

MINUTES OF A MEETING OF THE BOARD OF DIRECTORS OF
TARRANT REGIONAL WATER DISTRICT
HELD ON THE 21ST DAY OF JUNE 2005 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
Hal S. Sparks III
Jack R. Stevens
Gina Puente-Brancato

Also present were, James M. Oliver, Alan Thomas, Ken Brummett, Lisa Cabrera, Steve Christian, Linda Christie, Wesley Cleveland, Woody Frossard, Nancy King, Mark Olson, Sandra Swinnea, and Mike Witthaus.

Also in attendance were George Christie, legal counsel for the District; Lee Christie of Pope, Hardwicke, Christie, Harrell, Schell & Kelly, LLP; Adelaide Leavens of Streams and Valleys 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 Sparks, the Directors unanimously voted to approve the minutes from the meeting held May 17, 2005. 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.

Adelaide Leavens of Streams and Valleys gave the Board a presentation on future trailhead construction.

4.

With the recommendation of management, Director Puente-Brancato moved to approve the purchase and development of an interactive multimedia water conservation educational tool at a cost of \$27,324 from Center for Global Environmental Education. Funding for this purchase is included in the FY 2005 Revenue Fund Budget. Director Henderson seconded the motion and the vote in favor was unanimous.

5.

With the recommendation of management, Director Puente-Brancato moved to approve a contract with Deloitte & Touche for audit services for fiscal years 2005 through 2009 in the amount of \$68,875 for 2004/2005, \$72,319 for 2005/2006, \$75,935 for 2006/2007, \$79,731 for 2007/ 2008, and \$83,718 for 2008/2009. Funding for this contract will be budgeted in each fiscal year's General Fund Budget. Director Sparks seconded the motion and the vote in favor was unanimous.

6.

With the recommendation of management, Director Stevens moved to approve Contract Modification Request (CMR) 50A with Archer Western for ground fault protection for the motor control center at Waxahachie Pump Station relating to the Richland-Chambers High-Capacity Expansion Project in the amount of \$28,906.76. Funding for this contract modification is included in the 2002 Bond Issue. Director Henderson seconded the motion and the vote in favor was unanimous.

7.

With the recommendation of management, Director Henderson moved to approve a contract with Simpson, Gumpertz and Heger to analyze the residual strength of

the damaged segments in the Richland-Chambers Pipeline at a cost not to exceed \$40,000. Funding for this contract is included in the FY 2005 Revenue Fund Budget. Director Stevens seconded the motion and the vote in favor was unanimous.

8.

With the recommendation of management, Director Henderson moved to ratify Pooling Agreements for the (1) TRWD E North Unit E22H, (2) TRWD CC Unit C22H, (3) TRWD DD Unit D21H, (4) TRWD II West D North Unit D3H, (5) TRWD II West IC Unit I3H and the (6)Eaglecrest Unit 2H oil and gas wells at Eagle Mountain Lake. Director Sparks seconded the motion and the vote in favor was unanimous.

9.

The President and presiding officer next called an executive session at 10:30 a.m. under Chapter 551.072 of the Government Code to consider real property - Eagle Mountain Connection Project and acquiring Rights-of-Entry related to Trinity River Vision.

10.

Upon completion of the executive session at 10:45 a.m., the President reopened the meeting.

11.

With the recommendation of management, Director Sparks moved to approve the purchase of easements necessary for construction of the Eagle Mountain Connection Project from Dwayne E. Whitmarsh for the negotiated purchase price of \$42,000. Should owner(s) of such land decline to accept the authorized purchase offer, staff was given authority to commence eminent domain proceedings.

1.197 acres (52,149 square feet) in permanent easement out of the J. Wilcox Survey, A-1726, Tarrant County, Texas also being a portion of that certain tract of land described as Lot 10, Block 1, Strawberry Creek Estates, per plat recorded in Cabinet A, Slide 2642, Plat Records, Tarrant County, Texas, said Lot 10 being conveyed by deed to Dwayne E. Whitmarsh in Volume 16030, Page 0351, Deed Records, Tarrant County, Texas from Dwayne E. Whitmarsh for the negotiated purchase price of \$42,000.

RESOLUTION FOR THE BOARD OF DIRECTORS

With the recommendation of management, Director Sparks moved to authorize the commencement of eminent domain proceedings to acquire 1.197 acres (52,149 square feet) in permanent easement out of the J. Wilcox Survey, A-1726, Tarrant County, Texas also being a portion of that certain tract of land described as Lot 10, Block 1, Strawberry Creek Estates, per plat recorded in Cabinet A, Slide 2642, Plat Records, Tarrant County, Texas, said Lot 10 being conveyed by deed to Dwayne E. Whitmarsh in Volume 16030, Page 0351, Deed Records, Tarrant County, Texas (such lands being determined by management and the Board to be necessary to construct the Eagle Mountain Connection Pipeline), if the owner of such land, Dwayne E. Whitmarsh, declines to accept the Board-authorized purchase offer of \$42,000.00. Further, R. Steve Christian is granted authority to execute all documents necessary to acquire this land, whether by eminent domain or by purchase. Director Henderson seconded the motion and the vote in favor was unanimous.

