

MINUTES OF A MEETING OF THE BOARD OF DIRECTORS OF
TARRANT REGIONAL WATER DISTRICT
HELD ON THE 20th DAY OF MARCH 2001 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, Dave Marshall, Wayne P. Owen, Sandy Swinnea, Mike Williams, and Mike Witthaus.

Also in attendance was George Christie, legal counsel for the District; Reid Rector representing the Fort Worth Chamber of Commerce; Bill Methanitus and David Davis representing Anderson, LLP; and Earl Alexander.

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 Campbell, the Directors unanimously voted to approve the minutes from the meeting held February 20, 2001 as corrected. 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.

With the recommendation of management, Director Sparks moved to approve a resolution authorizing participation in the City of Fort Worth Tax Increment Financing Reinvestment Zone #5. Director Campbell seconded the motion and the vote in favor was unanimous.

RESOLUTION AUTHORIZING PARTICIPATION IN
CITY OF FORT WORTH TAX INCREMENT FINANCING REINVESTMENT
ZONE # 5

WHEREAS, the City of Fort Worth has approved Tax Increment Financing Reinvestment Zone #5 to provide tax increment financing for infrastructure development to support Dell Computer Corporation operations in Fort Worth; and

WHEREAS, Tax Increment Financing Reinvestment Zone #5 is within the boundaries of the Tarrant Regional Water District (the "District"); and

WHEREAS, the District wishes to participate in the tax increment financing project for infrastructure improvements;

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of Tarrant Regional Water District, that subject to the execution of an appropriate agreement with the City of Fort Worth, the District will participate in tax increment financing to support Tax Increment Financing Reinvestment Zone #5 projects by contributing 100% of the District tax increment to the tax increment fund, and

FURTHER RESOLVED, that the General Manager is authorized to enter into an agreement with the City of Fort Worth confirming the District's contribution to the tax increment fund.

PASSED AND APPROVED this 20th day of March 2001.

George W. Shannon, President
Board of Directors
Tarrant Regional Water District

ATTEST:

Charles B. Campbell, Jr.
Board Secretary

4.

With the recommendation of management, Director Newby moved to approve the sale of 176 square feet of land, more or less, located adjacent to Lot 863 of the Tamarack Venture Subdivision, Henderson County, Texas to the adjoining owners Fern Mince, Edward G. Petty, Janell Roberts and Cornelia Manley for the appraised value of \$308 total. Further, 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 in favor was unanimous.

5.

With the recommendation of management, Director Campbell moved to approve an Additional Party Raw Water Supply Contract with the City of Weatherford, Texas for the sale of 5,892 acre-feet of water per year from Benbrook Reservoir to serve municipal customers. Further, James M. Oliver was granted authority to execute the contract and all documents necessary to complete this transaction. Director Henderson seconded the motion and the vote in favor was unanimous.

6.

With the recommendation of management, Director Henderson moved to approve the low bid in the amount of \$118 per cubic yard for a total of \$35,400 for the maximum of 300 cubic yards for the Gabion Mattress System submitted by Craig Olden, Inc. for the erosion control

project. Funding for this purchase is included in the FY 2001 Revenue Fund. Director Newby seconded the motion and the vote in favor was unanimous.

7.

With the recommendation of management, Director Sparks moved to approve the contract for electrical work on pump motors, switchgear and feeder cables for the price of \$56 per hour for shop rate, \$56 per hour for field rate with a material mark up of 15% from Shermco Industries. The initial contract period is for one year with options for two separate two-year extensions. Funding for this work will be included in the Revenue Fund budget for FY 2001-2006. Director Henderson seconded the motion and the vote in favor was unanimous.

8.

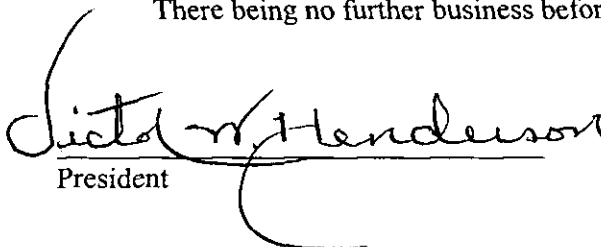
With the recommendation of management, Director Newby moved to approve the lowest conforming bid in the amount of \$10,570 submitted by Tatum Air Conditioning for the HVAC upgrade at the Cedar Creek Office. Funding for this project is included in the FY 2001 Revenue Fund budget. Director Sparks seconded the motion and the vote in favor was unanimous.

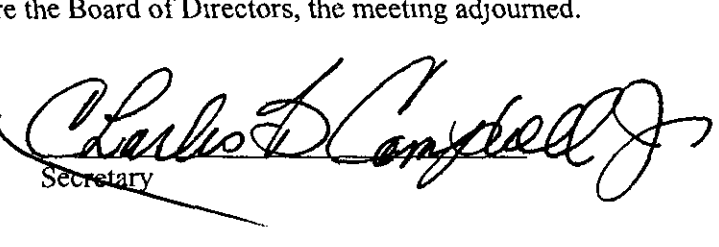
9.

The Board was next updated on the system status.

10.

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


President


Secretary