

MINUTES OF A MEETING OF THE BOARD OF DIRECTORS OF
TARRANT REGIONAL WATER DISTRICT
HELD ON THE 16TH DAY OF OCTOBER 2007 AT 9:30 A.M.

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

Present

Victor W. Henderson
Hal S. Sparks III
Jack R. Stevens
Marty V. Leonard
Jim W. Lane

Also present were James M. Oliver, Alan Thomas, Darrel Andrews, Linda Christie, Steve Christian, Wesley Cleveland, Woody Frossard, Nancy King, David Marshall, Wayne Owen, Madeline Robson, Sandy Swinnea, Ed Weaver and Mike Witthaus.

Also in attendance were George Christie, General Counsel for Tarrant Regional Water District (the Water District); Lee Christie and Hal Ray representing Pope, Hardwicke, Christie, Schell, Kelly & Ray, LLP; Rusty Gibson of Freese and Nichols, Inc.; Richard Sawey of CDM; Bruce Benner of Gideon Toal; Conan Mathson, Jared Jones and Jeff Kocher of Steele & Freeman, Inc.; Jay Pritchard of Trinity Communications and Earl Alexander.

President Henderson convened the meeting with the assurance from management that all requirements of the "open meetings" laws had been met.

1.

All present were given the opportunity to join in reciting the Pledge of Allegiance.

2.

On a motion made by Director Leonard and seconded by Director Lane, the Directors unanimously voted to approve the minutes from the meeting held September 18, 2007. It was accordingly ordered that these minutes be placed in the permanent files of Tarrant Regional Water District.

3.

There were no persons of the general public requesting the opportunity to address the Board of Directors.

4.

With the recommendation of management and finding that same is in the best interest of the Water District, Director Leonard moved to approve a contract with Steele & Freeman, Inc. for a Construction Manager-at-Risk for the TRWD Technical Building in the amount of \$357,960 as authorized under Subchapter H of Chapter 271, Texas Local Government Code. Funding for this contract is included in the 2008 General Fund Budget. Director Sparks seconded the motion and the vote in favor was unanimous.

5.

With the recommendation of management, Director Leonard moved to approve operations and maintenance expenditures as noted below:

Project	Vendor	Approved Amount	Funding Sources
Taste and Odor Analysis	Montgomery Watson Labs	\$28,350	Revenue Fund
Google Search Appliance	Google/Persistent Systems PVT, LTD.	\$6,360 <u>\$9,540</u> \$15,900	General Fund <u>Revenue Fund</u> Total

Director Stevens seconded the motion and the vote in favor was unanimous.

6.

With the recommendation of management, Director Leonard moved to approve a contract with Camp, Dresser and McKee to conduct a raw water transmission integration study at a cost not to exceed \$400,000 to be shared equally by the City of Dallas and the Water District. Funding for this contract is included in the 2008 Revenue Fund Budget. Director Sparks seconded the motion and the vote in favor was unanimous.

7.

The President and presiding officer next called an executive session at 10:35 a.m. under V.T.C.A., Government Code, Chapter 551.071 to consider pending or contemplated litigation - Oklahoma water resources and Wilkinson litigation; and under Chapter 551.072 to consider real property issues - sale of land at Cedar Creek Lake and purchase of property for George W. Shannon Wetlands.

8.

Upon completion of the executive session at 11:00 a.m., the President reopened the meeting.

9.

With the recommendation of management, Director Sparks moved to approve the settlement agreement in the amount of \$375,000 regarding Wilkinson Litigation. Funding for this settlement is included in the 2002 Bond Issue. Director Stevens seconded the motion and the vote in favor was unanimous.

10.

With the recommendation of management, Director Sparks moved to approve the sale of the following described tract of land to the adjoining owner, Raymond Handley for the appraised value of \$12,210.

**2,035 square feet adjacent to Lot 16, Block 1 of the Lunday Land Addition,
Henderson County, Texas**

LAND TITLE SURVEY

Lot No. 0.04 Block No. 1 City Texas

Addition: Part of the TRWD Tract. Adjacent to Lunday Land Addition, No. 2

Volume 6 Page 67 Cabinet C Slide 76 of the Plat Records of Henderson County, Texas.

