

MINUTES OF A MEETING OF THE BOARD OF DIRECTORS OF
TARRANT COUNTY WATER CONTROL AND IMPROVEMENT DISTRICT NUMBER ONE
HELD ON THE 19TH DAY OF JANUARY, 1993 AT 9:30 A.M.

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

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

Also present were James M. Oliver, Alan Thomas, Madeline Robson, Sandy Swinnea, Richard Ellis, Steve Christian, Brian Gordon, Wayne Owen and David Marshall.

Also in attendance were George Christie, legal counsel for the District; Don Spitzer and Raymond Durham, representing KPMG Peat Marwick, auditors for the District and Timothy Stewart.

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

1.

On a motion made by Director Campbell and seconded by Director Sparks, the Directors unanimously voted to approve the minutes from the meeting held December 15, 1992 as revised. It was accordingly ordered that such minutes be placed in the permanent files of the District.

2.

With the recommendation of management, Director Sparks moved to approve the Comprehensive Annual Financial Report for the

Fiscal Year ended September 30, 1992 as prepared by the District's auditors, KPMG Peat Marwick. Director Campbell seconded the motion and the vote in favor was unanimous.

3.

The Vice-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.

4.

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

5.

With the recommendation of management, Director Campbell moved to adopt a resolution formally designating Alan Thomas, Brian Gordon and Sandy Swinnea to serve as investment officers for the District. Director Sparks seconded the motion and the vote in favor was unanimous.

RESOLUTION
OF
THE BOARD OF DIRECTORS OF
TARRANT COUNTY WATER CONTROL AND
IMPROVEMENT DISTRICT NUMBER ONE
FORMALLY ESTABLISHING INVESTMENT
OFFICERS AND DESIGNATING ALAN THOMAS,
BRIAN GORDON AND SANDY SWINNEA
TO SERVE AS SAME

WHEREAS, TARRANT COUNTY WATER CONTROL AND IMPROVEMENT DISTRICT NUMBER ONE (the District) is a political subdivision of the State of Texas, created under authority of Article 16, Section 59 of the Texas Constitution; and

WHEREAS, the District as a political subdivision of the State of Texas has legal authority to invest local funds (which are public funds in the custody of the District that are not required by law

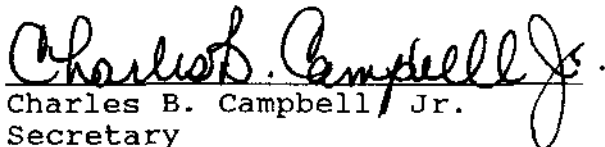
to be deposited in the state treasury and that the District has legal authority to invest); and

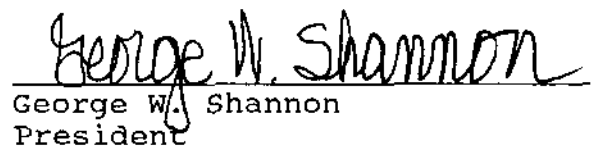
WHEREAS, Tex. Rev. Civ. Stat. Ann. art. 4413 (34c), Subsection 2 (Vernon Supp. 1993) requires the District, as a political subdivision, to adopt rules governing the investment of local funds of the District and to specify the scope of authority of officers and employees of the District that are designated to invest local funds; and

WHEREAS, the District has heretofore adopted a written Investment Policy governing the investment of local funds and requiring the Board of Directors of the District to designate one or more officers or employees of the District to be responsible for the investment of the funds of the District and to be the District's Investment Officers.

NOW, THEREFORE BE IT RESOLVED BY THE BOARD OF DIRECTORS OF TARRANT COUNTY WATER CONTROL AND IMPROVEMENT DISTRICT NUMBER ONE THAT Alan Thomas, Brian Gordon and Sandy Swinnea are hereby designated as the Investment Officers for the District in compliance with the requirements of Tex. Rev. Civ. Stat. Ann. art. 4413 (34c) (Vernon Supp. 1993), relating to the investment of public funds, and they are hereby authorized to deposit, withdraw, invest, transfer and otherwise manage such funds. All investments shall be in securities and funds permitted by law and authorized by the District's written Investment Policy.

