Water Rights into the EAA Groundwater Trust annually in the years of 2016-2019, and 316.0 acre-feet in 2020. SAWS will receive 2019 funding from the EAA in the amount of $4,507,750.00. Any applicable water leak repair charges incurred under this contract, and similar contracts, will be paid from these funds.

The construction cost will be paid from the System Fund in the 2019 Distribution and Collection Operations budget (Company: 1000, Accounting Unit: 5047600, Account: 511220) in the total amount of $1,394,320.00. The SAWS job number for the replacement of any water service lines, valves or fire hydrants is 19-1401 (CIP). The SAWS job number for all other types of work is 19-0114 (O&M).

SUPPLEMENTARY COMMENTS:

SAWS staff prepared the contract documents for this project. The bid opening was held on December 10, 2018 at 9:00 a.m. The following bids were submitted:
The bid amount represents a 12.9 percent decrease from the estimated construction cost. This contract provides for 365 calendar days for completion of this contract or until funds have been exhausted.

Additionally, the overall SMWVB analysis is shown in the following table:

<table>
<thead>
<tr>
<th>Bidder</th>
<th>Bid Amount</th>
<th>Local/SMWVB</th>
</tr>
</thead>
<tbody>
<tr>
<td>Bartek Construction Co.*</td>
<td>$1,394,320.00</td>
<td>Local/SBE</td>
</tr>
<tr>
<td>Facilities Rehabilitation, Inc.</td>
<td>$1,428,375.00</td>
<td>Local/MBE-Hispanic</td>
</tr>
<tr>
<td>Engineer's Estimate</td>
<td>$1,600,000.00</td>
<td></td>
</tr>
<tr>
<td>D. Guerra Construction, LLC</td>
<td>$1,717,100.00</td>
<td>Local/MBE-Hispanic</td>
</tr>
</tbody>
</table>

* Lowest Responsible Bidder

Leamon Anderson  
Interim Director  
Distribution and Collection

Michael S. Brinkmann  
Vice President  
Distribution and Collection Operations

Robert R. Puente  
President/Chief Executive Officer

APPROVED:
RESOLUTION NO.

OF THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES AWARDING A CONSTRUCTION CONTRACT TO BARTEK CONSTRUCTION, CO. IN AN AMOUNT NOT TO EXCEED $1,394,320.00 IN CONNECTION WITH THE 2019 ANNUAL WATER DISTRIBUTION LEAK REPAIRS CONTRACT – PACKAGE 3; APPROVING THE EXPENDITURE OF FUNDS AND MAKING AVAILABLE AN AMOUNT NOT TO EXCEED $1,394,320.00 FROM THE SYSTEM FUND FOR THE PROJECT WORK; AUTHORIZING THE PRESIDENT/CHIEF EXECUTIVE OFFICER OR HIS DULY APPOINTED DESIGNEE TO EXECUTE A CONSTRUCTION CONTRACT WITH BARTEK CONSTRUCTION, CO., AND TO PAY BARTEK CONSTRUCTION, CO. AN AMOUNT NOT TO EXCEED $1,394,320.00 FOR THE PROJECT WORK; FINDING THE RESOLUTION TO HAVE BEEN CONSIDERED PURSUANT TO THE LAWS GOVERNING OPEN MEETINGS; PROVIDING A SEVERABILITY CLAUSE; AND ESTABLISHING AN EFFECTIVE DATE

WHEREAS, the System requires construction services to perform the necessary water distribution system repairs (the "project work"); and

WHEREAS, Bartek Construction, Co., a local, SBE firm, submitted a bid in the amount of $1,394,320.00 for the project work, and this bid has been determined to be the lowest responsible bid; and

WHEREAS, System funds in the amount of $1,394,320.00 are required for the project work; and

WHEREAS, the total amount of $1,394,320.00 is available from the System Fund for the project work; and

WHEREAS, the San Antonio Water System Board of Trustees desires (i) to award a construction contract to Bartek Construction, Co. in an amount not to exceed $1,394,320.00 in connection with the 2019 Annual Water Distribution Leak Repairs Contract - Package 3, (ii) to approve the expenditure of funds and make available an amount not to exceed $1,394,320.00 from the System Fund for the project work, and (iii) to authorize the President/Chief Executive Officer or his duly appointed designee to execute a construction contract with Bartek Construction, Co., and to pay Bartek Construction, Co. an amount not to exceed $1,394,320.00 for the project work; now, therefore:
BE IT RESOLVED BY THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES:

1. That a construction contract in the amount of $1,394,320.00 is hereby awarded to Bartek Construction, Co., who is determined to be the lowest responsible bidder, in connection with the 2019 Annual Water Distribution Leak Repairs Contract - Package 3.

2. That the expenditure of funds in an amount not to exceed $1,394,320.00 for the project work is hereby approved and made available from the System Fund.

3. That the President/Chief Executive Officer or his duly appointed designee is hereby authorized to execute a construction contract with Bartek Construction, Co., and to pay Bartek Construction, Co. an amount not to exceed $1,394,320.00 in connection with the 2019 Annual Water Distribution Leak Repairs Contract - Package 3.

4. It is officially found, determined and declared that the meeting at which this resolution is adopted was open to the public, and that public notice of the time, place and subject matter of the public business to be conducted at such meeting, including this resolution, was given to all as required by the Texas Codes Annotated, as amended, Title 4, Chapter 551, Government Code.

5. If any part, section, paragraph, sentence, phrase or word of this resolution is for any reason held to be unconstitutional, illegal, inoperative or invalid, or if any exception to or limitation upon any general provision herein contained is held to be unconstitutional, illegal, invalid or ineffective, the remainder of this resolution shall nevertheless stand effective and valid as if it had been enacted without the portion held to be unconstitutional, illegal, invalid or ineffective.

6. This resolution becomes effective immediately upon its passage.

PASSED AND APPROVED this 15th day of January, 2019.

______________________________
Berto Guerra, Jr., Chairman

ATTEST:

___________________________
Amy Hardberger, Secretary
TO: San Antonio Water System Board of Trustees

FROM: Leamon Anderson, Interim Director, Distribution and Collection, and Michael S. Brinkmann, Vice President, Distribution and Collection Operations

THROUGH: Robert R. Puente, President/Chief Executive Officer

SUBJECT: AWARD OF CONSTRUCTION CONTRACT IN CONNECTION WITH THE 2019 ANNUAL WATER DISTRIBUTION LEAK REPAIRS CONTRACT - PACKAGE 4

Board Action Date: January 15, 2019

SUMMARY AND RECOMMENDATION:

The attached resolution awards a construction contract to Facilities Rehabilitation, Inc., a local, MBE-Hispanic firm, in the amount of $1,370,875.00 in connection with the 2019 Annual Water Distribution Leak Repairs Contract - Package 4.

- The San Antonio Water System (SAWS) Board of Trustees approved the Edwards Aquifer Habitat Conservation Plan (EAHCP) and other documents associated with the Edwards Aquifer Recovery Implementation Program on November 1, 2011, by Resolution No. 11-313.

- One of the requirements to receive United States Fish and Wildlife Service’s (the “Service”) approval of the EAHCP was that the conservation measures outlined in the EAHCP must be “reasonably certain to occur.” In order to assure the Program would be deemed “reasonably certain to occur” by the Service, SAWS and other EAHCP permittees loaned Edwards Water Rights to the EAA Groundwater Trust for a term of ten years through Initial Commitment Contract No. 13-649-HCP, which was approved by the SAWS Board of Trustees on October 1, 2013 by Resolution No. 13-302, conveying to the EAA Groundwater Trust the amount of 8,000 acre-feet.

- SAWS Board of Trustees approved an Interlocal Contract with the Edwards Aquifer Authority (EAA) to implement the springflow protection measures included in the EAHCP known as the Regional Water Conservation Program (the “Program”) effective January 1, 2016 through March 31, 2028 on January 5, 2016, by Resolution No. 16-028.

- SAWS can use the funds received from the Program to hire contractors to repair leaks in the water distribution system so as to reduce water loss. The contractors will work in tandem with SAWS Distribution and Collection Operations crews to reduce the overall turnaround time on repairs.
Beyond the water leaks reported to SAWS by water-conscious public citizens, many leaks are discovered by in-house leak detection crews, leak detection and valve assessment contractors, and through SAWS’ proactive conservation programs.

