

MINUTES OF A MEETING OF THE BOARD OF DIRECTORS OF
TARRANT REGIONAL WATER DISTRICT
HELD ON THE 17th DAY OF DECEMBER 2002 AT 9:30 A.M.

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

Present

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

Also present were James M. Oliver, Alan Thomas, Norman Ashton, Ken Brummett, Steve Christian, Wesley Cleveland, Woody Frossard, Nancy King, David Marshall, Mark Olson, Wayne Owen, Madeline Robson, Sandy Swinnea, Mike Williams and Mike Witthaus.

Also in attendance were George Christie, legal counsel for the District; Bob Reach and Joe King of Turner, Collie & Braden; James Toal and Wendy Shabay of Gideon Toal, Inc.; Laura Alexander and David Medanich of First Southwest; Steve Berry, Adelaide Leavens and Elaine Petrus of Streams & Valleys; Jim Nichols and John Rutledge of Freese and Nichols; Pete Tart of McCall, Parkhurst & Horton; 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 November 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.

The Board was presented a draft report on the Economic Analysis of Central City Improvements from the Trinity River Vision Master Plan.

4.

With the recommendation of management, Director Newby moved to approve a contract for planning and design services for Trinity River whitewater modifications to the three low water dams within Trinity Park on the Clear Fork with Recreation Engineering and Planning for a total cost of \$16,200. Funding for this project is included in the FY 2003 General Fund budget. Director Sparks seconded the motion and the vote in favor was unanimous.

5.

With the recommendation of management, Director Campbell moved to approve a resolution authorizing issuance, sale, and delivery of Tarrant Regional Water District, a Water Control and Improvement District, Water Revenue Refunding and Improvement Bonds, Series 2002, providing for redemption prior to maturity of bonds being refunded by such revenue bonds and improvements to the District's water system, authorizing an escrow agreement in connection with bonds being refunded by such revenue bonds, approving the official statement and purchase contract, and authorizing other instruments and procedures relating thereto. Director Henderson seconded the motion and the vote in favor was unanimous.

6.

The Board was presented an Executive Summary from the Vulnerability Assessment on District facilities.

7.

The President and presiding officer next called an executive session at 11:10 a.m. under Chapter 551.071 of the Government Code to consider pending or contemplated litigation -- Southwest Christian School lawsuit settlement; and under V.T.C.A., Government Code, Chapter 551.072 to consider Eagle Mountain Park Land.

8.

Upon completion of the executive session at 11:35 a.m., the President reopened the meeting.

9.

With the recommendation of management, Director Campbell moved to approve the purchase of ITB #3-002 One (1) 4WD 95 HP Tractor W/Cab to be assigned to the Fort Worth Operations Department for the low bid of \$44,789 submitted by Waxahachie Equipment; ITB #3-003 One (1) 20' Flex Wing Mower to be assigned to the Fort Worth Operations Department for the low bid of \$13,390 submitted by Saginaw Implement; ITB #3-004 Three (3) 15" Flex Wing Mowers to be assigned to the Richland-Chambers Operations Department for the low bid of \$9,732.69 each submitted by Cleburne New Holland; ITB #03-007 One (1) Tag Type Trailer to be assigned to the Western Division Reservoir Department for the low bid of \$9,925 submitted by Interstate Trailers; ITB #3-008 One (1) Commercial Mower to be assigned to the Western Division Reservoir Department for the low bid of \$15,611 submitted by Luber Brothers; and ITB #03-011 One (1) Electric Forklift to be used by the Eastern Division Pipeline Department for the low bid of \$18,229 submitted by Clarklift of Fort Worth. Funding for ITB #003-002, #3-003, #3-007 and #03-008 are included in the FY 2003 General Fund budget for a total amount of \$85,000 and funding for ITB #03-004 and #03-011 are included in the FY 2003 Revenue Fund budget for a total amount of \$51,000. Director Newby seconded the motion and the vote in favor was unanimous.

10.

With the recommendation of management, Director Sparks moved to approve a contract with Gib Lewis for legislative consulting services during the 78th Legislature for a monthly payment of \$4,000 plus certain expenses not to exceed \$500 per month. Funding for this contract is included in the FY 2003 Revenue Fund budget. Director Henderson seconded the motion and the vote was in favor with Director Campbell abstaining.

11.

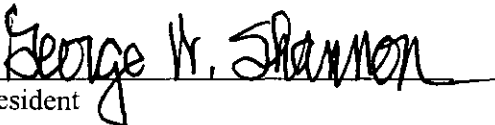
With the recommendation of management, Director Sparks moved to approve the modification of the professional services agreement with Kellog, Brown and Root covering Toledo Bend – Metroplex Water Supply Work Order No. 1. to increase the contract by \$39,800 for a new total contract amount of \$178,200. This modification will correspondingly increase the contribution of each participant from \$34,600 to \$44,550. Funding for this project is included in the FY 2003 Revenue Fund budget. Director Campbell seconded the motion and the vote in favor was unanimous.

12.

The Board was updated on Power Deregulation and Riverside Oxbow Environmental Restoration.

13.

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



President



Secretary