In addition, R. Steve Christian is granted authority to execute all documents necessary to complete this transaction. Funding for this purchase is included in the 2002 Bond Issue. Director Henderson seconded the motion and the vote in favor was unanimous.

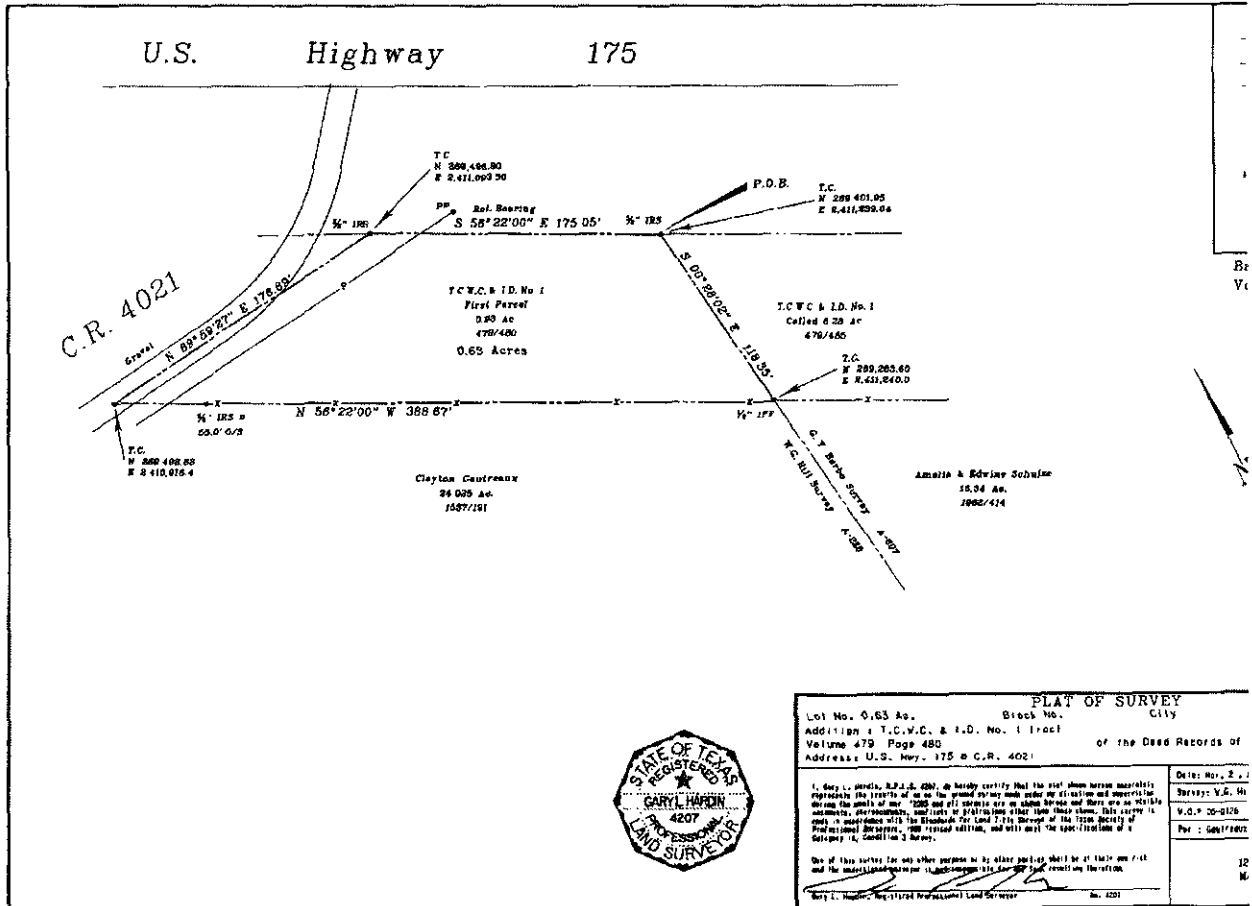
12.

With the recommendation of management, Director Puente-Brancato moved to approve a contract with Pinnacle Consulting Management Group, Inc. to acquire Rights-of-Entry related to Trinity River Vision at a cost not to exceed \$45,000. Funding for this contract is included in the FY 2005 General Fund Budget. Director Sparks seconded the motion and the vote in favor was unanimous.

13.

With the recommendation of management, Director Sparks moved to approve the sale of the following described parcel of land to the adjacent land owners, Dr. Clayton A. Gautreaux and wife, Lori Gautreaux, for the appraised value of \$4,725.

63/100 of an acre, Kaufman County, Texas. See the attached plat for further description.



In addition, R. Steve Christian is 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.

14.

The Board was updated on legislative issues, sale of surplus equipment and viewed the quarterly video update.

15.

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

George W. Shannon
President

Hal A. [Signature]
Secretary