This contract will allow for SAWS staff to identify, prioritize, and manage the leak repair work orders to be issued to the contractor to maximize efficiency.

The standard construction bidding process was used for this contract.

Facilities Rehabilitation, Inc. submitted the lowest responsive bid of $1,370,875.00.

Staff recommends that the Board approve this resolution.

**FINANCIAL IMPACT:**

Under the Program and Interlocal Contract with the EAA, SAWS is entitled to be paid $18,631,400.00 by the EAA over the first five years of the contract. SAWS would be obligated to transfer 2,372.5 acre-feet of Edwards Water Rights into the EAA Groundwater Trust annually in the years of 2016-2019, and 316.0 acre-feet in 2020. SAWS will receive 2019 funding from the EAA in the amount of $4,507,750.00. Any applicable water leak repair charges incurred under this contract, and similar contracts, will be paid from these funds.

The construction cost will be paid from the System Fund in the 2019 Distribution and Collection Operations budget (Company: 1000, Accounting Unit: 5047600, Account: 511220) in the total amount of $1,370,875.00. The SAWS job number for the replacement of any water service lines, valves or fire hydrants is 19-1401 (CIP). The SAWS job number for all other types of work is 19-0115 (O&M).

**SUPPLEMENTARY COMMENTS:**

SAWS staff prepared the contract documents for this project. The bid opening was held on December 10, 2018 at 2:00 p.m. The following bids were submitted:
The bid amount represents a 14.3 percent decrease from the estimated construction cost. This contract provides for 365 calendar days for completion of this contract or until funds have been exhausted.

Additionally, the overall SMWVB analysis is shown in the following table:

### Facilities Rehabilitation, Inc.

<table>
<thead>
<tr>
<th>SMWVB Analysis – Board Award</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>SBE</td>
<td>0.00%</td>
</tr>
<tr>
<td>MBE – African American</td>
<td>0.00%</td>
</tr>
<tr>
<td>MBE - Asian</td>
<td>0.00%</td>
</tr>
<tr>
<td>MBE - Hispanic</td>
<td>98.54%</td>
</tr>
<tr>
<td>MBE - Other</td>
<td>0.00%</td>
</tr>
<tr>
<td>WBE - Minority</td>
<td>0.00%</td>
</tr>
<tr>
<td>WBE – Non-Minority</td>
<td>0.00%</td>
</tr>
<tr>
<td><strong>SMWVB Total</strong></td>
<td><strong>98.54%</strong></td>
</tr>
</tbody>
</table>
Award of Construction Contract
2019 Annual Water Distribution Leak Repairs Contract - Package 4

APPROVED:

[Signature]

Robert R. Puente
President/Chief Executive Officer
RESOLUTION NO.

OF THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES AWARDING A CONSTRUCTION CONTRACT TO FACILITIES REHABILITATION, INC. IN AN AMOUNT NOT TO EXCEED $1,370,875.00 IN CONNECTION WITH THE 2019 ANNUAL WATER DISTRIBUTION LEAK REPAIRS CONTRACT – PACKAGE 4; APPROVING THE EXPENDITURE OF FUNDS AND MAKING AVAILABLE AN AMOUNT NOT TO EXCEED $1,370,875.00 FROM THE SYSTEM FUND FOR THE PROJECT WORK; AUTHORIZING THE PRESIDENT/CHIEF EXECUTIVE OFFICER OR HIS DULY APPOINTED DESIGNEE TO EXECUTE A CONSTRUCTION CONTRACT WITH FACILITIES REHABILITATION, INC., AND TO PAY FACILITIES REHABILITATION, INC. AN AMOUNT NOT TO EXCEED $1,370,875.00 FOR THE PROJECT WORK; FINDING THE RESOLUTION TO HAVE BEEN CONSIDERED PURSUANT TO THE LAWS GOVERNING OPEN MEETINGS; PROVIDING A SEVERABILITY CLAUSE; AND ESTABLISHING AN EFFECTIVE DATE

WHEREAS, the System requires construction services to perform the necessary water distribution system repairs (the “project work”); and

WHEREAS, Facilities Rehabilitation, Inc., a local, MBE-Hispanic firm, submitted a bid in the amount of $1,370,875.00 for the project work, and this bid has been determined to be the lowest responsible bid; and

WHEREAS, System funds in the amount of $1,370,875.00 are required for the project work; and

WHEREAS, the total amount of $1,370,875.00 is available from the System Fund for the project work; and

WHEREAS, the San Antonio Water System Board of Trustees desires (i) to award a construction contract to Facilities Rehabilitation, Inc. in an amount not to exceed $1,370,875.00 in connection with the 2019 Annual Water Distribution Leak Repairs Contract - Package 4, (ii) to approve the expenditure of funds and make available an amount not to exceed $1,370,875.00 from the System Fund for the project work, and (iii) to authorize the President/Chief Executive Officer or his duly appointed designee to execute a construction contract with Facilities Rehabilitation, Inc., and to pay Facilities Rehabilitation, Inc. an amount not to exceed $1,370,875.00 for the project work; now, therefore:
BE IT RESOLVED BY THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES:

1. That a construction contract in an amount not to exceed $1,370,875.00 is hereby awarded to Facilities Rehabilitation, Inc., who is determined to be the lowest responsible bidder, in connection with the 2019 Annual Water Distribution Leak Repairs Contract - Package 4.

2. That the expenditure of funds in an amount not to exceed $1,370,875.00 for the project work is hereby approved and made available from the System Fund.

3. That the President/Chief Executive Officer or his duly appointed designee is hereby authorized to execute a construction contract with Facilities Rehabilitation, Inc., and to pay Facilities Rehabilitation, Inc. an amount not to exceed $1,370,875.00 in connection with the 2019 Annual Water Distribution Leak Repairs Contract - Package 4.

4. It is officially found, determined and declared that the meeting at which this resolution is adopted was open to the public, and that public notice of the time, place and subject matter of the public business to be conducted at such meeting, including this resolution, was given to all as required by the Texas Codes Annotated, as amended, Title 4, Chapter 551, Government Code.

5. If any part, section, paragraph, sentence, phrase or word of this resolution is for any reason held to be unconstitutional, illegal, inoperative or invalid, or if any exception to or limitation upon any general provision herein contained is held to be unconstitutional, illegal, invalid or ineffective, the remainder of this resolution shall nevertheless stand effective and valid as if it had been enacted without the portion held to be unconstitutional, illegal, invalid or ineffective.

6. This resolution becomes effective immediately upon its passage.

PASSED AND APPROVED this 15th day of January, 2019.

______________________________
Berto Guerra, Jr., Chairman

ATTEST:

___________________________
Amy Hardberger, Secretary
TO: San Antonio Water System Board of Trustees

FROM: Robert R. Puente, President/Chief Executive Officer

SUBJECT: APPROVAL OF LETTER AGREEMENT WITH STEVEN M. CLOUSE FOR OPERATIONS CONSULTING SERVICES

Board Action Date: January 15, 2019

SUMMARY AND RECOMMENDATION:

The attached resolution approves a Letter Agreement with Steven M. Clouse for operations consulting services in an amount not to exceed $144,000.00 for a period expiring December 31, 2019.

- Steven M. Clouse has over thirty years’ experience in water and wastewater system operations, most recently extensive unique operational expertise as the Senior Vice President and Chief Operating Officer of the San Antonio Water System (the “System”).

- Following Mr. Clouse having announced his retirement from the System effective December 31, 2018, the System recently hired a new Senior Vice President and Chief Operating Officer of the System who began his employment effective December 17, 2018.

- Mr. Clouse is uniquely positioned to facilitate the smooth transition of the System’s new Senior Vice President and Chief Operating Officer into his duties and provide general operational transition to the System.

- The System desires to enter into a Letter Agreement with Mr. Clouse to provide operations consulting services (personal services exempt from Chapter 252 of the Local Government Code) for an amount not to exceed $144,000.00, including:
  - Advisory services related to the general operation of the System at the direction of the President and Chief Executive Officer.
  - General operations transition services at the direction of the President and Chief Executive Officer for certain ongoing high priority projects, as well as providing general counsel and advice to the President and Chief Executive Officer and Senior Vice President and Chief Operating Officer on other matters as requested.

