MINUTES OF A MEETING OF THE BOARD OF DIRECTORS OF TARRANT REGIONAL WATER DISTRICT HELD ON THE 19th DAY OF JANUARY 1999 AT 9:30 A.M.

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, Ken Brummett, Steve Christian, Wesley Cleveland, Nancy L. King, David Marshall, Wayne Owen, Sandy Swinnea, Eddie Weaver, and Mike Witthaus.

Also in attendance was George Christie, legal counsel for the District: Pat Shannon, Jack Shannon, Charles Ladner, Mary Apple, Richard Julan, Bruce Adkins, and Marcus Adkins representing the Homeowners Association of the Younger Subdivision, Robert Reed representing Condor; and Phillip Mays and Turner Almond representing Ernst & Young LLP.

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

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On a motion made by Director Henderson and seconded by Director Sparks, the Directors unanimously voted to approve the minutes from the meeting held December 15, 1998. It was accordingly ordered that such minutes be placed in the permanent files of the District.

2.

Representatives from the Younger Subdivision Homeowners Association on Eagle Mountain Lake spoke to the Board regarding their perspective of the need to dredge the slough in the Younger Subdivision.

With the recommendation of management, Director Henderson moved to approve the District's Annual Financial Report for the fiscal year ended 1998. Director Newby seconded the motion and the vote in favor was unanimous.

4.

With the recommendation of management, Director Sparks moved to authorize the sale of Lot 130, Block 1, Water Board's Subdivision, Henderson County, Texas to E. O. Ashton for the appraised value of \$2,500. In addition, R. Steve Christian shall be authorized to execute all documents necessary to complete this transaction. Director Newby seconded the motion and the vote in favor was unanimous.

5.

With the recommendation of management, Director Campbell moved to accept the low bid in the amount of \$60,978 submitted by Volvo Trucks of Fort Worth, Texas for one (1) tandem axle cab and chassis. Funding for this purchase is in the FY 1999 General Fund Budget. Director Sparks seconded the motion and the vote in favor was unanimous.

6.

With the recommendation of management, Director Henderson moved to approve the reduction of retainage from 5% to 2% for the Martin K. Eby contract on the Benbrook Pump Station Project. Funding for this project was included in the Benbrook Construction Fund. Director Sparks seconded the motion and the vote in favor was unanimous.

7.

With the recommendation of management, Director Henderson moved to approve the release of final retainage to H.B. Zachry Company on the Benbrook Pump Station Project. Funding for this project was included in the Benbrook Construction Fund. Director Newby seconded the motion and the vote in favor was unanimous.

With the recommendation of management, Director Henderson moved to accept the low bid in the amount of \$398,678 submitted by WHF Electrical Contractors, Inc. for the Cedar Creek soft starts. Funding for this project is in the FY 1999 Revenue Fund Budget. Director Campbell seconded the motion and the vote in favor was unanimous.

9.

With the recommendation of management, Director Campbell moved to accept the low bid in the amount of \$12,773.98 submitted by Sprint United for a fiber expansion cabinet on the telephone system between Operations and the Administration Office. Funding for this project is in the FY 1999 General Fund Budget. Director Henderson seconded the motion and the vote in favor was unanimous.

10.

With the recommendation of management, Director Sparks moved to accept the low bid in the amount of \$38,999.99 submitted by Litchfield Contractors, Inc. for the construction of an 80' breakwater wall at Cedar Creek Lake. This project was originally scheduled for replacement in Fiscal Year 2000, but current conditions resulted in the need to replace the wall immediately. Director Newby seconded the motion and the vote in favor was unanimous.

11.

A staff report was next given to update the Board on the surface water supply planning for southeast Parker County.

12.

The President and presiding officer next called an executive session under Chapter 551.074 of the Government Code to consider personnel matters – management.

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

Secretary