MINUTES OF A MEETING OF THE BOARD OF DIRECTORS OF TARRANT REGIONAL WATER DISTRICT HELD ON THE 16th DAY OF MAY 2000 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, Pam Conders, Steve Christian, Wesley Cleveland, Woody Frossard, Skip Krause, David Marshall, Wayne P. Owen, Madeline Robson, Sandy Swinnea, Ed Weaver, Mike Williams and Mike Witthaus.

Also in attendance was George Christie, legal counsel for the District; Lee Christie, representing Pope, Hardwicke, Christie, Harrell, Schell & Kelly, L.L.P.; and Alan Plummer and Mark Perkins representing Alan Plummer Associates, Inc.

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

1.

On a motion made by Director Henderson and seconded by Director Newby, the Directors unanimously voted to approve the minutes from the meeting held April 25, 2000. It was accordingly ordered that such minutes be placed in the permanent files of the District.

2.

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

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

4.

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

5.

With the recommendation of management, Director Henderson moved to approve a contract with Oscar Renda Contracting, Inc. for construction of the Field-scale Wetland Demonstration Project for the low bid of \$7,615,000. Funding for this project is included in the Construction and Improvement Fund. Director Sparks seconded the motion and the vote in favor was unanimous.

6.

With the recommendation of management, Director Newby moved to authorize the sale of 0.31 acre of land situated in the John T. Carter Survey, A-158, Henderson County, Texas to Dr. Leonard Riggs d/b/a C. Creek Properties Management, L.P. for the appraised value of \$9,220. Additionally, Steve Christian was granted authority to execute the deed and all other documents necessary to complete this transaction. Director Henderson seconded the motion and the vote was in favor with Director Campbell abstaining.

7.

With the recommendation of management, Director Newby moved to approve an amendment to the System Reliability and Enhancement (SRE) Study contract with Freese & Nichols to extend the deadline from October 23, 2000 to December 23, 2000. Funding for this project is included in the Fiscal Year 2000 Revenue Fund budget. Director Campbell seconded the motion and the vote in favor was unanimous.

With the recommendation of management, Director Henderson moved to approve discontinuing the withholding of additional retainage to Beckman Construction Company for the balance of the Chemical System Improvements project at the Cedar Creek Lake and Richland-Chambers Lake Pump Stations. Funding for this project is included in the Fiscal Year 2000 Revenue Fund budget. Director Newby seconded the motion and the vote in favor was unanimous.

9.

With the recommendation of management, Director Newby moved to approve the purchase of (20) 8" air release valves, (10) 4" air release valves, (33) 8" butterfly valves and (12) 6" butterfly valves from Municipal Valve for the lowest conforming bid in the amount of \$52,715. Funding for this purchase is included in the Fiscal Year 2000 Revenue Fund budget. Director Henderson seconded the motion and the vote was in favor with Director Sparks abstaining and Director Campbell voting no.

10.

With the recommendation of management, Director Campbell moved to approve the purchase of financial, procurement and human resources software, with implementation and support, from Lawson Software in the amount of \$1,229,202. Funding for this project is included in the General and Revenue Funds in accordance with the five-year Information and Technology Plan. Director Sparks seconded the motion and the vote in favor was unanimous.

11.

The Board next was given updates on electric de-regulation; Administrative Office remodel project; Kansas City/Tulsa Trip; water supply planning efforts; and the Fort Worth Star-Telegram Editorial Review Board Presentation.

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

Secretary

President