Staff recommends that the Board approve this resolution.
FINANCIAL IMPACT:

Funds will be made available from the System Fund to pay for the consulting services. The total amount is not to exceed $144,000 for FY 2019. These items will be paid from System Fund budgeted in the FY 2019 expense budget (Company: 1000, Accounting Unit: 5039100 (Office of the COO), Account: 511312).

Robert R. Puente
President/Chief Executive Officer
RESOLUTION NO.

OF THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES APPROVING A LETTER AGREEMENT WITH STEVEN M. CLOUSE FOR OPERATIONS CONSULTING SERVICES IN AN AMOUNT NOT TO EXCEED $144,000.00; AUTHORIZING TOTAL EXPENDITURES IN AN AMOUNT NOT TO EXCEED $144,000.00 FROM THE SYSTEM FUND FOR FISCAL YEAR 2019; AUTHORIZING THE PRESIDENT/CHIEF EXECUTIVE OFFICER OR HIS DULY APPOINTED DESIGNEE TO EXECUTE THE LETTER AGREEMENT WITH STEVEN M. CLOUSE AND TO PAY TO STEVEN M. CLOUSE AN AMOUNT NOT TO EXCEED $144,000.00 FOR THE LETTER AGREEMENT; FINDING THE RESOLUTION TO HAVE BEEN CONSIDERED PURSUANT TO THE LAWS GOVERNING OPEN MEETINGS; PROVIDING A SEVERABILITY CLAUSE; AND ESTABLISHING AN EFFECTIVE DATE

WHEREAS, Steven M. Clouse has over thirty years’ experience in water and wastewater system operations, most recently extensive unique operational expertise as the Senior Vice President and Chief Operating Officer of the San Antonio Water System (the “System”); and

WHEREAS, following Mr. Clouse having announced his retirement from the System effective December 31, 2018, the System recently hired a new Senior Vice President and Chief Operating Officer of the System who began his employment effective December 17, 2018; and

WHEREAS, in order to provide for a smooth transition of the new Senior Vice President and Chief Operating Officer into his duties, the System wishes to engage Mr. Clouse to provide advisory services related to the general operation of the System at the direction of the President and Chief Executive Officer; and

WHEREAS, the System wishes to engage Mr. Clouse to also provide general operations transition services at the direction of the President and Chief Executive Officer for certain ongoing high priority projects, as well as providing general counsel and advice to the President and Chief Executive Officer and Senior Vice President and Chief Operating Officer on other matters as requested; and

WHEREAS, the San Antonio Water System Board of Trustees desires (i) to approve a Letter Agreement with Steven M. Clouse for advisory and general operations transition services (collectively, the “Operations Consulting Services”) for an amount not to exceed $144,000.00, (ii) to authorize expenditures in an amount not to exceed $144,000.00 from the System Fund, (iii) to authorize the President/Chief Executive Officer or his duly appointed designee to execute the Letter Agreement for Operations Consulting Services with Steven M. Clouse; and (iv) to authorize the President/Chief Executive Officer or his duly appointed designee
to pay Steven M. Clouse an amount not to exceed $144,000.00 for the Operations Consulting Services; now, therefore:

BE IT RESOLVED BY THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES:

1. That the Letter Agreement with Steven M. Clouse for Operations Consulting Services in an amount not to exceed $144,000.00 in substantially the form attached as Attachment 1 is hereby approved.

2. That expenditures in an amount not to exceed $144,000.00 are hereby authorized from the System Fund for FY2019.

3. That the President/Chief Executive Officer or his duly appointed designee is hereby authorized to execute the Letter Agreement for Operations Consulting Services with Steven M. Clouse.

4. That the President/Chief Executive Officer or his duly appointed designee is hereby authorized to pay Steven M. Clouse an amount not to exceed $144,000.00 for Operations Consulting Services.

5. It is officially found, determined and declared that the meeting at which this resolution is adopted was open to the public, and that public notice of the time, place and subject matter of the public business to be conducted at such meeting, including this resolution, was given to all as required by the Texas Codes Annotated, as amended, Title 5, Chapter 551, Government Code.

6. If any part, section, paragraph, sentence, phrase or word of this resolution is for any reason held to be unconstitutional, illegal, inoperative or invalid, or if any exception to or limitation upon any general provision herein contained is held to be unconstitutional, illegal, invalid or ineffective, the remainder of this resolution shall nevertheless stand effective and valid as if it had been enacted without the portion held to be unconstitutional, illegal, invalid or ineffective.

7. This Resolution is effective immediately upon passage of this resolution.

PASSED AND APPROVED this 15th day of January, 2019.

____________________________________
Berto Guerra, Jr., Chairman

ATTEST:

____________________________________
Amy Hardberger, Secretary

Attachment 1 – Letter Agreement
LETTER AGREEMENT

January 15, 2019

Steven M. Clouse
63 Bella Springs Drive
Boerne, TX 78006

Reference: Letter Agreement for Operations Consulting Services

Dear Mr. Clouse:

By this letter (the “Letter Agreement” or “Agreement”), for good and valuable consideration the sufficiency of which the parties acknowledge by their execution below, the San Antonio Water System, an agency of the City of San Antonio in the State of Texas (“SAWS”) hereby agrees to engage the services of Steven M. Clouse (“Consultant”) to provide consulting and system operation advisory services as directed by the SAWS President/CEO or his designee (the “Services”), and Consultant hereby agrees to provide such Services in accordance with the terms and conditions set forth herein. The nature and scope of the Services to be provided by Consultant are set forth in Exhibit A attached hereto and incorporated herein for all purposes (the “Scope of Work”). It is expressly acknowledged and agreed that all direction provided by the President/CEO shall be related to the specific tasks assigned as part of the Services; Consultant shall be solely responsible for determining the manner, means and methods of accomplishing the Services. SAWS and Consultant may be referred to herein each as a “Party” or collectively as the “Parties.”

This Letter Agreement shall commence effective January 15, 2019 (the “Effective Date”), and unless extended or terminated pursuant to an express provision hereof, shall continue in full force and effect until December 31, 2019.

The Parties agree that an amount not to exceed One Hundred Forty Four Thousand and No/100 Dollars ($144,000.00) shall be paid to Consultant for any and all Services to be performed as described above. The Parties further acknowledge and agree that the amount described herein is available to compensate Consultant for the Services described, when earned.

During the term of this Letter Agreement, invoices for Services performed will be delivered by Consultant to SAWS on a monthly basis in the amount of Twelve Thousand and No/100 Dollars ($12,000.00) per month (or portion of a month for the month of January, 2019) during the term of this Agreement, which shall be inclusive of staff billing rates and all direct and indirect costs and expenses. Payments are due from SAWS at the address appearing on the invoice within thirty (30) days of receipt of the invoice.
Consultant hereby agrees that it will at a minimum perform the Services in accordance with the following standards for performance and conduct:

(a) Provide quality services in a cost-effective manner.
(b) Demonstrate high productivity through commitment and competent performance.
(c) Comply with any and all legal and regulatory requirements.
(d) Demonstrate high moral character, integrity and ethical conduct in the delivery of services to SAWS.

Consultant further agrees not to undertake any representation of any other person or entity that would conflict with the interests of SAWS.

Consultant agrees that it does not boycott Israel and will not do so during the term of this Letter Agreement. This provision is in compliance with §2270.001 of the Texas Government Code. SAWS agrees to comply with the United States and Texas Constitutions in consideration of whether to enforce this provision.

Consultant agrees, while working on SAWS’ premises, to follow SAWS’ rules and policies relating to security of, access to or use of all or part of SAWS’ premises or any of SAWS’ properties.

Consultant understands and agrees that it shall retain and make available for inspection and audit to SAWS, all books, records, files and documentation related to this Letter Agreement. Such information will be made available to SAWS upon request and will be kept by Consultant for a period of three (3) years upon completion of this Letter Agreement.

Appropriate SAWS staff, as identified by the SAWS Project Manager for this project, shall use their best efforts to supply Consultant with any reasonable necessary information in SAWS possession which is requested by Consultant to complete the Services described herein.

