

MINUTES OF A MEETING OF THE BOARD OF DIRECTORS OF
TARRANT COUNTY WATER CONTROL AND IMPROVEMENT DISTRICT NUMBER ONE
HELD ON THE 24TH DAY OF AUGUST, 1965 AT 11:00 A. M.

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

<u>PRESENT</u>	<u>ABSENT</u>
Joe B. Hogsett Houston Hill Wayne E. Newton Clyde A. Penry	Lacy Boggess

Also present were Messrs. Millard Parkhurst Bond Attorney; George Shaw Financial Advisor and Ben Hickey General Manager of the District.

Director Hogsett acted in his capacity as President and Director Newton acted as Secretary, whereupon proceedings were had and done as follows:

1.

On motion duly made and seconded, the minutes of the meeting held August 16, 1965 were read and approved by the Directors and it was accordingly ordered that such minutes be placed in the permanent files of the District.

2.

President Hogsett stated that Eight (8) sealed bid proposals had been received by the District for the sale of Eleven Million Five Hundred Ninety Thousand (11,590,000) Water Control Bonds, Second Series 1965 as heretofore advertised in the official Statement and Bid Form furnished bidders; and that upon tabulation

of the bids received the net interest costs and effective interest rate for each were as follows:

<u>MANAGERS OF SYNDICATE</u>	<u>NET INTEREST COST</u>	<u>EFFECTIVE RATE OF INTEREST</u>
First National City Bank & Assn.	\$ 8,672,322.50	3.3937%
First National Bank of Chicago	8,764,225.00	3.429688%
Harris Trust, et al	8,772,460.00	3.4329%
Republic National Bank Dallas & Ft. Worth National Bank	8,823,000.00	3.452688%
The Northern Trust Co.	8,839,123.00	3.458997%
Blyth & Co. Inc. Smith, Barney & Co., Inc.	8,791,005.13	3.4401679%
Lehman Bros., Kidder, Peabody & Co., Inc.	8,837,197.30	3.458244%
Halsey, Stuart, Phelps, Fenn & Ass.	8,755,781.35	3.4263%

Following a general Discussion, and upon the recommendation of Wainwright & Ramsey Inc. Financial Advisors for the District, Director Penry, seconded by Director Hill, made a motion that the bid proposal submitted by the First National City Bank and Assn. at a net interest cost of \$8,672,322.50 Dollars, with a net interest of 3.3937% be accepted by the District; whereon all Directors voted aye thereon and it was so ordered.

3.

President Hogsett stated that it was now in order to adopt a Resolution directing the issuance of the \$11,590,000.00 Tarrant County Water Control and Improvement District Number One

Bonds, Second Series 1965; prescribing the form and terms of said Bonds, and providing for the security and payment thereof.

Whereon Director Penry made the following motion, seconded by Director Hill and unanimously adopted; to-wit:

WHEREAS, on November 12, 1964, an election was held in Tarrant County Water Control and Improvement District Number One resulting favorably to the issuance of \$13,575,000 of General Flood Control Bonds and \$3,015,000 of Bridgeport Dam Flood Control and Water Supply Improvement Bonds and the levy of ad valorem taxes in payment therefor; and

WHEREAS, out of said bonds voted at said election, a total of \$5,000,000 previously has been issued and delivered, for the purpose of improving the flood control facilities of said District; and the remainder of said voted bonds should now be issued; and

WHEREAS, the bonds hereinafter authorized are to be issued and delivered pursuant to the Constitution and Laws of the State of Texas, including Acts 1957, 55th Legislature, Regular Session, Chapter 268;

BE IT RESOLVED BY THE BOARD OF DIRECTORS OF TARRANT COUNTY WATER CONTROL AND IMPROVEMENT DISTRICT NUMBER ONE:

1. For the purpose of providing \$8,575,000 for further improving the flood control facilities of said District and \$3,015,000 for further improving the flood control and water supply facilities of said District, to-wit: Improvements to Bridgeport Dam, there shall be issued the negotiable bonds of the of the District to be designated as "Tarrant County Water Control and Improvement

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District Number One Water Control Bonds, Second Series 1965," in the amount of \$11,590,000.

2. That said bonds shall be numbered consecutively from 1 through 2,318, and shall be of the denomination of \$5,000 each, aggregating \$11,590,000.

