

MINUTES OF A MEETING OF THE BOARD OF DIRECTORS OF  
TARRANT REGIONAL WATER DISTRICT  
HELD ON THE 16th DAY OF SEPTEMBER 2003 AT 9:30 A.M.

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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, Steve Christian, Wesley Cleveland, Woody Frossard, Nancy King, David Marshall, Wayne Owen, Madeline Robson, and Sandy Swinnea.

Also in attendance were George Christie, legal counsel for the District; Lee Christie and Hal Ray representing Pope, Hardwicke, Christie, Harrell, Schell & Kelly, LLP; Dorian French, Robert Smith, Rob Osterman representing Kellog, Brown and Root; 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 Puente, the Directors unanimously voted to approve the minutes from the meeting held August 19, 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 Archer Western Contractors, Ltd. for the construction of the Richland-Chambers Ennis and Waxahachie high-capacity booster pump stations and installation of owner furnished equipment for the lowest confirming bid of \$17,472,525. Funding for this contract is included in the Series 2002 Bond Issue. Director Puente seconded the motion and the vote in favor was unanimous.

4.

With the recommendation of management, Director Henderson moved to approve a contract with Entergy Operations Services, Inc. for the construction of the Richland-Chambers Pipeline Expansion Project Waxahachie Booster Pump Station Medium Voltage Substation for the lowest conforming bid of \$567,469. Funding for this contract is included in the Series 2002 Bond Issue. Director Puente seconded the motion and the vote in favor was unanimous.

5.

The President and presiding officer next called an executive session at 9:40 a.m. under Chapter 551.071 of the Government Code to consider pending or contemplated litigation – Landers Lawsuit and Bradford Lawsuit; and under Chapter 551.072 of the Government Code to consider real estate issues - Eagle Mountain Connection Right-of-Way.

6.

Upon completion of the executive session at 10:20 a.m., the President reopened the meeting.

7.

With the recommendation of management, Director Sparks moved to approve the negotiated settlement of the Helen Murchison Lander litigation. Director Newby seconded the motion and the vote in favor was unanimous.