SAWS shall give prompt written notice to Consultant whenever SAWS observes or otherwise becomes aware of any development that affects the scope or timing of Consultant’s Services under this Letter Agreement.

It is acknowledged and agreed that the Consultant is an independent contractor of SAWS and not an employee, agent, joint venturer, partner or fiduciary of SAWS, and each of the parties to this Agreement agrees to take actions consistent with the foregoing. Furthermore, it is acknowledged and agreed that the Consultant shall have exclusive control of and exclusive right to control the details of the work performed hereunder and all persons performing same, and shall be responsible for the acts and omissions of his officers, agents, employees, contractors, subcontractors. Consultant is not being engaged to perform any fiduciary functions of SAWS. Further, nothing in this Agreement shall be construed to create a partnership, joint venture, or other association between the Parties, or as creating or establishing an employment relationship between SAWS and Consultant.
As SAWS and Consultant recognize that close supervision of the work by both Parties and good communication between the Parties are essential to achieve adequate performance of the work described in this Letter Agreement, each Party hereby agrees to designate its respective Project Director, who is charged with the supervision of the performance of the work under this Letter Agreement. It is further agreed that, should it be necessary to change any such designated Project Director, notice of such change, to include designation of the replacement Project Director, will be given immediately in writing to the other Party’s Project Manager.

SAWS hereby designates the following person as its Project Director:

Name: Robert R. Puente  
Title: President and Chief Executive Officer  
Location: 2800 U.S. Highway 281 North  
San Antonio, Texas 78212

Consultant hereby designates the following person as its Project Manager:

Name: Steven M. Clouse  
Location: 63 Bella Springs Drive  
Boerne, TX 78006

Consultant acknowledges that it is informed that the Charter of the City of San Antonio and its Ethics Code prohibit a City officer or employee, as those terms are defined in the Ethics Code, from having a financial interest in any contract with the City or any City agency such as City owned utilities. Consultant represents and certifies that this Letter Agreement is made in reliance thereon, that it, its officers, employees and agents are neither officers nor employees of the City or SAWS. Consultant further represents and certifies that it has tendered to SAWS all necessary disclosures and other documents in compliance with SAWS’ Code of Ethical Standards.

No officer or employee of SAWS shall have a financial interest, directly or indirectly, in any contract with SAWS, or shall be financially interested, directly or indirectly, in the sale to SAWS of any land, materials, supplies or service, except on behalf of SAWS as an officer or employee. This prohibition extends to the CPS Energy, the City of San Antonio, and other City boards and commissions other than those which are purely advisory.

SAWS employees are prohibited from soliciting, accepting or agreeing to accept any gifts from outside sources; please see Section M. – Gifts or Benefits of the Water System’s Code of Ethical Standards. Section M of the Water System’s Code of Ethical Standards regarding Gifts or Benefits is available on the SAWS Business Center website.

To report suspected ethics violations impacting the San Antonio Water System, please call 1-800-687-1918.
“Confidential Information” means all technical, economic, financial, pricing, marketing or other information that has not been published, is not subject to the Texas Public Information Act, Title 5, Chapter 552, Texas Government Code, and is not otherwise available to members of the public and includes, without limitation, trade secrets, proprietary information, customer lists, scientific, technical and business studies, analyses, processes, methods, procedures, policies and information. In the event that either Party discloses Confidential Information of the other Party in connection with this Letter Agreement, the Party receiving such Confidential Information agrees to the extent of their ability under the law, to hold as confidential and to not disclose to others the Confidential Information for a period of ten (10) years from the date of disclosure. These restrictions shall not apply to information that (i) the Parties had in their possession prior to disclosure; (ii) becomes public knowledge through no fault of the receiving Party; (iii) the receiving Party lawfully acquires from a third Party not under an obligation of confidentiality to the disclosing Party; (iv) is independently developed by the receiving Party; or (v) is required to be released to comply with a court order or to comply with the Texas Public Information Act.

“Work Product” consists of all reports, notes, memorandums, correspondence, and other information prepared by Consultant for delivery to SAWS. SAWS shall have the right to make and retain copies and use all Work Product. SAWS may release the Work Product to third parties at its sole risk and discretion. Consultant agrees not to release or present data or information about the Work Product and results of the Services to any persons outside SAWS without the prior written authorization of SAWS.

Consultant agrees to fully indemnify, defend and hold harmless SAWS and the members, agents, employees, officers, directors and representatives of SAWS, individually or collectively, from and against any and all costs, claims, fines, penalties, proceedings, actions, demands causes of action, liability and suits of any kind and nature, including but not limited to, personal injury or death and property damage, made upon SAWS arising out of, resulting from, or related to the negligent acts or omissions of Consultant or any agent, officer, director, representative, employee, contractor or subcontractor of Consultant, and their respective officers, agents, employees, directors and representatives, while in the exercise of performance of the rights or duties under this Letter Agreement. Consultant shall promptly advise SAWS in writing of any claim or demand against SAWS or Consultant known to Consultant to be related to or arising out of Consultant’s activities under this Letter Agreement and shall see to the investigation of and defense of such claim or demand at Consultant’s cost. SAWS shall have the right, at its option and at its own expense, to participate in such defense without relieving Consultant of any of its obligations under this paragraph.

This Letter Agreement may be terminated at any time by SAWS for its convenience by giving thirty (30) days written notice to Consultant. This Letter Agreement may be terminated by either Party upon written notice, should the other Party fail substantially to perform in accordance with this Letter Agreement through no fault of the other Party. Failure to perform includes failure of SAWS to promptly pay Consultant in accordance with the terms herein. The Party not in default of the Letter Agreement shall send the defaulting Party written notice of the alleged default. The Party in default shall have a period of five (5) business days from the date notice is received to
cure the default. If the default is not cured within the five (5) business day period, then the other Party may thereafter terminate the Letter Agreement by sending the defaulting Party notice of termination, which termination is effective upon sending of the notice. In the event of termination, Consultant shall be paid in full for all work previously authorized and properly performed up to the termination date.

This Letter Agreement shall be governed by and construed in accordance with Texas law. Venue for any action or proceedings arising under or pertaining to this Letter Agreement shall be exclusively in Bexar County, Texas.

This Letter Agreement, together with Exhibit A, contains the entire agreement between the Parties with respect to the subject matter hereof and supersedes all prior oral or written agreements, commitments or understandings with respect to the matters provided for herein. No amendment, change, waiver or discharge of this Letter Agreement shall be valid unless in writing and signed by both Parties. Consultant may not assign or delegate any of all of its rights or obligations hereunder without the prior written consent of SAWS, in SAWS sole discretion. This Letter Agreement shall be binding upon and shall inure to the benefit of the Parties hereto and their respective successors and permitted assigns.

This Letter Agreement may be executed in one or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

All parties have participated in the negotiation of the terms and conditions contained in this Letter Agreement and any rule of interpretation or construction to the effect that an ambiguous term is construed against the drafter shall not apply to the interpretation of this Letter Agreement. By your execution of this Letter Agreement, you represent and warrant that you have full authority to execute this Letter Agreement on behalf of the Consultant and agree to the terms and conditions set out above.

Sincerely,

San Antonio Water System
Robert R. Puente
President and Chief Executive Officer

Agreed to and accepted by Consultant this __ day of January, 2019:

________________________________________
Steven M. Clouse
EXHIBIT A
SCOPE OF SERVICES

- Consultant has over thirty (30) years’ experience in water and wastewater system operations, most recently extensive unique operational expertise as the Senior Vice President and Chief Operating Officer of the System. Following the Consultant having announced his retirement from the System effective December 31, 2018, the System has recently hired a new Senior Vice President and Chief Operating Officer of the System who began his employment effective December 17, 2018. In order to provide for a smooth transition of the new Senior Vice President and Chief Operating Officer into his duties, the Consultant has agreed to and shall provide advisory services related to the general operation of the System at the direction of the President and Chief Executive Officer.

- Consultant shall provide general operations transition services at the direction of the President and Chief Executive Officer for the following ongoing high priority projects, as well as providing general counsel and advice to the President and Chief Executive Officer and the new Senior Vice President and Chief Operating Officer on other matters as requested:
  - Vista Ridge
  - Mitchell Lake Wetlands
  - Consent Decree Compliance
  - Bed and Banks authorizations

- Both parties agree to visit on a regular basis to ensure that the expectations of both parties are being met with respect to the commitment of time required by this Agreement, and making adjustments, as required.