3. That said bonds shall be dated July 1, 1965, and shall become due and payable serially on January 1 in each of the years and amounts as follows:

<u>YEAR</u>	<u>AMOUNT</u>	<u>YEAR</u>	<u>AMOUNT</u>
1970	\$ 50,000	1983	\$ 400,000
1971	100,000	1984	300,000
1972	100,000	1985	350,000
1973	150,000	1986	400,000
1974	200,000	1987	400,000
1975	200,000	1988	400,000
1976	200,000	1989	300,000
1977	225,000	1990	950,000
1978	225,000	1991	980,000
1979	250,000	1992	1,030,000
1980	300,000	1993	1,050,000
1981	400,000	1994	1,080,000
1982	400,000	1995	1,150,000

4. That said bonds shall bear interest at the following rates:

Bonds maturing 1970 through 1975, 5% per annum;
Bonds maturing 1976 3-1/2% per annum;
Bonds maturing 1977 through 1986, 3-1/4% per annum;
Bonds maturing 1987 through 1989, 3.30% per annum;
Bonds maturing 1990 3.35% per annum;
Bonds maturing 1991 through 1995, 3.40% per annum.

Interest shall be payable January 1, 1966, and semi-annually thereafter on July 1 and January 1 of each year, and shall be evidenced by coupons attached to the Bonds.

5. That both the principal of and interest on said Bonds

shall be payable in lawful money of the United States of America at The Fort Worth National Bank, Fort Worth, Texas, or, at the option of the holder thereof, at the principal office of The Chase Manhattan Bank, New York, New York, without exchange or collection charges to the owner or holder thereof. Payment of the interest on said bonds to the maturity thereof shall be made only upon presentation and surrender of the coupons.

6. That said bonds may be registered as to principal alone in the manner for which provision is made in Section 9 hereof. Notwithstanding the registration of the bonds as to principal alone, the coupons shall remain payable to bearer and shall continue to be transferable by delivery.

7. The bonds maturing January 1, 1970, through January 1, 1974, inclusive, are not subject to redemption prior to maturity. The bonds maturing after January 1, 1974, are subject to call and redemption, prior to maturity, at the option of the District, as a whole or in part on any interest payment date on and after January 1, 1974. The redemption price of such bonds shall be par and accrued interest to the date set for redemption plus a premium of

3-1/2% of the principal, if redeemed on or after January 1, 1974, but on or before January 1, 1978;

2-1/2% of the principal, if redeemed thereafter, but on or before January 1, 1981;

1% of the principal, if redeemed thereafter, but on or before January 1, 1984;

1/2% of the principal, if redeemed thereafter, but on or before January 1, 1987;

and thereafter without premium. If said bonds are called in part,

they shall be called in inverse order of maturity and by lot within a maturity. At least thirty days before the date fixed for any such redemption the District shall cause a written notice of such redemption to be published at least once in a financial publication published in the City of New York, New York. By the date fixed for any such redemption, due provision shall be made with the paying agents for the payment of the principal amount of the bonds to be redeemed, plus accrued interest thereon to the date fixed for redemption and the premium, if any. If the written notice of redemption is published, and if due provision for such payment is made, all as provided above, the bonds, which are to be so redeemed, thereby automatically shall be redeemed prior to maturity, and they shall not bear interest after the date fixed for redemption, and shall not be regarded as being outstanding except for the purpose of receiving the funds so provided for such payment.

8. That each of said bonds and interest coupons shall be signed by the imprinted or lithographed facsimile signature of the President of the Board of Directors and attested by the imprinted or lithographed facsimile signature of the Secretary of said Board, and the official seal of the District shall be impressed, or printed, or lithographed in facsimile on each of said bonds.

9. The bond form and the endorsements to appear thereon and the form of the interest coupons to be attached thereto shall be substantially as follows:

No. _____

\$ 5,000

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STATE OF TEXAS
COUNTY OF TARRANT
TARRANT COUNTY WATER CONTROL AND
IMPROVEMENT DISTRICT NUMBER ONE
WATER CONTROL BOND
SECOND SERIES 1965
(A MUNICIPAL BOND)

TARRANT COUNTY WATER CONTROL AND IMPROVEMENT DISTRICT
NUMBER ONE (hereinafter sometimes called "District"), in the
County of Tarrant, State of Texas, a governmental agency and body
politic and corporate, organized and existing under the Constitution
and laws of the State of Texas, for value received, hereby promises
to pay to bearer, or, if this bond be registered, to the registere
owner hereof, on the 1st day of January 19____, the principal sum of

FIVE THOUSAND DOLLARS

and to pay interest from the date hereof at the rate of _____%
per annum, evidenced by interest coupons payable on January 1,
1966, and semi-annually thereafter on each July 1 and January 1
while this bond is outstanding. The principal of this bond,
unless this bond be registered as to principal, and the interest
coupons attached hereto shall be payable to bearer, in lawful
money of the United States of America, without exchange or collection
charges to the bearer, or the registered owner if this bond be
registered, upon presentation and surrender of this bond or proper
interest coupon, at The Fort Worth National Bank, Fort Worth, Texas,
or, at the option of the holder hereof, at the principal office of
The Chase Manhattan Bank, New York, New York, which places shall be
the paying agents for this Series of bonds.

