

MINUTES OF A MEETING OF THE BOARD OF DIRECTORS OF
TARRANT REGIONAL WATER DISTRICT
HELD ON THE 18th DAY OF MARCH 2003 AT 8:30 A.M.

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

Present

George W. Shannon
Victor W. Henderson
Hal S. Sparks III
Brian Newby
Gina Puente-Brancato

Also present were James M. Oliver, Alan Thomas, Norman Ashton, Ken Brummett, Steve Christian, Wesley Cleveland, Woody Frossard, Nancy King, Skip Krause, David Marshall, Stacy Monroe, Wayne Owen, Madeline Robson, and Mike Witthaus.

Also in attendance were Robert Smith of Kellogg Brown & Root; James Toal of Gideon Toal, Inc.; Elaine Petrus and Adelaide Leavens of Streams and Valleys; and Dale Cherry of Black & Veatch. 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 February 18, 2003. Also, a motion was made by Director Newby and seconded by Director Henderson, the Directors unanimously voted to approve the minutes from the meeting held February 24, 2003. 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.

With the recommendation of management, Director Henderson moved to approve a contract with Gideon Toal, Inc. to provide professional services to develop and implement a comprehensive strategy for the Trinity River Vision Project at a cost to the District of \$200,000. The City of Fort Worth, Tarrant County and Streams & Valleys will each also participate in the expense of this contract; \$100,000, \$50,000, \$50,000 respectively, combined with the District cost for a contract total of \$400,000. Funding for this contract is included in the FY 2003 General Fund budget. Director Sparks seconded the motion and the vote in favor was unanimous.

4.

With the recommendation of management, Director Sparks moved to approve a contract with Kellog Brown & Root for a scope of work to include coordination with Black & Veatch on the engineering that has been performed, coordination with the overall group, refinement of program planning, and coordination of public involvement in the amount of \$246,400 and with Black and Veatch for a scope of work to include projection initiation, financial issues, sequencing issues, enterprise ownership issues, computer modeling, workshops and presentations, reports and deliverables in the amount of \$248,500 to further evaluate the potential of coordination with Dallas Water Utilities, North Texas Municipal Water District and the Sabine River Authority on the delivery of raw water from various existing east Texas reservoirs into each of our individual systems. The District, Dallas Water Utilities, North Texas Municipal Water District and the Sabine River Authority will share the cost equally (\$123,725) each for a total cost of \$494,900. Funding for this contract is included in the FY 2003 Revenue Fund budget. Director Henderson seconded the motion and the vote in favor was unanimous.

5.

With the recommendation of management, Director Newby moved to approve an interlocal agreement between the District, North Texas Municipal Water District, Sabine River Authority of Texas and the City of Dallas to evaluate the feasibility of delivering water supply

from Toledo Bend Reservoir to both Metroplex water supply providers and water supply providers in the upper Sabine River Basin. The District will serve as the contracting party for the annual work plans. In addition, James M. Oliver, General Manager, was granted authority to execute the agreement. Director Henderson seconded the motion and the vote in favor was unanimous.

6.

With the recommendation of management, Director Henderson moved to approve the first amendment to the Interlocal Agreement with Trinity River Authority of Texas, North Texas Municipal Water District and the Cities of Dallas and Houston concerning continued study of freshwater inflow needs of Galveston Bay for an increase of \$94,400 and the extension of time for completion of this study to September 30, 2004. The total contract amount is \$188,800. Funding for this agreement is included in the FY 2003 Revenue Fund budget. Director Puente seconded the motion and the vote in favor was unanimous.

7.

With the recommendation of management, Director Newby moved to approve consent to enter into a Temporary Right of Entry Agreement with the Texas Department of Transportation as requested by the City of Fort Worth for the purpose of entering onto the following tax-foreclosed property; 1617 Rosedale Street: 17,000 square feet of land, more or less, being situated in the City of Fort Worth, County of Tarrant, State of Texas and being out of the L. Moore Survey, A-1093, and being a portion of Lots 21, 22, 23, and 24, Lake View Addition, an addition to the City of Fort Worth, by plat recorded in Volume 204, Page 5 of the Plat Records of Tarrant County, Texas and being all of that tract of land conveyed by Estate of Crosby O'Neal, Deceased to Escadera, Inc., by deed dated March 13, 1996, and recorded in Volume 12312, Page 1677 of the Deed Records of Tarrant County, Texas. In addition, R. Steve Christian is granted authority to execute all documents necessary to comply with this request. Director Henderson seconded the motion and the vote in favor was unanimous.