- It is expressly acknowledged and agreed that all direction provided by the President/CEO shall be related to the specific tasks assigned as part of the Services; Consultant shall be solely responsible for determining the manner, means and methods of accomplishing the Services.
TO: San Antonio Water System Board of Trustees
FROM: Stacey Isenberg, CPA, Chief of Internal Audit
THROUGH: Robert R. Puente, President/Chief Executive Officer

SUBJECT: APPROVAL OF THE INTERNAL AUDIT RISK ASSESSMENT AND ANNUAL AUDIT PLAN FOR 2019 AND DIRECTING THAT THE PLAN BE IMPLEMENTED

Board Action Date: January 15, 2019

SUMMARY AND RECOMMENDATION:

The mission of the San Antonio Water System (SAWS) Internal Audit Department is to provide independent and objective assurance and consulting services designed to add value and improve SAWS operations.

The purpose of Internal Audit is to assist the Audit Committee of the Board of Trustees and SAWS internal management in achieving the SAWS goals and objectives by providing analyses, evaluations, recommendations, counsel, and information concerning the audited activities and by promoting effective accountability.

The Chief of Internal Audit, working in conjunction with the Internal Audit staff, is responsible for developing an internal audit risk assessment and annual audit plan.

The risk assessment and audit plan for 2019 was reviewed by the Audit Committee during their regular meeting held on December 12, 2018. Exhibit A to the attached resolution provides details regarding the risk assessment and includes the 2019 Annual Audit Plan.

The attached resolution provides for approval of the Internal Audit Risk Assessment and Annual Audit Plan for 2019 and further directs the Internal Audit Department to implement the Plan.

Staff recommends that the Board approve this resolution.
FINANCIAL IMPACT:
The cost of implementing the 2019 Annual Audit Plan is included in the 2019 SAWS budget.

Stacey Isenberg, CPA
Chief of Internal Audit

APPROVED:

Robert R. Puente
President/Chief Executive Officer
RESOLUTION NO.

OF THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES APPROVING THE INTERNAL AUDIT RISK ASSESSMENT AND 2019 ANNUAL AUDIT PLAN; FURTHER DIRECTING THE INTERNAL AUDIT DEPARTMENT TO IMPLEMENT THE PLAN; FINDING THE RESOLUTION TO HAVE BEEN CONSIDERED PURSUANT TO THE LAWS GOVERNING OPEN MEETINGS; PROVIDING A SEVERABILITY CLAUSE; AND ESTABLISHING AN EFFECTIVE DATE

WHEREAS, the mission of the San Antonio Water System (the “System”) Internal Audit Department is to provide independent and objective assurance and consulting services designed to add value and improve the System; and

WHEREAS, the purpose of the Internal Audit Department is to assist the Audit Committee of the Board of Trustees and internal management in achieving the System’s goals and objectives by providing analyses, evaluations, recommendations, counsel, and information concerning the audited activities and by promoting effective accountability; and

WHEREAS, the Chief of Internal Audit, working in conjunction with the Internal Audit staff, is responsible for developing an internal audit risk assessment and annual audit plan; and

WHEREAS, the risk assessment and audit plan for 2019 was reviewed by the Audit Committee during their regular meeting held on December 12, 2018; and

WHEREAS, the San Antonio Water System Board of Trustees desires (i) to approve the Internal Audit Risk Assessment and 2019 Annual Audit Plan, and (ii) to further direct the Internal Audit Department to implement the Plan; now, therefore:

BE IT RESOLVED BY THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES:

1. That the Internal Audit Risk Assessment and 2019 Annual Audit Plan of the San Antonio Water System is hereby approved and attached as Exhibit A.

2. That the Internal Audit Department is hereby directed to implement the Plan.

3. It is officially found, determined and declared that the meeting at which this resolution is adopted was open to the public, and that public notice of the time, place and subject matter of the public business to be conducted at such meeting, including this resolution, was given to all as required by the Texas Codes Annotated, as amended, Title 5, Chapter 551, Government Code.
4. If any part, section, paragraph, sentence, phrase or word of this resolution is for any reason held to be unconstitutional, illegal, inoperative or invalid, or if any exception to or limitation upon any general provision herein contained is held to be unconstitutional, illegal, invalid or ineffective, the remainder of this resolution shall nevertheless stand effective and valid as if it had been enacted without the portion held to be unconstitutional, illegal, invalid or ineffective.

5. This resolution becomes effective immediately upon its passage.

PASSED AND APPROVED this 15th day of January, 2019.

____________________________
Berto Guerra, Jr., Chairman

ATTEST:

____________________________
Amy Hardberger, Secretary

Attachment:
Exhibit A - Internal Audit Risk Assessment and 2019 Annual Audit Plan
Mr. Berto Guerra, Jr., Chairman  
Mayor Ron Nirenberg  
Ms. Amy Hardberger  
Ms. Patricia Jasso  
Mr. David McGee  
Ms. Patricia E. Merritt  
Mr. Eduardo Parra

Dear Chairman, Mayor, and Trustees:

We have completed the internal audit risk assessment and annual audit plan for 2019 and are pleased to present it for your review and approval. The Plan was reviewed by the SAWS Audit Committee during the December 12, 2018 Audit Committee meeting.

EXECUTIVE SUMMARY

The proposed 2019 Annual Audit Plan is designed to provide audit coverage across the entirety of the San Antonio Water System (SAWS). The proposed audit plan focuses on the highest risk areas as identified in the risk assessment process. The proposed audit plan was developed by collaborating with the Executive Management Team (EMT) to obtain input regarding the perceived risks in their respective functional areas. Input was also obtained from the Audit Committee members.

The Internal Audit Department is responsible for developing and implementing the audit plan. Resources available in the department to implement the plan include three auditors and the Chief of Internal Audit.

The Internal Audit Department is also authorized to perform work not specified in the plan when deemed necessary or in response to changes in the assessed risk, subject to concurrence by the Audit Committee.

RISK ASSESSMENT PROCESS

The Internal Audit Department uses a risk assessment process to identify and select the specific internal audit projects to be performed. The objective of this assessment is to ensure that SAWS has sufficient and continuous internal audit coverage of those areas judged as having a relatively high risk rating or that otherwise require internal audit attention.

Although the Annual Internal Audit Plan is based primarily on the risk assessment, other factors can influence the focus of audit efforts. This may include specific requests by the EMT or a Trustee, audit allocation across EMT areas, or audit requirements from prior audits or projects.
AUDIT UNIVERSE

The risk assessment process starts with the identification of all auditable areas within the organization. The table below indicates changes made to the number of auditable areas compared to the prior year.

<table>
<thead>
<tr>
<th>AUDITABLE AREAS</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Prior Year</td>
<td>258</td>
</tr>
<tr>
<td>Deleted/No Longer Relevant</td>
<td>(9)</td>
</tr>
<tr>
<td>Additional Areas</td>
<td>22</td>
</tr>
<tr>
<td>Current Year</td>
<td>271</td>
</tr>
</tbody>
</table>

RISK CATEGORIES

As part of the risk assessment process, risk is estimated based on an evaluation of the categories described in the table below. Each auditable area is scored based upon the level of risk within each category. This rating process allows auditable areas to be objectively compared to each other based on relative overall risk.

<table>
<thead>
<tr>
<th>RISK CATEGORY</th>
<th>DESCRIPTION</th>
</tr>
</thead>
<tbody>
<tr>
<td>Strategic</td>
<td>Potential impact from external &amp; internal threats to maintaining alignment with SAWS business strategy</td>
</tr>
<tr>
<td>Operational</td>
<td>Ineffective or inefficient use of resources and operating procedures</td>
</tr>
<tr>
<td>Financial</td>
<td>Financial loss due to reporting, accounting, cash management or budgeting issues</td>
</tr>
<tr>
<td>Compliance</td>
<td>Regulatory sanctions, penalties and loss due to the failure to comply with applicable laws and regulations</td>
</tr>
<tr>
<td>System</td>
<td>Inefficiency and loss due to the lack of effective and integrated systems to process information</td>
</tr>
</tbody>
</table>

RISK LEVELS

The auditable areas are ranked by overall risk rating and categorized as high, medium or low risk. The table below shows the number of auditable areas by risk level.

