

MINUTES OF A MEETING OF THE BOARD OF DIRECTORS OF
TARRANT REGIONAL WATER DISTRICT
HELD ON THE 19th DAY OF MARCH 2002 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 King, Skip Krause, David Marshall, Wayne Owen, Sandy Swinnea, Ed Weaver, Mike Williams and Mike Witthaus.

Also in attendance were George Christie, legal counsel for the District; and Tom Gooch, Rachel Gooch, Bob Gooch, Jon Albright, Jim Nichols, Ron Lemons, and Mike Nichols of Freese and Nichols, 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 Campbell, the Directors unanimously voted to approve the minutes from the meeting held February 19, 2002. 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.

3.

On a motion made by Director Henderson and seconded by Directors Campbell, Newby and Sparks, the Directors unanimously approved the adoption of a resolution honoring Robert S. "Bob" Gooch, P.E. of Freese and Nichols, Inc. for his contribution in establishing a critical path upon which the District pursued in the development of its raw water supply system.

RESOLUTION BY THE
BOARD OF DIRECTORS OF
TARRANT REGIONAL WATER DISTRICT
HONORING THE CAREER OF
ROBERT S. "BOB" GOOCH, P. E.

WHEREAS Robert S. "Bob" Gooch, P.E. pursued his engineering education by attending Massachusetts Institute of Technology, one of the finest engineering schools in America, receiving both his Bachelor's Degree in 1951 and Master's Degree in 1955 in Civil Engineering;

WHEREAS After serving in the United States Air Force during the Korean Conflict, Bob did choose to engage his civil engineering talents and capabilities in the pursuit of water resource development, and became a registered Professional Engineering in Texas in 1958;

WHEREAS Bob's interests and talents brought him to the attention of Marvin Nichols and Simon Freese who hired Bob to work for Freese and Nichols, Inc. in 1958 and for whom he has remained employed ever since, now currently serving as Vice President;

WHEREAS the State of Texas in the late 1950's was emerging from what continues to be referred to as the drought of record over most of the state. This provided a clear palate for Bob and his engineering colleagues, associates, and peers to plan, design and develop an inventory of water resource supplies and infrastructure throughout Texas;

WHEREAS over these past forty-four years, Freese and Nichols' clients, such as Tarrant Regional Water District, have continuously relied on Bob Gooch's skill and direct assessment of water needs and descriptions of opportunities to develop water resources, which will continue to meet the water needs of millions of Texans for years to come.

WHEREAS Bob's work for Tarrant Regional Water District did include planning for reservoirs at Cedar Creek and Richland - Chambers and corresponding raw water transmission facilities, as well as other operational and water supply planning initiatives, most notably additional supplies that are currently under development focusing on reuse and water reclamation.

NOW THEREFORE BE IT RESOLVED by the Board of Directors of Tarrant Regional Water District, that recognition is granted this day to Robert S. "Bob" Gooch in celebration of the completion of his noteworthy career. Bob will be remembered not for his quantity of words, but for his knowledge and character that gave grateful clients the confidence to pursue the public's work with innovation and diligence.

Adopted this 19th day of March, 2002

George W. Shannon
President

Charles B. Campbell, Jr.
Secretary

4.

Freese and Nichols, Inc. presented the draft report on the System Reliability and Enhancement Study.

5.

The Board members agreed that there would not be an executive session at this meeting.

6.

With the recommendation of management, Director Newby moved to approve the Memorandum of Understanding offered by the Brazos River Authority concerning water supply and wastewater facility planning in Johnson and Parker counties. Director Sparks seconded the motion and the vote in favor was unanimous.

7.

With the recommendation of management, Director Henderson moved to approve a resolution regarding the Investment Policy and Strategies for the Tarrant Regional Water District. Director Sparks seconded the motion and the vote in favor was unanimous.

