

MINUTES OF A MEETING OF THE BOARD OF DIRECTORS OF
TARRANT COUNTY WATER CONTROL AND IMPROVEMENT DISTRICT NUMBER ONE
HELD ON THE 20TH DAY OF DECEMBER, 1995

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

Present

George W. Shannon
Victor W. Henderson
Charles B. Campbell, Jr.
Hal S. Sparks III
Brian C. Newby

Also present were James M. Oliver, Alan Thomas, Brian Gordon, Wayne Owen, Madeline Robson, Steve Christian, Woody Frossard, David Marshall, Eddie Weaver, Skip Krause and Mike Witthaus.

Also in attendance were George Christie, legal counsel for the District; Lee Freese representing Freese and Nichols, Inc. and Pete Patel and Mike Craiglow representing Chiang, Patel & Yerby, Inc.

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

1.

There were no persons of the general public requesting the opportunity to address the Board of Directors.

2.

With the recommendation of management, Director Campbell moved to decline the value engineering proposal from Seven K concerning tunnel reinforcement on the Benbrook Connection Tunnel Section contract. Director Henderson seconded the motion and the vote in favor was unanimous.

3.

With the recommendation of management, Director Sparks moved to accept an architectural concept for the Benbrook Connection Lake Pump Station that was most comparable to the existing outfall structure. Director Newby seconded the motion and the vote in favor was unanimous.

4.

With the recommendation of management, Director Sparks moved to authorize the purchase of two (2) Variable Frequency Drives for the Richland-Chambers Booster Pump Station at Waxahachie from Robicon for the bid price of \$587,333. Funding for this purchase is allocated in the Fiscal Year 1996 Revenue Fund Budget. Director Campbell seconded the motion and the vote in favor was unanimous.

5.

On a motion made by Director Henderson and seconded by Director Newby, the Directors unanimously voted to approve the minutes from the meeting held November 21, 1995. It was accordingly ordered that such minutes be placed in the permanent files of the District.

6.

The President and presiding officer next called an executive session under Chapter 551.071 of the Government Code to consider pending or contemplated litigation.

7.

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

8.

With the recommendation of management, Director Newby moved to adopt an order declaring the (3) three unopposed candidates vying for election to the (3) three open seats on the District's Board of Directors elected to office. Director Shannon seconded the motion and the vote in favor was unanimous.

An Order of the Board of Directors
of
Tarrant County Water Control and
Improvement District Number One
Canceling the Election Called
For Saturday, January 20, 1996


Chapter 2, Subchapter C of the Texas Election Code provides for political subdivisions other than counties to declare unopposed candidates elected to office. If this declaration is made, the election is not held, and the expenses related thereto are avoided, saving public funds.

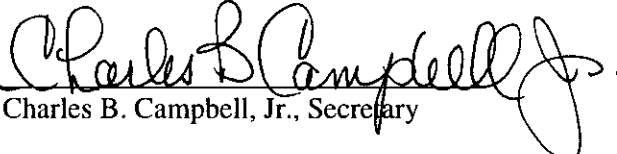
By Order dated October 25, 1995, the Board of Directors of Tarrant County Water Control and Improvement District Number One called an election for Saturday, January 20, 1996 to elect three (3) directors to serve four (4) year terms on the District's Board of Directors.

Only three candidates filed in advance of the December 6, 1995 deadline for filing as a candidate. No write-in candidates declared in advance of the deadline for declaring write-in candidacy. On December 12, 1995, Wayne Owen, Election Officer for the District, certified in accordance with Texas Election Code Section 2.052 that there was no opposition to the candidacy of Victor W. Henderson, Hal S. Sparks III and Charles B. Campbell, Jr. for election to the three open seats on the Board of Directors of Tarrant County Water Control and Improvement District Number One.

On a motion made by Director Newby and seconded by Director Shannon, the directors unanimously voted to adopt an order declaring that the unopposed candidates for election to the Board of Directors of Tarrant County Water Control and Improvement District Number One are elected to office. Further, that the election previously called for Saturday, January 20, 1996 is not to be held. This order shall be posted in accordance with Texas Election Code Section 2.053 at each polling place that would have been used in the election.

This Order adopted the 20th day of December, 1995.


George W. Shannon, President


Charles B. Campbell, Jr., Secretary

9.

With the recommendation of management, Director Campbell moved to authorize the conversion of the District's retirement plan from defined benefit to defined contribution with ICMA Retirement Corporation as administrator. Director Henderson seconded the motion and the vote in favor was unanimous.

RESOLUTION FOR A LEGISLATIVE BODY
RELATING TO A MONEY PURCHASE PLAN

RESOLUTION of Tarrant County Water Control and Improvement District Number One ("Employer").