<table>
<thead>
<tr>
<th>AUDITABLE AREAS BY RISK LEVEL</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>High</td>
<td>13</td>
</tr>
<tr>
<td>Medium</td>
<td>98</td>
</tr>
<tr>
<td>Low</td>
<td>160</td>
</tr>
<tr>
<td>Total</td>
<td>271</td>
</tr>
</tbody>
</table>
AUDIT RISK COVERAGE

The Audit Plan for 2019 continues to focus on the areas identified as having the greatest level of risk. As the table below indicates, 100% of the high risk areas are reviewed every five years.

<table>
<thead>
<tr>
<th>RISK LEVEL</th>
<th># of Areas Reviewed Last 5 Years</th>
<th># of Areas Reviewed &gt; 5 Years</th>
<th># of Areas Not Previously Reviewed</th>
<th>AUDIT UNIVERSE</th>
<th>AUDIT RISK COVERAGE (Last 5 Years)</th>
</tr>
</thead>
<tbody>
<tr>
<td>High</td>
<td>13</td>
<td>0</td>
<td>0</td>
<td>13</td>
<td>100%</td>
</tr>
<tr>
<td>Medium</td>
<td>39</td>
<td>27</td>
<td>32</td>
<td>98</td>
<td>40%</td>
</tr>
<tr>
<td>Low</td>
<td>24</td>
<td>54</td>
<td>82</td>
<td>160</td>
<td>15%</td>
</tr>
<tr>
<td>Total</td>
<td>76</td>
<td>81</td>
<td>114</td>
<td>271</td>
<td>28%</td>
</tr>
</tbody>
</table>

The Audit Committee has requested this risk coverage be increased by reviewing high risk areas every three years. Internal Audit is currently evaluating various solutions to meet this request. As a result of this evaluation, the Audit Plan for 2019 may be revised, with concurrence by the Audit Committee, to meet the revised coverage goal.

We look forward to the opportunity to work together with the Audit Committee, Board of Trustees and Management to perform quality audits and provide other advisory services that will add strategic value to the SAWS operational processes. We wish to express our appreciation for the cooperation, courtesy and input provided by the Audit Committee members and SAWS Executive Management Team during the risk assessment process that led to the development of this Annual Audit Plan for 2019.

Respectfully submitted,

Stacey Isenberg, CPA
Chief of Internal Audit
## San Antonio Water System 2019 Internal Audit Plan

### REGULAR AUDITS

<table>
<thead>
<tr>
<th>Project #</th>
<th>Major Process</th>
<th>EMT Member</th>
<th>Auditable Area</th>
<th>Risk Rating (1-5)</th>
<th>Risk Level</th>
<th>Last Audited</th>
<th>Last Audit Opinion</th>
<th>Budgeted Hours</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Information Systems</td>
<td>Pulapaka</td>
<td>Network Systems Security</td>
<td>4.0</td>
<td>High</td>
<td>2014</td>
<td>-</td>
<td>320</td>
</tr>
<tr>
<td>2</td>
<td>Customer Experience</td>
<td>Bailey</td>
<td>Meter Reading</td>
<td>3.8</td>
<td>High</td>
<td>2015</td>
<td>Requires Improvement</td>
<td>240</td>
</tr>
<tr>
<td>3</td>
<td>Human Resources</td>
<td>De La Garza</td>
<td>Employee Benefits</td>
<td>3.8</td>
<td>High</td>
<td>2014</td>
<td>Adequate</td>
<td>240</td>
</tr>
<tr>
<td>4</td>
<td>Production &amp; Treatment</td>
<td>Haby</td>
<td>Capacity Program (Inflow Reduction)</td>
<td>3.6</td>
<td>Medium</td>
<td>-</td>
<td>-</td>
<td>320</td>
</tr>
<tr>
<td>5</td>
<td>Engineering &amp; Construction</td>
<td>Beymer</td>
<td>CIP Budgeting</td>
<td>3.4</td>
<td>Medium</td>
<td>-</td>
<td>-</td>
<td>240</td>
</tr>
<tr>
<td>6</td>
<td>Engineering &amp; Construction</td>
<td>Beymer</td>
<td>Construction Management</td>
<td>3.0</td>
<td>Medium</td>
<td>-</td>
<td>-</td>
<td>320</td>
</tr>
<tr>
<td>7</td>
<td>Customer Experience</td>
<td>Bailey</td>
<td>Cash Handling - Payment Centers</td>
<td>2.8</td>
<td>Medium</td>
<td>-</td>
<td>-</td>
<td>240</td>
</tr>
<tr>
<td>8</td>
<td>Financial Services</td>
<td>Evanson</td>
<td>General Treasury</td>
<td>2.8</td>
<td>Medium</td>
<td>-</td>
<td>-</td>
<td>240</td>
</tr>
<tr>
<td>9</td>
<td>Financial Services</td>
<td>Evanson</td>
<td>Bank Management</td>
<td>2.6</td>
<td>Medium</td>
<td>-</td>
<td>-</td>
<td>240</td>
</tr>
<tr>
<td>10</td>
<td>Production &amp; Treatment</td>
<td>Haby</td>
<td>NAPA Contract</td>
<td>2.4</td>
<td>Medium</td>
<td>-</td>
<td>-</td>
<td>240</td>
</tr>
<tr>
<td>11</td>
<td>Distribution &amp; Collection</td>
<td>Brinkmann</td>
<td>Fire Hydrant Maintenance &amp; Repairs</td>
<td>2.4</td>
<td>Medium</td>
<td>-</td>
<td>-</td>
<td>240</td>
</tr>
<tr>
<td>12</td>
<td>Legal</td>
<td>Belinsky</td>
<td>Open Records Requests</td>
<td>2.2</td>
<td>Low</td>
<td>-</td>
<td>-</td>
<td>240</td>
</tr>
<tr>
<td>13</td>
<td>Water Resources</td>
<td>Burton</td>
<td>Recycled Water Contracts</td>
<td>1.8</td>
<td>Low</td>
<td>-</td>
<td>-</td>
<td>240</td>
</tr>
<tr>
<td>14</td>
<td>Communications &amp; External Affairs</td>
<td>Ramos</td>
<td>Laterals to People</td>
<td>1.2</td>
<td>Low</td>
<td>2002</td>
<td>-</td>
<td>240</td>
</tr>
</tbody>
</table>

### FOLLOW-UP AUDITS

<table>
<thead>
<tr>
<th>Project #</th>
<th>Major Process</th>
<th>EMT Member</th>
<th>Auditable Area</th>
<th>Risk Rating (1-5)</th>
<th>Risk Level</th>
<th>Last Audited</th>
<th>Last Audit Opinion</th>
<th>Budgeted Hours</th>
</tr>
</thead>
<tbody>
<tr>
<td>15</td>
<td>Water Resources</td>
<td>Burton</td>
<td>Non-Revenue Water</td>
<td>2.4</td>
<td>Medium</td>
<td>2018</td>
<td>Inadequate</td>
<td>240</td>
</tr>
<tr>
<td>16</td>
<td>Communications &amp; External Affairs</td>
<td>Ramos</td>
<td>Project Agua</td>
<td>2.2</td>
<td>Low</td>
<td>2018</td>
<td>Inadequate</td>
<td>240</td>
</tr>
</tbody>
</table>

### CONTINUOUS MONITORING

<table>
<thead>
<tr>
<th>Project #</th>
<th>Major Process</th>
<th>EMT Member</th>
<th>Auditable Area</th>
<th>Risk Rating (1-5)</th>
<th>Risk Level</th>
<th>Last Audited</th>
<th>Last Audit Opinion</th>
<th>Budgeted Hours</th>
</tr>
</thead>
<tbody>
<tr>
<td>17</td>
<td>Engineering &amp; Construction</td>
<td>Beymer</td>
<td>Service Center Project</td>
<td>2.8</td>
<td>Medium</td>
<td>2016</td>
<td>Continuous Monitoring</td>
<td>240</td>
</tr>
</tbody>
</table>

