

MINUTES OF A MEETING OF THE BOARD OF DIRECTORS OF
TARRANT COUNTY WATER CONTROL AND IMPROVEMENT DISTRICT NUMBER ONE
HELD ON THE 21ST DAY OF JANUARY, 1992 AT 9:30 A.M.

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

<u>Present</u>	<u>Absent</u>
George W. Shannon	Charles L. Geren
Victor W. Henderson	
Charles B. Campbell, Jr.	
Hal S. Sparks, III	

Also present were James M. Oliver, General Manager; Alan Thomas, Assistant General Manager; Wayne Owen, Management Services Manager; Woody Frossard, Environmental Services Manager; Brian Gordon, Finance Manager; Sandy Swinnea, Accounting Supervisor; Steve Christian, Real Property Manager; and Mike Williams, Customer and Community Relations Manager.

Also in attendance were George Christie and Stan Harrell, legal counsel for the District; Gerry Whitman and Skipper Lay, representing SAMEDAN Oil Corporation; Don Spitzer and Raymond Durham, representing KPMG Peat Marwick and Bob Hettlsleburger.

With the assurance from management that all requirements of the "open meetings" law had been met, Director Shannon convened the meeting.

1.

On a motion made by Director Henderson and seconded by Director Campbell, the Directors unanimously voted to approve the minutes of the meeting held December 19, 1991 as revised. It was accordingly ordered that such minutes be placed in the permanent files of the District.

2.

On a motion made by Director Campbell and seconded by Director Henderson, the Directors unanimously voted to approve the minutes of the meeting held January 8, 1992. It was accordingly ordered that such minutes be placed in the permanent files of the District.

3.

Wayne Owen, District Election Officer, presented to the Board of Directors the official returns of the election for three (3) Directors conducted by the District on January 18, 1992. The Directors, as a Committee of the Whole, publicly examined and did formally canvass the election returns. After careful examination of the tabulation sheet, Director Sparks moved that the Board of Directors find and declare that the results were as follows:

<u>Candidate</u>	<u>Votes</u>
George C. Sumner	610
Hal S. Sparks, III	1,388
Victor W. Henderson	1,363
Don Kirkham	453
Timothy S. Stewart, Sr.	294
Dick Andersen	424
Charles Campbell	1,524
William Brentlinger	1
Edwin Youngblood	1
James L. Meeker	1
Lon Burnam	1
Juliana Bunting	1

Number of Ballots Cast: 2,321

Director Henderson seconded the motion and the vote in favor was unanimous.

It was declared by the Board of Directors of Tarrant County Water Control and Improvement District Number One that Charles B.

Campbell, Jr., Hal S. Sparks, III and Victor W. Henderson were duly elected to serve for a period of four (4) years from the date of their qualification and until their successors may be duly elected and qualified.

4.

The statutory oath of office was duly administered to Messrs. Campbell, Sparks and Henderson by Board President Shannon. Board Secretary, Charles B. Campbell, Jr., then ordered that the election returns and Directors' Bonds be filed as required by law.

5.

With the recommendation of management, Director Campbell moved to approve the Annual Audit performed by KPMG Peat Marwick for the fiscal year ended September 30, 1991. Director Henderson seconded the motion and the vote in favor was unanimous.

6.

The President and presiding officer next called an executive session under Sections 2E and 2F of the Texas Open Meetings Act to consider pending or contemplated litigation and real estate matters.

7.

Upon completion of the executive session, the President reopened the meeting.

8.

With the recommendation of management, Director Henderson moved to approve a proposed Unitization Agreement that includes

the South Kerens mineral properties owned by the District at Richland-Chambers Reservoir with unit to be operated by SAMEDAN Oil Corporation. Director Sparks seconded the motion and the vote in favor was unanimous.

9.

With the recommendation of management, Director Campbell moved to authorize the purchase of the following capital equipment items requested in the fiscal year 1992 General and Revenue Fund Budgets from the following bidders:

1. Two (2) four door sedans from Ted Arendale Ford for the bid price of \$22,318 (Revenue Fund)
2. One (1) industrial tractor with factory installed front end loader and rear land scraper from Clemons Tractor for the low bid price of \$23,989 (Revenue Fund)
3. One (1) three-quarter ton extended cab pick-up from Hendrix GMC Truck, Inc. for the bid price of \$15,786 (Revenue Fund)
4. One (1) one ton extended cab and chassis from Ted Arendale Ford for the low bid price of \$15,256 (Revenue Fund)
5. One (1) Hydraulic Excavator from Kirkpatrick & O'Donnell for the low bid price of \$234,618 (General Fund)
6. One (1) Diesel Powered Forklift with 12,000 lb. lift capability from Clarklift of Fort Worth, Inc. for the low bid price of \$36,705 (Revenue Fund)
7. One (1) 48 foot aerial bucket and line body from UEC Equipment Company for the low bid price of \$41,145 (Revenue Fund)

Director Sparks seconded the motion and the vote in favor was unanimous.

10.

Staff next presented to the Board of Directors matters pertaining to a proposed loan agreement between the District and

Kawasaki Motors Corporation that will provide the District's enforcement personnel the use of a Kawasaki Wave Runner for no consideration. Following a brief discussion, Director Sparks moved to authorize staff to enter into the loan agreement with Kawasaki Motors Corporation for a period of not more than six months beginning in April. Director Henderson seconded the motion and the motion passed with Directors Sparks and Henderson voting aye and Director Campbell voting nay.

11.

With the recommendation of management, Director Campbell moved to approve the check vouchers for the month of December, 1991, which included the following disbursements:

General Fund: Check numbers 33852 through 34184, the total expenditure being \$929,482.48.

Debt Service Fund: Check numbers 2177 through 2180, the total expenditure being \$1,136,485.00.

Capital Projects Fund: Check numbers 2482 through 2486, the total expenditure being \$35,340.00.

Revenue Fund: Check numbers 16960 through 17220, the total expenditure being \$3,435,282.76.

Richland-Chambers Fund: Check numbers 14631 through 14653, the total expenditure being \$2,580,432.85.

Interest and Redemption Fund: Check numbers 2193 and 2194, the total expenditure being \$1,596,088.89.

Director Henderson seconded the motion and the vote in favor was unanimous.

12.

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

George W. Shannon
President

Charles S. Campbell Jr.
Secretary