WHEREAS, the Employer has employees rendering valuable services; and

WHEREAS, the establishment of a money purchase retirement plan benefits employees by providing funds for retirement and funds for their beneficiaries in the event of death; and

WHEREAS, the Employer desires that its money purchase retirement plan be administered by the ICMA Retirement Corporation and that the funds held under such plan be invested in the ICMA Retirement Trust, a trust established by public employers for the collective investment of funds held under their retirement and deferred compensation plans:

NOW THEREFORE BE IT RESOLVED that the Employer hereby establishes or has established a money purchase retirement plan (the "Plan") in the form of:

The ICMA Retirement Corporation Prototype Money Purchase Plan and Trust, pursuant to the specific provisions of the Adoption Agreement.

The Plan shall be maintained for the exclusive benefit of eligible employees and their beneficiaries; and

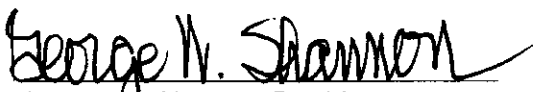
BE IT FURTHER RESOLVED that the Employer hereby executes the Declaration of Trust of the ICMA Retirement Trust, attached hereto, intending this execution to be operative with respect to any retirement or deferred compensation plan subsequently established by the Employer, if the assets of the plan are to be invested in the ICMA Retirement Trust.

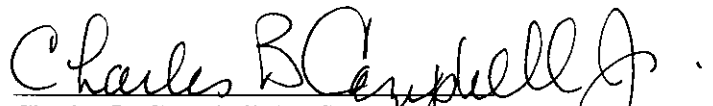
BE IT FURTHER RESOLVED that the Employer hereby agrees to serve as trustee under the Plan and to invest funds held under the Plan in the ICMA Retirement Trust; and

BE IT FURTHER RESOLVED that the Manager of Administrative Services shall be the coordinator for the Plan; shall receive necessary reports, notices, etc., from the ICMA Retirement Corporation or the ICMA Retirement Trust; shall cast, on behalf of the Employer, any required votes under the ICMA Retirement Trust; may delegate any administrative duties relating to the Plan to appropriate departments; and

BE IT FURTHER RESOLVED that the Employer hereby authorize Madeline Robson to execute all necessary agreements with the ICMA Retirement Corporation incidental to the administration of the Plan.

ADOPTED AND PASSED THIS the 20th day of December, 1995.


George W. Shannon, President


Charles B. Campbell, Jr., Secretary

11.

With the recommendation of management, Director Newby moved to authorize the sale of 11.744 acres of land out of the G. W. Knight Survey, A-481, Wise County, Texas to the City of Newark for no consideration. The conveyance shall be subject to an automatic reversion of title in the event the City of Newark ceases to use the property for the purpose of maintaining a constructed wetland to function with the operation of its sewage treatment plant. In addition, the District shall reserve all minerals, reserve a flood flowage easement and require environmental compliance. R. Steve Christian shall also be authorized to execute all documents necessary to complete this conveyance. Director Henderson seconded the motion and the vote in favor was unanimous.

12.

With the recommendation of management, Director Newby moved to consent to the sale of property owned by the City of Fort Worth and in accordance with the policy adopted by the Board of Directors on March 28, 1995 regarding the sale of City owned surplus properties to non-profit and for profit organizations.

<u>ADDRESS</u>	<u>LEGAL DESCRIPTION</u>	<u>ADDRESS</u>	<u>LEGAL DESCRIPTION</u>
1. 5220 Willie St.	Lot 7D/Blk 14 Willie Walter Addn.	6. 5620/5624 Farnsworth Ave.	Lot 27-30/Blk 115 Chamberlain Arlington Heights 2nd
2. 5424 Booker T. St.	Lot 4/Blk 13 Willie Walter Addn.	7. 5612 Farnsworth Ave.	Lot 33 and 34/Blk 115
3. 1612 Birdell Street	Lot 2/Blk 11 Willie Walter Addn.	8. 5533 Blackmore Ave.	Lot 17 and 18/Blk 101 Chamberlain Arlington Heights 2nd
4. 1607 Effie	West 120 ft. of Lot 2 Blk 3 Stallcup First Filing Addn.	9. 5504 Blackmore Ave.	Lot 37 and 38/Blk 96 Chamberlain Arlington Heights 2nd

- | | | | |
|-----------------|-----------------------|---------------------|-----------------------------------|
| 5. 1736 Wiseman | Lot 30/Blk 3 | 10. 5621 Farnsworth | Lot 11 and 12/Blk 118 |
| | Hollywood Hills Addn. | Ave. | Chamberlain Arlington Heights 2nd |

R. Steve Christian shall be authorized to execute all documents necessary related to these conveyances on behalf of the District. Director Sparks seconded the motion and the vote in favor was unanimous.