**RESOLUTION
OF
THE BOARD OF DIRECTORS OF
TARRANT REGIONAL WATER DISTRICT
REVIEWING AND RECORDING CHANGES MADE TO THE DISTRICT'S
INVESTMENT POLICY AND INVESTMENT STRATEGIES**

WHEREAS, TARRANT REGIONAL WATER DISTRICT ("the District") is a political subdivision of the State of Texas, created under authority of Article XVI, § 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. GOV'T CODE ANN. § 2256, Subchapter A, requires the District, as a political subdivision, to adopt rules governing the investment of the local funds of the District and to specify and 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

WHEREAS, the District has heretofore adopted a written Resolution designating the Investment Officers of the District in compliance with the requirement of TEX. GOV'T CODE ANN. § 2256, Subchapter A, authorizing such persons to deposit, withdraw, invest, transfer and manage in any other manner such funds;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF TARRANT REGIONAL WATER DISTRICT that notice is hereby given that the Board of Directors has on this date reviewed the District's investment policy and investment strategies. All changes made to either the District's investment policy or investment strategies following such review are as set forth hereinbelow:

None

Passed and approved this _____ day of _____, 2002.

George W. Shannon, President

ATTEST:

Charles B. Campbell, Jr., Secretary

8.

With the recommendation of management, Director Campbell moved to approve the contract for the 2002 Management Audit with CDM, Inc. in the amount of \$106,250. Funding for this contract is included in the FY 2002 Revenue Fund budget. Director Sparks seconded the motion and the vote in favor was unanimous.

9.

With the recommendation of management, Director Campbell moved to approve the purchase of (1) agricultural mower with rear boom mower for the Richland Chambers maintenance crew for the low bid of \$88,950 submitted by Landmark Equipment. Funding for this purchase is Construction and Improvement Fund. Director Henderson seconded the motion and the vote in favor was unanimous.

10.

With the recommendation of management, Director Henderson moved to approve the purchase of (1) 190HP Low Ground Pressure Dozer to be assigned to Fort Worth Operations Floodway Department as a replacement for the low bid of \$230,268.95, and (1) 165HP Motor Grader to be assigned to the Fort Worth Operations Floodway Department as a replacement for the low bid of \$135,359.90 submitted by RDO Equipment. Funding for these purchases is included in the FY 2002 General Fund budget. Director Newby seconded the motion and the vote in favor was unanimous.

11.

With the recommendation of management, Director Newby moved to approve the purchase of the security system for the new Administration Office for the low bid of \$41,032.14 submitted by Dallas Security Systems. Funding for this contract is included in the FY 2002 General Fund budget. Director Henderson seconded the motion and the vote in favor was unanimous.

12.

With the recommendation of management, Director Campbell moved to approve the change order from limestone/brick to 100% limestone to the contract with AUI General Contractors on the new Administration Building in the amount of \$61,748.27. Funding for this change is included in the FY 2002 General Fund budget. Director Sparks seconded the motion and the vote in favor was unanimous.

13.

With the recommendation of management, Director Henderson moved to extend the existing Dell Laptop Lease one year for the amount of \$23,535.60. Funding for this lease is included in the FY 2002 Revenue Fund budget and the FY 2002 General Fund budget split between the budgets 60/40 respectively. Director Newby seconded the motion and the vote in favor was unanimous.

14.

With the recommendation of management, Director Henderson moved to approve the provision of new rotating elements and rehabilitation of the existing pump cases for the Cedar Creek Ennis and the Waxahachie Booster Pump Station High Capacity Pump rebuild project for the quote of \$1,895,808 submitted by Oslin Nation Company. Funding for this contract is included in the FY 2002 Revenue Fund budget in the amount of \$810,000 and in the FY 2003 Revenue Fund budget in the amount of \$1,085,808. Director Sparks seconded the motion and the vote in favor was unanimous.

15.

With the recommendation of management, Director Campbell moved to approve the final payment on the Overton Channel Repair project in the amount of \$87,318 to Craig Olden, Inc. Funding for this project is included in the FY 2002 General Fund budget. Director Newby seconded the motion and the vote in favor was unanimous.

16.

With the recommendation of management, Director Sparks moved to approve the General and Commercial Facilities Ordinance. After careful consideration, the Board determined there was no impact on private real property interests under Chapter 2007 of the Texas Government Code ("No PRPI Determination"). Director Henderson seconded the motion and the vote in favor was unanimous.

17.

The Board was updated on the District achievements.

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

George W. Shannon Charles D. Campbell Jr
President Secretary