Passed and approved this 19th day of January, 1993.


Charles B. Campbell Jr.
Secretary


George W. Shannon
President

6.

With the recommendation of management, Director Sparks moved to adopt a resolution authorizing the District to participate in the TEXPOOL public funds investment pool. Director Campbell seconded the motion and the vote in favor was unanimous.

RESOLUTION

WHEREAS, TARRANT COUNTY WATER CONTROL AND IMPROVEMENT DISTRICT NUMBER ONE (the "Participant") is a political subdivision of the State of Texas and is empowered to delegate to a public funds investment pool the authority to invest funds, to act as a

custodian of investments purchased with local investment funds;
and

WHEREAS, it is in the best interest of the Participant and its inhabitants to invest local funds in investments that yield the highest possible rate of return, while providing necessary safekeeping and protection of the principal; and

WHEREAS, the Treasurer of the State of Texas, acting by and through the Texas Treasury Safekeeping Trust Company (the "Trust Company"), has created "TexPool", a public funds investment pool, to effectuate the goals of providing investments at the highest possible yield and maintaining complete safety of the funds of the Participant,

NOW THEREFORE, be it resolved as follows:

- A. That Tarrant County Water Control and Improvement District Number One shall enter into a Participating Agreement to establish an account in its name with the Trust Company's Local Government Investment Pool, "TexPool", for the purpose of transmitting local funds for investment by the Trust Company in TexPool.
- B. That the following individuals, whose signatures appear on page 2 of this Resolution, are officers, employees, or authorized representatives of the Participant and are each hereby authorized to transmit funds to the Trust Company for investment in TexPool and are each further authorized to withdraw funds from time to time, to issue letters of instruction, and to take all other actions deemed necessary or appropriate for the investment of local funds:
1. Name Brian Gordon Title Finance Manager
Signature *Brian Gordon*
 2. Name Sandy Swinnea Title Accounting Manager
Signature *Sandy Swinnea*
 3. Name Alan Thomas Title Asst. General Manager
Signature *Alan Thomas*
- C. That this resolution and its authorization shall continue in full force and effect until amended or revoked by the Participant, and until the Trust Company receives a copy of any such amendment or revocation. The Trust Company is entitled to rely on this resolution until such time.

This resolution is hereby introduced and adopted by the Participant at its regular/special meeting held on the 19th day of January, 1993.

Tarrant County Water Control and
Improvement District Number One

By: George W. Shannon
George W. Shannon
President

ATTEST Charles B. Campbell, Jr.
Charles B. Campbell, Jr.
Secretary

7.

With the recommendation of management, Director Campbell moved to authorize the sale of 126 square feet of land adjacent to Lot 35, Block 2 of the Timber Trails Estates Subdivision in the G. Martinez Survey, A-482, Henderson County, Texas to Mr. and Mrs. Harold O. Ragsdale for the current market value of \$255. The sale shall be subject to the reservation of a flowage easement between elevations 322 and 325 m.s.l. and the reservation of all minerals. Further, that Steve Christian be authorized to execute the deed and all documents necessary to close the conveyance. Director Sparks seconded the motion and the vote in favor was unanimous.

8.

With the recommendation of management, Director Campbell moved to authorize the sale of 3.22 acres of land adjacent to the Oak Forest Estates Subdivision in the Sharp Whitley Survey, A-798, Henderson County, Texas to the adjacent owner Bob Spence for the current market value of \$7,000. The sale shall be subject to

the reservation of a flood flowage easement between elevations 322 and 325 m.s.l.; the reservation of all minerals, subject property to be restricted to single family residence construction and purchaser shall pay all closing costs including appraisal, survey, and Title Policy fees. Further, that Steve Christian be authorized to execute the deed and all other documents necessary to close the conveyance. Director Sparks seconded the motion and the vote in favor was unanimous.

9.

Consideration of the proposed agreement with Freese and Nichols for hydraulic modeling of the District's raw water transmission system between the balancing reservoirs and Lake Benbrook was postponed.

10.