This bond may be registered as to principal alone in

accordance with the provisions endorsed hereon. This Bond, and the interest coupons attached hereto are and shall be negotiable instruments and subject to the provisions for registration as to principal alone endorsed hereon. Nothing contained in this Bond shall affect or impair the negotiability of this Bond or interest coupons attached hereto. This Bond is issued with the intent that the laws of the State of Texas shall govern its construction.

This bond is one of a series of coupon bonds dated July 1, 1965, issued in the principal amount of \$11,590,000, for the purpose of providing \$8,575,000 for further improving the flood control facilities of said District and \$3,015,000 for further improving the flood control and water supply facilities of said District, to-wit: Improvements to Bridgeport Dam.

The bonds of this series scheduled to mature on and after January 1, 1975, may be redeemed prior to their scheduled maturities, at the option of the District, as a whole or in part on any interest payment date on and after January 1, 1974. The redemption price of such bonds shall be at par and accrued interest to the date set for redemption plus a premium of

3-1/2% of the principal if redeemed on or after
January 1, 1974, but on or before January 1, 1978;

2-1/2% of the principal if redeemed thereafter but
on or before January 1, 1981;

1% of the principal if redeemed thereafter but
on or before January 1, 1984;

1/2% of the principal if redeemed thereafter but
on or before January 1, 1987;

and thereafter without premium. If said bonds are called in part, they shall be called in inverse order of maturity and by lot within

a maturity. At least thirty days before the date fixed for any such redemption the District shall cause a written notice of such redemption to be published at least once in a financial publication published in the City of New York, New York. By the date fixed for such redemption, due provision shall be made with the paying agents for the payment of the principal amount of the bonds to be redeemed, plus accrued interest thereon to the date fixed for redemption and the premium, if any. If the written notice of redemption is published, and if due provision for such payment is made, all as provided above, the bonds, which are to be so redeemed, thereby automatically shall be redeemed prior to maturity, and they shall not bear interest after the date fixed for redemption, and shall not be regarded as being outstanding except for the purpose of receiving the funds so provided for such payment.

It is hereby certified, recited, and covenanted that this bond has been duly and validly issued and delivered, that all acts, conditions, and things required or proper to be performed, exist, and be done precedent to or in the issuance and delivery of this bond have been performed, existed, and been done, all in accordance with law; that this bond is a general obligation of said District, issued on the full faith and credit thereof; and that the annual ad valorem taxes required to pay the interest and principal of this bond when due have been levied and ordered to be levied against all taxable property in said District, and have been pledged irrevocably for such purpose, without limit as to rate or amount.

IN WITNESS WHEREOF, this Bond and the interest coupons

attached hereto have been signed by the imprinted or lithographed facsimile signature of the President of the Board of Directors of said District and attested by the imprinted or lithographed facsimile signature of the Secretary of said Board; and the official seal of said District has been duly impressed, or printed, or lithographed in facsimile on this Bond.

TARRANT COUNTY WATER CONTROL AND
IMPROVEMENT DISTRICT NUMBER ONE

ATTEST:

By _____
President

Secretary

(FORM OF REGISTRATION CERTIFICATE)

COMPTROLLER'S REGISTRATION CERTIFICATE: REGISTER NO.

I hereby certify that this bond has been examined, certified as to validity, and approved by the Attorney General of the State of Texas; and that this bond has been registered by the Comptroller of Public Accounts of the State of Texas.

Witness my signature and seal this

Comptroller of Public Accounts of the State
of Texas

PROVISION FOR REGISTRATION

This Bond may be registered as to principal alone on books of the District kept by The Fort Worth National Bank, Fort Worth, Texas, as Bond Registrar, upon presentation hereof to the Bond Registrar, which shall make notation of such registration in the registration blank below, and this Bond may thereafter be transferred only upon a duly executed assignment of the registered

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owner or his attorney in such form as shall be satisfactory to the Bond Registrar, such transfer to be made on such books and endorsed hereon by the Bond Registrar. Such transfer may be to bearer and thereby transferability by delivery shall be restored, but this Bond shall again be subject to successive registrations and transfer as before. The principal of this Bond, if registered, unless registered to bearer, shall be payable only to or upon the order of the registered owner or his legal representative.

Notwithstanding the registration of this Bond as to principal alone, the coupons shall remain payable to bearer and shall continue to be transferable by delivery.