13.

With the recommendation of management, Director Campbell moved to authorize the purchase of Capital Equipment outlined for acquisition in the Fiscal Year 1996 operating budgets as follows:

1. Purchase of one 1996 Mini Van, from the low bidder Texas Motors Ford for \$14,790.00. Funding is allocated in the FY 1996 General Fund Budget.
2. Purchase of two (2) 1996 Extended Mini Vans, from the lowest complying bidder Classic Chevrolet for \$15,110.00 each. Funding is allocated in the FY 1996 Revenue Fund Budget.
3. Purchase of three (3) 1996 1/2 Ton SWB Pickups, from the low bidder Texas Motors Ford for \$12,697.00 each. Funding is allocated in the FY 1996 Revenue Fund Budget.
4. Purchase of one 1996 Four Door Sedan, from the lowest complying bidder North Loop Dodge for \$13,575.00. Funding is allocated in the FY 1996 Revenue Fund Budget.
5. Purchase of one 1996 1/2 Ton 4 WD LWB Pickup, from the State Contract for \$15,768.00. Funding is allocated in the FY 1996 Revenue Fund Budget.
6. Purchase of one 1996 1/2 Ton 4 WD SWB Extended Cab Pickup, from the State Contract for \$17,742.00. Funding is allocated in the FY 1996 Revenue Fund Budget.

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

14.

With the recommendation of management, Director Henderson moved to authorize the purchase of \$14,764.62 in fencing material from the low bidder, Groom and Son Homecenter. Funding is allocated in the FY 1996 Revenue Fund Budget. Director Campbell seconded the motion and the vote in favor was unanimous.

15.

With the recommendation of management, Director Sparks moved to authorize the purchase of 4,500 zinc anodes from the low bidder, Branch-Krachy Company, Inc., who bid \$71.87 per anode. Funding for this \$323,415 purchase is to be allocated from the Cedar Creek Construction Fund. Director Henderson seconded the motion and the vote in favor was unanimous.

16.

With the recommendation of management, Director Campbell moved to accept the \$54,300 proposal from S. G. Pinney & Associates providing for professional services related to lead based paint projects proposed in the FY 1996 operating budgets. Funding for this proposal is to be allocated \$48,500 from the FY 1996 Revenue Fund Budget and \$5,800 from the FY 1996 General Fund Budget. Director Sparks seconded the motion and the vote in favor was unanimous.

17.

With the recommendation of management, Director Henderson moved to approve the purchase of 4,600 feet of PVC pipe for the low bid of \$4.30 per foot and 1,400 feet of ductile iron pipe for the low bid of \$12.40 per foot from Atlas Utility Supply. Funding for this purchase is to be allocated from the Richland-Chambers Construction Fund. Director Newby seconded the motion and the vote in favor was unanimous.

18.

With the recommendation of management, Director Newby moved to accept the \$39,302.00 proposal submitted by Cabletron Systems for the installation of a wide area network. Director Sparks seconded the motion and the vote in favor was not unanimous. Director Campbell voted nay.

19.

Staff next reviewed with the Board of Directors a proposed Memorandum of Understanding between the District and Texas Parks and Wildlife Department. The MOU concerns the District's plans for ultimate development of constructed wetlands that will provide for the reclamation of return flows to the Trinity River to be used to augment the yields of the eastern reservoirs.

20.

With the recommendation of management, Director Campbell moved to approve the following list of vouchers for the month of November, 1995.

General Fund: Check numbers 47601 through 47851, the total expenditure being \$386,457.39.

Revenue Fund: Check numbers 27505 through 27700, the total expenditure being \$890,150.67.

Richland-Chambers Construction Fund: Check numbers 15788 through 15809, the total expenditure being \$2,144,955.74.

1992 Reserve Fund: Debit numbers 104728 and 105121, the total expenditure being \$2,994,000.00.

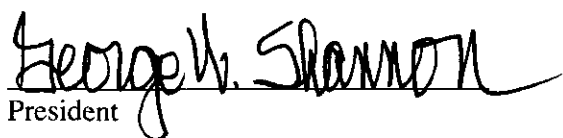
Director Henderson seconded the motion and the vote in favor was unanimous.

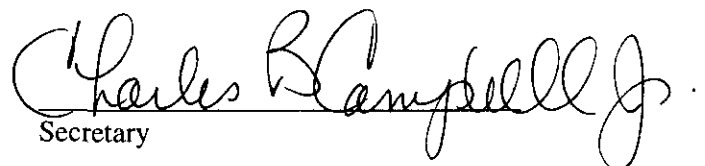
21.

Staff reports were next presented regarding the District's application to the Texas Water Development Board for grant funding to aid in the development of a Water Management Plan and the possibility of changing the name of the District.

22.

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


President


Secretary