Consideration of the proposed agreement with Freese and Nichols for modifications to the operations model of the District's raw water transmission system was postponed.

11.

With the recommendation of management, Director Sparks moved to authorize the acceptance of bids on the following capital equipment purchases recommended in the Fiscal Year 1993 General Fund and Revenue Fund Budgets:

<u>ITEM</u>	<u>BIDDER</u>	<u>AMOUNT</u>	<u>FUND</u>
1. (1) Half Ton SWB Pickup	North Loop Dodge	\$ 9,953.00	Revenue
2. (1) One Ton Diesel Crew Cab/Chassis	Five Star Ford	\$15,495.00	Revenue
3. (1) One Ton Diesel Cab/Chassis	Classic Chevrolet	\$13,910.00	Revenue

4. (1) Four Door Utility Vehicle	Samuels Chevrolet	\$14,598.00	Revenue
5. (1) Commercial Mini Van	North Loop Dodge	\$11,995.00	General
6. (2) 4 door sedans	North Loop Dodge	\$22,350.00	General

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

12.

With the recommendation of management, Director Campbell moved to authorize the acceptance of the low bid of \$24,841.70 submitted by Ross-Wright Construction of Fort Worth, Texas for the installation of two 6,000 gallon underground fuel storage tanks at the Cedar Creek Maintenance Compound. Funding is to be provided from the Fiscal Year 1993 Revenue Fund Budget. Director Sparks seconded the motion and the vote in favor was unanimous.

13.

With the recommendation of management, Director Campbell moved to authorize the acceptance of the low bid of \$42.00 per yard submitted by Sandy Hill Redi-Mix Concrete for the concrete required for phase two improvements to the Bridgeport Spillway Discharge Channel. Funding is to be provided from the Capital Projects Fund. Director Sparks seconded the motion and the vote in favor was unanimous.

14.

With the recommendation of management, Director Sparks moved to authorize acceptance of the proposal submitted by R. C. Tronix in the amount of \$48,174.00 for computer equipment to be located throughout the District's operations. Funding for the

acquisition of this equipment shall be allocated as follows:

- \$28,655.00 from the Fiscal Year 1993 General Fund Budget
- \$19,519.00 from the Fiscal Year 1993 Revenue Fund Budget

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

15.

Consideration of the updated administrative policies in compliance with the new Texas Water Commission Supervisory Rules for Certain Districts and Authorities was postponed.

16.

With the recommendation of management, Director Campbell moved to approve the following list of vouchers for the month of December, 1992:

General Fund: Check numbers 37668 through 37952, the total expenditure being \$525,109.81.

Debt Service Fund: Check numbers 2201 and 2202, the total expenditure being \$4,540.87.

Capital Projects Fund: Check numbers 2504 and 2505, the total expenditure being \$4,540.87.

Revenue Fund: Check numbers 19991 through 20202, the total expenditure being \$6,090,766.00.

Richland-Chambers Fund: Check numbers 14893 through 14909, the total expenditure being \$1,116,286.75.

Interest and Redemption Fund: Check number 101085, the total expenditure being \$730,240.88.

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

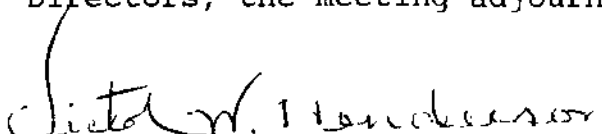
17.

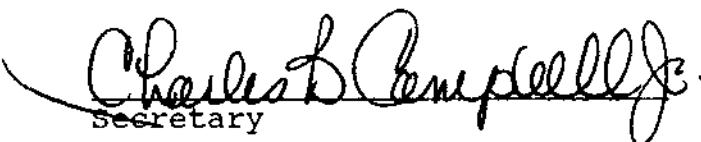
Staff reports were presented to the Board of Directors

concerning the Bridgeport superintendent's residence; a proposed concession agreement on the Clear Fork of the Trinity River; the sale of land at Cedar Creek Reservoir to Walmart Stores, Inc.; management and internal audit issues and the December 17, 1992 Richland-Chambers pipeline break.

18.

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


Vice President


Secretary