<u>DATE OF REGISTRATION</u>	<u>NAME OF REGISTERED OWNER</u>	<u>SIGNATURE OF REGISTRAR</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

(FORM OF INTEREST COUPON)

NO. _____ \$ _____

On _____, 19____, Tarrant County Water Control and Improvement District Number One, in the County of Tarrant, State of Texas, promises to pay to bearer, unless due provision has been made for the redemption prior to maturity of the bond to which this interest coupon is attached, the amount of

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_____ Dollars in lawful money of the United States of America, without exchange or collection charges to the bearer, upon presentation and surrender of this interest coupon, at The Fort Worth National Bank, Fort Worth, Texas, or, at the option of the holder hereof, at the principal office of The Chase Manhattan Bank, New York, New York, said amount being interest due that day on the bond, bearing the number hereinafter designated, of that issue of Tarrant County Water Control and Improvement District Number One Water Control Bonds, Second Series 1965, dated July 1, 1965. Bond No. _____.

Secretary, Board of Directors.

President, Board of Directors.

Section 10. That a special fund or account, to be designated the "Tarrant County Water Control and Improvement District Number One Water Control Bonds, Second Series 1965, Interest and Sinking Fund" is hereby created and shall be established and maintained by said District at its official depository bank. Said Interest and Sinking Fund shall be kept separate and apart from all other funds and accounts of said District, and shall be used only for paying the interest on and principal of said bonds. All taxes levied and collected for and on account of said bonds shall be deposited, as collected, to the credit of said Interest and Sinking Fund. During each year while any of said bonds or interest coupons appertaining thereto are outstanding and unpaid, the Board of Directors of said District shall compute and ascertain the rate and amount of ad valorem tax, based on the

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latest approved tax rolls of said Distirct, which will be sufficient to raise and produce the money required to pay the interest on and principal of said bonds, as such interest comes due, and such principal matures, with full allowances being made for tax delinquencies and costs of tax collections. Said rate and amount of ad valorem tax is hereby ordered to be levied and is hereby levied against all taxable property in said District for each year while any of said bonds or interest coupons appertaining thereto are outstanding and unpaid, and said ad valorem tax shall be assessed and collected each such year and deposited to the credit of the aforesaid Interest and Sinking Fund. Said ad valorem taxes necessary to pay the interest on and principal of said bonds, as such interest comes due, and such principal matures, are hereby pledged irrevocably for such purpose, without limit as to rate or amount.

Section 11. That the President of the Board of Directors of said District is hereby authorized to have control of said bonds and all necessary records and proceedings pertaining to said bonds pending their delivery and their investigation, examination, and approval by the Attorney General of the State of Texas, and their registration by the Comptroller of Public Accounts of the State of Texas. Upon registration of said bonds, said Comptroller of Public Accounts (or a deputy designated in writing to act for said Comptroller) shall manually sign the Comptroller's Registration Certificate prescribed herein to be printed and endorsed on each bond, and the seal of said Comptroller shall be

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impressed, or printed, or lithographed on each of said bonds.

Section 12. That said bonds are hereby sold and shall be delivered to First National City Bank, New York, New York, and Associates, being the highest and best bidder, for the principal amount thereof and accrued interest to the date of delivery.

ADOPTED AND APPROVED this the 24th day of August, 1965.

/s/ Joe B. Hogsett
President, Board of Directors,
Tarrant County Water Control and
Improvement District Number One.

ATTEST:

/s/ Wayne E. Newton
Secretary, Board of Directors,
Tarrant County Water Control and
Improvement District Number One.

4.

Mr. Ben Hickey, General Manager of the District, requested authority for the District to enter into Contracts for the purchase of the following described tracts of land required for the following projects, and on the following basis for payment, to-wit:

- (a) Cedar Creek Project - Tract No. 200 - C. A. Shaver
66.35 acres more or less @ \$12,131.25 in fee.
- (b) West Fork Project - Tract No. 86 - R. L. Gonzales
825 River Road, Lot 9 M, River View Subdivision and
all improvements in fee @ \$1,550.00.
- (c) Clear Fork Project - Tract No. - Frances O'Brian
Volume 3806, Page 540 of Deed Records (Holtzer Dr.)
14,228 sq. ft. @ \$1.00 per sq. ft. + 3,200 sq. ft.
brick building @ \$2.66 per sq. ft. in fee for total
amount of \$22,750.00.

Following a detailed presentation of the Tracts, and upon recommendation of management of the District, Director Penry, seconded by Director Newton, moved that the District be authorized to enter into Contracts for the purchase of the above described tracts and on the basis as shown. This meeting with the approval of all Directors, it was so ordered.

5.

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

Wayne E. Newton
Acting Secretary

Carl Hogue (H)
President