### CONTROL SELF ASSESSMENTS

<table>
<thead>
<tr>
<th>Project #</th>
<th>Major Process</th>
<th>EMT Member</th>
<th>Auditable Area</th>
<th>Risk Rating (1-5)</th>
<th>Risk Level</th>
<th>Last Audited</th>
<th>Last Audit Opinion</th>
<th>Budgeted Hours</th>
</tr>
</thead>
<tbody>
<tr>
<td>18</td>
<td>Human Resources</td>
<td>De La Garza</td>
<td>Identify Key Processes, Risks, and Controls</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>200</td>
</tr>
<tr>
<td>19</td>
<td>Communications &amp; External Affairs</td>
<td>Ramos</td>
<td>Identify Key Processes, Risks, and Controls</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>200</td>
</tr>
</tbody>
</table>

### CONTINGENCY AUDITS

<table>
<thead>
<tr>
<th>Project #</th>
<th>Major Process</th>
<th>EMT Member</th>
<th>Auditable Area</th>
<th>Risk Rating (1-5)</th>
<th>Risk Level</th>
<th>Last Audited</th>
<th>Last Audit Opinion</th>
<th>Budgeted Hours</th>
</tr>
</thead>
<tbody>
<tr>
<td>20</td>
<td>Financial Services</td>
<td>Evanson</td>
<td>Supply</td>
<td>3.2</td>
<td>Medium</td>
<td>2015</td>
<td>Adequate</td>
<td>240</td>
</tr>
<tr>
<td>21</td>
<td>Human Resources</td>
<td>De La Garza</td>
<td>Workers Compensation</td>
<td>2.8</td>
<td>Medium</td>
<td>2015</td>
<td>Requires Improvement</td>
<td>240</td>
</tr>
<tr>
<td>22</td>
<td>Water Resources</td>
<td>Burton</td>
<td>Backflow Prevention Program</td>
<td>2.6</td>
<td>Medium</td>
<td>-</td>
<td>-</td>
<td>240</td>
</tr>
<tr>
<td>23</td>
<td>Distribution &amp; Collection</td>
<td>Brinkmann</td>
<td>Large Meter Testing</td>
<td>2.2</td>
<td>Low</td>
<td>2014</td>
<td>Requires Improvement</td>
<td>240</td>
</tr>
<tr>
<td>24</td>
<td>Information Systems</td>
<td>Pulapaka</td>
<td>Software Licenses</td>
<td>1.8</td>
<td>Low</td>
<td>2009</td>
<td>Adequate</td>
<td>240</td>
</tr>
</tbody>
</table>

### INTERNAL AUDIT PROJECTS

<table>
<thead>
<tr>
<th>Project #</th>
<th>Major Process</th>
<th>EMT Member</th>
<th>Auditable Area</th>
<th>Risk Rating (1-5)</th>
<th>Risk Level</th>
<th>Last Audited</th>
<th>Last Audit Opinion</th>
<th>Budgeted Hours</th>
</tr>
</thead>
<tbody>
<tr>
<td>25</td>
<td>Risk Assessment and Annual Audit Plan</td>
<td></td>
<td>All Departments, Functions and Activities</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>200</td>
</tr>
<tr>
<td>26</td>
<td>Internal Audit Self Assessment</td>
<td></td>
<td>Internal Audit</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>100</td>
</tr>
</tbody>
</table>

**Total Hours:** 6,220  
**Total without Contingency:** 5,020
TO: San Antonio Water System Board of Trustees

FROM: Darren Thompson, Director, Water Resources, and Donovan Burton, Vice President, Water Resources and Governmental Relations

THROUGH: Robert R. Puente, President/Chief Executive Officer

SUBJECT: APPOINTING NEW MEMBERS TO THE CITIZENS ADVISORY PANEL FOR A TWO-YEAR TERM EXPIRING DECEMBER 31, 2020, REAPPPOINTING RETURNING MEMBERS FOR A TERM EXPIRING DECEMBER 31, 2020, AND APPOINTING THE CHAIRMAN TO THE CITIZENS ADVISORY PANEL FOR A ONE-YEAR TERM EXPIRING DECEMBER 31, 2019

Board Action Date: January 15, 2019

SUMMARY AND RECOMMENDATION:

The attached resolution appoints members for a two-year term and appoints a Chairman for a one-year term to the Citizens Advisory Panel (CAP) beginning 2019. The CAP provides input to the Board regarding water resource policies, plans, and projects.

- The CAP was created by Resolution No. 98-141 on June 16, 1998, which established the charge for the committee and appointed its initial members. Bylaws governing membership goals and structure were created by the CAP and approved by the Board through Resolution No. 07-382 on November 6, 2007 and subsequently amended by the Board through Resolution No. 10-113 on March 2, 2010 and through Resolution 18-209 on September 11, 2018.

- The CAP is charged with supporting the development of long-term water resource plans and periodic updates to those plans, and providing feedback to staff as to how well the proposed policies, plans, and projects respond to citizen concerns.

- CAP members are selected to be a representative of the community, in terms of expertise, geography, and interests. Criteria for selection include interest and knowledge of water resource issues, commitment to a consensus-building approach to solving water resource issues, willingness to participate in meetings, and absence of any conflict of interest among other items.

- The Chairman will assist the membership with developing goals and critical milestones for the year, conduct monthly meetings, and work with Water Resources Department staff to review water resource policies, plans, and projects.

- The CAP may hold up to 10 general membership meetings per calendar year and the meetings are generally held on the third Tuesday of the month.
• Staff recommends the appointment of new CAP members to include Steven Garcia, Monika Maeckle, Mitchell Sowards, and Carla Walker for a two-year term to commence 2019.

• Staff recommends the reappointment of Rachel Cywinski, Yongli Gao, Yulanee McKnight, Robert Sheldon, Suzanne de Leon, Mary Dennis, Cullen Jones, William Ramos II, and Garland Scott for a two-year term to commence 2019.

• Staff recommends the appointment of Robert Sheldon as Chairman of the CAP for a one-year term commencing 2019. Robert Sheldon has served on the CAP since 2015 and served as Vice Chair in 2016 and 2017.

Staff recommends that the Board approve this resolution.

**FINANCIAL IMPACT:**

There is no financial impact associated with this resolution.

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**APPROVED:**

[Signatures]

Robert R. Puente
President/Chief Executive Officer
RESOLUTION NO.

OF THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES APPOINTING NEW MEMBERS TO THE CITIZENS ADVISORY PANEL FOR A TWO-YEAR TERM EXPIRING DECEMBER 31, 2020, REAPPOINTING RETURNING MEMBERS FOR A TERM EXPIRING DECEMBER 31, 2020, AND APPOINTING THE CHAIRMAN TO THE CITIZENS ADVISORY PANEL FOR A ONE-YEAR TERM EXPIRING DECEMBER 31, 2019; FINDING THE RESOLUTION TO HAVE BEEN CONSIDERED PURSUANT TO THE LAWS GOVERNING OPEN MEETINGS; PROVIDING A SEVERABILITY CLAUSE; AND ESTABLISHING AN EFFECTIVE DATE

WHEREAS, the San Antonio Water System (the “System”) Board of Trustees (the “Board”) is committed to community involvement in major water resource policies, plans, and projects; and

WHEREAS, in order to achieve this goal, the System created the Citizens Advisory Panel (the “CAP”) on June 16, 1998, by Resolution No. 98-141; and

WHEREAS, the purpose of the CAP is to involve the community in water resource policies; and

WHEREAS, the System’s Board desires to appoint new members of the CAP for a term of two years, reappoint returning members for a term of two years, and a Chairman for the calendar year 2019; and

WHEREAS, the San Antonio Water System Board of Trustees desires (i) to appoint Steven Garcia, Monika Maeckle, Mitchell Sowards, and Carla Walker as new members, identified in Attachment I attached to this resolution, to the Citizens Advisory Panel for a two-year term expiring December 31, 2020, (ii) to reappoint Rachel Cywinski, Yongli Gao, Yulanee McKnight, Robert Sheldon, Suzanne de Leon, Mary Dennis, Cullen Jones, William Ramos II, and Garland Scott as returning members, as identified in Attachment I attached to this resolution, for a two-year term expiring December 31, 2020, and (iii) to appoint Robert Sheldon as Chairman of the Citizens Advisory Panel for a one-year term expiring December 31, 2019; now, therefore:

BE IT RESOLVED BY THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES:

1. That Steven Garcia, Monika Maeckle, Mitchell Sowards, and Carla Walker identified on Attachment I hereto, are hereby appointed to serve for a two-year term on the CAP expiring December 31, 2020.
2. That Rachel Cywinski, Yongli Gao, Yulanee McKnight, Robert Sheldon, Suzanne de Leon, Mary Dennis, Cullen Jones, William Ramos II, and Garland Scott as returning CAP members identified on Attachment I hereto, are hereby reappointed to serve a two-year term expiring December 31, 2020.

