

MINUTES OF A MEETING OF THE BOARD OF DIRECTORS OF
TARRANT COUNTY WATER CONTROL AND IMPROVEMENT DISTRICT NUMBER ONE
HELD ON THE 29TH DAY OF JANUARY, 1985 AT 9:30 A. M.

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

PRESENT

C. Victor Thornton
Robert D. Alexander
Burford I. King
Wayne E. Newton
George W. Shannon

Also present were Messrs. Ben Hickey, General Manager of the
District and Charles Whaylen Election Officer of the District.

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

1.

On motion made and seconded, and with assurance from
management that all requirements of law relating to the "open
meeting" law had been met, the minutes of the meeting held
December 10, 1984 and January 11, 1985 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.

Director Newton moved and the motion was seconded by
Director King and unanimously approved that the following list of
vouchers be approved:

GENERAL FUND: -- Voucher-checks #6394 thru #6554 inclusive, in the amount of \$4,228,938 37.

REVENUE FUND: -- Voucher-checks #3240 thru #3303 inclusive, in the amount of \$2,997,303 77.

RICHLAND CHAMBERS PROJECT - CONSTRUCTION FUND: -- Voucher-checks #3956 thru #4059 inclusive, in the amount of \$4,424,887.48.

CEDAR CREEK PROJECT - CONSTRUCTION FUND: -- Voucher-checks #276 thru #281 inclusive, in the amount of \$1,360,574.31.

DEBT SERVICE: -- Voucher-checks #317 thru #219 inclusive, in the amount of \$2,200,613.10.

CAPITAL PROJECT: -- Voucher-check #142 and #143 in the amount of \$2,800,000.00.

CEDAR CREEK PROJECT - INTEREST AND REDEMPTION FUND: -- Voucher-checks #150 thru #151 inclusive, in the amount of \$2,223,158.75.

3.

Mr. Charles Whaylen, Election Officer for the District, placed before the Directors the official returns of the election for Two (2) Directors held in the District on January 19, 1985, to determine who should be chosen to serve as Directors to succeed the expiring terms of George W. Shannon and Burford I. King. Thereupon the Directors as a Committee of the Whole, publicly opened, examined and did canvas the returns thereof. From the tabulation the Directors did find and declare that the following named candidates at such election received total votes as follows:

OUT OF THE 3,934 VOTES IN SAID ELECTION:

Burford I. King	Received	1,490 Votes
Beverly Ann Gaynor	Received	557 Votes
J. R. Dunaway	Received	568 Votes
Clif Dobbins, III	Received	524 Votes
John L. Puff, Jr.	Received	527 Votes
George W. Shannon	Received	1,633 Votes
Sam Garcia	Received	749 Votes
Bill KcKenna, Jr.	Received	667 Votes
Marty Griffith	Received	1 Vote
Rachel Tolin	Received	1 Vote
Mary Ellen Hicks	Received	1 Vote
Tim Austin	Received	1 Vote
John S. Tomayko	Received	2 Votes
Larry Simms	Received	1 Vote
Tim Lemon	Received	1 Vote

Therefore, it was declared by the Board of Directors of Tarrant County Water Control and Improvement District Number One, that Messrs. George W. Shannon and Burford I. King were duly elected at said election to serve the District for the period of one (1) year from the date of their qualification and until their successors may be duly elected and qualified.

Mr. Whaylen further exhibited the Distribution List of all Ballots received and disposition of same, as per attached copy.

Immediately upon the canvassing of the election returns and the declaration by the Board of the results of said election, the Statutory Oaths of Office was duly administered to Messrs. King and Shannon.

It was the unanimous opinion of the Board of Directors and their order, that George W. Shannon and Burford I. King, having been elected and chosen by the voters aforesaid, be and they were recognized, constituted, and established to serve as Directors for the term thereinbefore designated. Further, that

the said election returns be filed as required by the law governing such matters.

4.

President Thornton stated that it was now in order to select officers for the District to serve for the ensuing year; thereupon Director Newton moved that Mr. C. Victor Thornton be elected President; whereupon Director Thornton relinquished the Chair to Director Newton who then accepted Director King's second to his (Director Newton's) motion, with Directors voting aye thereon.

Director Newton moved that Mr. Burford King be elected Vice-President; Mr. George Shannon be elected Secretary; and Mr. Robert Alexander be elected Secretary Pro-Tem; whereon Director Alexander seconded with all Directors voting aye.

5.

President Thornton asked for nomination for two (2) Directors to act as Custodians of Collateral Securities, and for One (1) Alternate, whereupon Director Newton moved, seconded by Director Alexander, and unanimously approved that Director Thornton and Director King be Custodians with Director Shannon as Alternate.

6.

The matter of the date and time of meetings of the Board was discussed and it was the unanimous opinion of the Directors that meetings be held, but not limited to, the third Wednesday at 9:30 A. M. each month; and that the quarterly meetings be held the first Monday at 10:00 A. M. in February, May, August and November.

7.

President Thornton stated that he would now appoint, but not limited to, the following Directors to be advisors to the staff on the following matters: -- Director Shannon - Land Matters; Director Thornton - Engineering Contracts; Director King - Maintenance/Operation and Director Newton - Organization/Personnel.

8.

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

George W. Shannon
Secretary

P. Victor Thornton
President