8.

With the recommendation of management, Director Newby moved to approve the sale of the following tax-foreclosed properties to the Texas Department of Transportation for the appraised values of \$215 and \$8,300 respectively: 1159 Freeman St.: 226 square feet of land, more or less, being situated in the City of Fort Worth, County of Tarrant, State of Texas and being out of the L. Moore Survey, A-1093, and being a portion of Lot 13, Block 12, Vickery's Addition, an addition to the City of Fort Worth, by plat recorded in Volume 309, Page 4 of the plat Records of Tarrant County, Texas. 1300 NE 28th St.: 0.095 acre of land, more or less and being situated in the County of Tarrant, State of Texas and being out of the E. Little Survey, A-954, and being a part of a tract of land conveyed to the City of Fort Worth by Sheriff's Deed dated June 2, 1992 and recorded in Volume 10742, Page 665, of the Deed of Records, Tarrant County, Texas. In addition, R. Steve Christian is granted authority to execute all documents necessary to comply with this request. Director Henderson seconded the motion and the vote in favor was unanimous.

9.

With the recommendation of management, Director Henderson moved to approve the purchase of security equipment for the Fort Worth Operations compound from Dallas Security Systems for the cost of \$62,260.08. Funding for this purchase is included in the FY 2003 General Fund budget. Director Sparks seconded the motion and the vote in favor was unanimous.

10.

With the recommendation of management, Director Sparks moved to approve the following capital expenditures: (2) Half-Ton LWB Pickups for the low bid of \$12,975 each for a total expense of 25,950 submitted by Lawrence Marshall Chevrolet; (2) Half-Ton Extended Cab SWB Pickups for the low bid of \$14,505 for a total expense of \$29,010 each submitted by Philpott Motors Inc.; (2) Heavy Duty Three Quarter Ton 4 WD LWB Pickups for the low bid of \$17,560 each for a total expense of \$35,120 submitted by Lawrence Marshall Chevrolet; (1) Half-ton 4 WD, SWB Extended Cab Pickup for the low bid of \$16,726 submitted by Philpott Motor

Inc.; (1) Mid-Size 4 Door Sedan for the low bid of \$12,816 submitted by Red McCombs Dodge; and (2) Three Quarter Ton Crew Cab SWB Pickups for the low bid of \$17,666 each for a total of 35,332 submitted by Lawrence Marshall Chrysler. Funding for these purchases is included in the FY 2003 General Fund budget in the amount of \$79,750 and FY 2003 Revenue Fund budget in the amount of \$108,000 for a total of \$187,750. Director Henderson seconded the motion and the vote in favor was unanimous.

11.

With the recommendation of management, Director Puente moved to approve the purchase of GIS Software in the amount of \$2,000 and maintenance in the amount of \$12,995 for a total amount of \$14,995 from ESRI. Funding for this purchase is included in the FY 2003 Revenue Fund budget in the amount of \$13,800 maintenance, FY 2003 Revenue Fund budget in the amount of \$2,350 software, and FY 2003 General Fund budget in the amount of \$9,200 maintenance. Director Newby seconded the motion and the vote in favor was unanimous.

12.

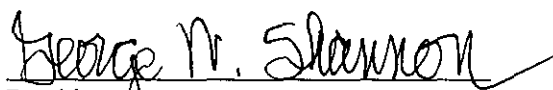
With the recommendation of management, Director Henderson moved to approve the final payment of \$225,254 and to release retainage in the amount of \$18,400 for a total of \$243,662 to KPFF for the carbon fiber repair of five pipe segments on the Cedar Creek pipeline. Funding for this contract is included in the FY 2003 Revenue Fund budget. Director Newby seconded the motion and the vote in favor was unanimous.

13.

The Board was updated on projected power use for the Navarro County Coop System.

14.

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



President



Secretary