3. That the Board hereby appoints Robert Sheldon as the Chairman of the 2019 CAP for a one-year term expiring December 31, 2019.

4. It is officially found, determined and declared that the meeting at which this resolution is adopted was open to the public, and that public notice of the time, place and subject matter of the public business to be conducted at such meeting, including this resolution, was given to all as required by the Texas Codes Annotated, as amended, Title 5, Chapter 551, Government Code.

5. If any part, section, paragraph, sentence, phrase or word of this resolution is for any reason held to be unconstitutional, illegal, inoperative or invalid, or if any exception to or limitation upon any general provision herein contained is held to be unconstitutional, illegal, invalid or ineffective, the remainder of this resolution shall nevertheless stand effective and valid as if it had been enacted without the portion held to be unconstitutional, illegal, invalid, or ineffective.

6. This resolution takes effect immediately upon its passage.

PASSED AND APPROVED this 15th day of January, 2019.

Berto Guerra, Jr., Chairman

ATTEST:

_____________________________
Amy Hardberger, Secretary

Attachment:
I. Citizens Advisory Panel Member Terms - 2019
## ATTACHMENT I

### CITIZENS ADVISORY PANEL MEMBER TERMS - 2019

<table>
<thead>
<tr>
<th>Name</th>
<th>Represents</th>
<th>First Appointed</th>
<th>Current Term</th>
<th>First Term</th>
<th>Second Term</th>
<th>Final Term</th>
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</table>
TO: San Antonio Water System Board of Trustees
FROM: Karen L. Guz, Director, Conservation, and Gavino Ramos, Vice President, Communications & External Relations
THROUGH: Robert R. Puente, President/Chief Executive Officer
SUBJECT: APPOINTING THE 2019 CCC CHAIRMAN FOR A ONE-YEAR TERM EXPIRING DECEMBER 31, 2019 AND APPOINTING NEW AND RETURNING MEMBERS TO THE COMMUNITY CONSERVATION COMMITTEE FOR A TWO-YEAR TERM EXPIRING DECEMBER 31, 2020

Board Action Date: January 15, 2019

SUMMARY AND RECOMMENDATION:

The attached resolution appoints new and returning members for a two-year term to the Community Conservation Committee (CCC) beginning 2019. It also appoints the 2019 CCC Chairman for a one-year term for 2019. The CCC provides input to the Board of Trustees (Board) regarding water conservation policies, plans, and projects.

- The CCC was created by Resolution No. 97-031 on February 4, 1997, which established the charge for the committee and appointed its initial members. Bylaws created by the CCC and approved by the Board through Resolution No. 07-381 on November 6, 2007, and subsequently amended by the Board through Resolution No. 18-209 on September 11, 2018 govern membership goals and CCC structure. Article 2 of the bylaws describes the procedures to fill vacancies.

- The purpose of the CCC is to involve the community in water conservation. The CCC serves as a forum for the community to share ideas with San Antonio Water System concerning water conservation. The CCC endeavors to keep the community informed concerning the need to conserve water and it provides support and resources for implementing community-based water conservation programs.

- CCC members are selected to be a representative of the community, in terms of expertise, geography, and interests. Criteria for selection include interest/knowledge of water conservation issues, commitment to a consensus-building approach to solving water conservation issues, willingness to participate in meetings, and absence of any conflict of interest, among other items.

- The Chairperson will assist the membership with developing goals and critical milestones for the year, conduct monthly meetings, and work with Water Conservation Department staff to review water conservation policies, plans, and projects.
Appointing New Members and a Chairman
Community Conservation Committee

- The CCC may hold up to ten general membership meetings per calendar year, and the meetings shall be generally held on the second Wednesday of each month.

- Staff recommends the appointment of Laurie Casias as the 2019 CCC Chairman for a one-year term to commence from the date of this meeting until December 31, 2019.

- Staff recommends the reappointment of Juan Fernandez, Donalda Smith, Priscilla Gonzaba, Juanita Smith, Laurie Casias, Karen Bishop, Kathy Glascock, Dan Green and Sandy Jenkins for a two-year term to commence from the date of this meeting until December 31, 2020.

- Staff recommends the appointment of new CCC members named Ann Newman, Marcy Andrade, Aubry C. Lewis, Joe Shinners, Brice Moczygemba, Carlos Otterbach, David Eastman, and Michael Berger for a two-year term to commence from the date of this meeting until December 31, 2020.

Staff recommends that the Board approve the attached resolution.

**FINANCIAL IMPACT:**

There is no financial impact associated with this resolution.

[Signatures]

Karen L. Guz
Director
Conservation

Cavino Ramos
Vice President
Communications & External Relations

APPROVED:

[Signature]

Robert R. Puente
President/Chief Executive Officer
RESOLUTION NO.

OF THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES APPROVING THE COMMUNITY CONSERVATION COMMITTEE 2019 CHAIRMAN FOR A ONE-YEAR TERM, APPOINTING THE COMMUNITY CONSERVATION COMMITTEE NEW AND RETURNING MEMBERS FOR A TWO-YEAR TERM EXPIRING DECEMBER 31, 2020; FINDING THE RESOLUTION TO HAVE BEEN CONSIDERED PURSUANT TO THE LAWS GOVERNING OPEN MEETINGS; PROVIDING A SEVERABILITY CLAUSE; AND ESTABLISHING AN EFFECTIVE DATE

WHEREAS, it is the goal of San Antonio Water System (the "System") to ensure that the community is informed of the importance and need to conserve water and to provide support and resources for implementing water savings programs; and

WHEREAS, in order to achieve this goal, the System created the Community Conservation Committee (the "CCC") on February 4, 1997, by Resolution No. 97-031; and

WHEREAS, the purpose of the CCC is to involve the community in water conservation; and

WHEREAS, the CCC is composed of residential, commercial, industrial, and institutional water users who assist in the development and/or modification of effective conservation programs, is responsible for the review of the proposed annual conservation budget, and provides conservation program and policy recommendations to the System’s Board of Trustees; and

WHEREAS, the San Antonio Water System Board of Trustees desires (i) to approve the 2019 Chairman for a one-year term to the Community Conservation Committee, appoint the new and reappoint returning members identified in Attachment I to the Community Conservation Committee for a two-year term expiring December 31, 2020; now, therefore;

BE IT RESOLVED BY THE SAN ANTONIO WATER SYSTEM BOARD OF TRUSTEES:

1. That the 2019 Chairman is hereby appointed to a one-year term.

2. That the new and returning CCC members identified on Attachment I hereto are hereby appointed to serve for a two-year term expiring December 31, 2020.

3. It is officially found, determined and declared that the meeting at which this resolution is adopted was open to the public, and that public notice of the time, place and subject matter of the public business to be conducted at such meeting, including this resolution, was given to all as required by the Texas Codes Annotated, as amended, Title 5, Chapter 551, Government Code.
If any part, section, paragraph, sentence, phrase or word of this resolution is for any reason held to be unconstitutional, illegal, inoperative or invalid, or if any exception to or limitation upon any general provision herein contained is held to be unconstitutional, illegal, invalid or ineffective, the remainder of this resolution shall nevertheless stand effective and valid as if it had been enacted without the portion held to be unconstitutional, illegal, invalid, or ineffective.

4. This resolution takes effect immediately upon its passage.

PASSED AND APPROVED this 15th day of January, 2019.

__________________________________
Berto Guerra, Jr., Chairman

ATTEST:

__________________________________
Amy Hardberger, Secretary

Attachment:
I. Community Conservation Committee Terms 2019
<table>
<thead>
<tr>
<th>Name</th>
<th>Community Affiliations</th>
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<th>Current Term</th>
<th>First Term</th>
<th>Second Term</th>
<th>Final Term</th>
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