Address: 107 Shoreline Drive; Mabank, Texas 75156

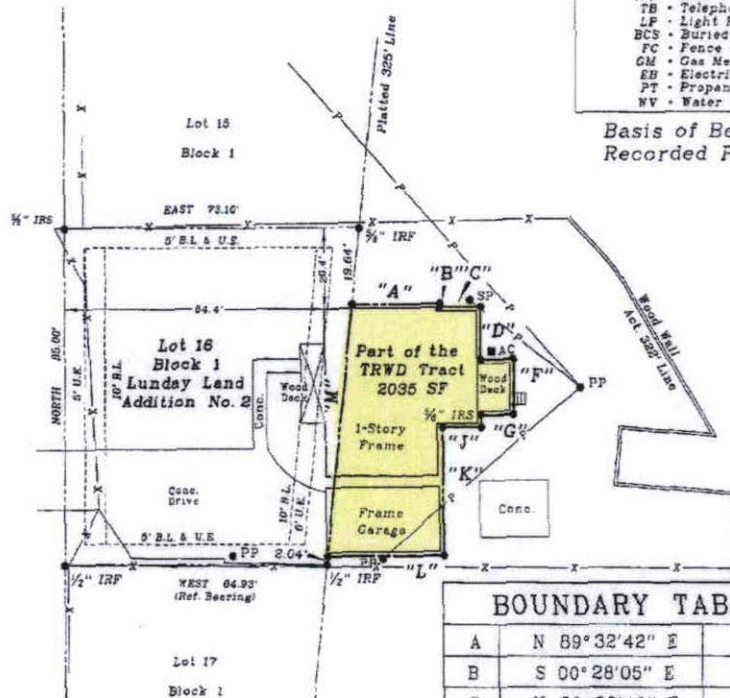
Legend

Telephones
— T — T —
Cables
— C — C —
Fence
— X — X —
Power Line
— P — P —
Conc. - Concrete
PP - Power Pole
WM - Water Meter
IRP - Iron rod found
IRS - Iron Rod Set
IPF - Iron Pipe Found
TB - Telephone Box
LP - Light Pole
BCS - Buried Cable Sign
FC - Fence Corner
GM - Gas Meter
EB - Electrical Box
PT - Propane Tank
WV - Water Valve

Basis of Bearing:
Recorded Plat

Shoreline Drive

Cedar Creek Lake



BOUNDARY TABLE

A	N 89°32'42" E	21.79'
B	S 00°28'05" E	0.86'
C	N 89°32'46" E	10.10'
D	S 00°27'15" E	13.40'
E	N 89°32'30" E	8.00'
F	S 00°27'30" E	14.00'
G	S 89°32'30" W	8.00'
H	S 00°27'30" E	3.00'
J	S 89°32'37" W	9.66'
K	S 00°25'22" E	32.13'
L	S 89°34'34" W	29.20'
M	N 05°29'20" E	63.76'



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See Field Notes

I, Gary L. Hardin, R.P.L.S. 4207, do hereby certify that the plat shown hereon accurately represents the results of an on the ground survey made under my direction and supervision during the month of Sept. 2007 and all corners are as shown hereon and there are no visible encroachments, conflicts or protrusions other than those shown.

This survey was performed in connection with the transaction described in G.F. No. _____ of _____ Title Company.

This is a surface or above ground survey. No attempt to locate underground utilities or structures of any kind has been made.

Use of this survey for any other purpose or by other parties shall be at their own risk and the undersigned surveyor is not responsible for any loss resulting therefrom.

Date: Sept 6, 2007 Scale: 1" = 30' Ft.

Survey: I.V. Michelli Abstract No. 495

W.O.# 7-0693 F.B. = BASE QR. = EJ CK =

PL: 1

HARDIN SURVEYING
P.O. Box 587
Mabank, Texas 75147
(903) 887-5874 office (903) 887-0421 (fax)

Gary L. Hardin, Registered Professional Land Surveyor

No. 4207

Vicinity Map



In addition, R. Steve Christian is granted authority to execute the deed and all other documents necessary to complete this transaction. Director Lane seconded the motion and the vote in favor was unanimous.

11.

With the recommendation of management, Director Sparks moved to approve the sale of the following described tract of land to the adjoining owners, Johnnie H. Morgan and Verona B. Morgan for the appraised value of \$3,906.

**325.49 square feet adjacent to Lot 74, Block 10 of the Leisure Land Addition,
Henderson County, Texas**

LAND TITLE SURVEY

Lot No. Part of the TRWD Tract Block No. 10 City
 Addition: Adjacent to Lot 74, Block 10 of Leisure Land
 Volume 3 Page 1 Cabinet B Slide 53 of the Plat Records of Henderson County, Texas.
 Address: 176 Shady Shores Drive, Gun Barrel City, Texas 75156

Legend

Telephone
 Cable
 Fence
 Power Line
 Conc. Concrete
 PP Power Pole
 WM Water Meter
 IRF Iron rod found
 IRS Iron Rod Set
 IFF Iron Pipe Found
 TB Telephone Box
 LP Light Pole
 BCS Buried Cable Sign
 FC Fence Corner
 GM Gas Meter
 EB Electrical Box
 PT Propane Tank
 WV Water Valve

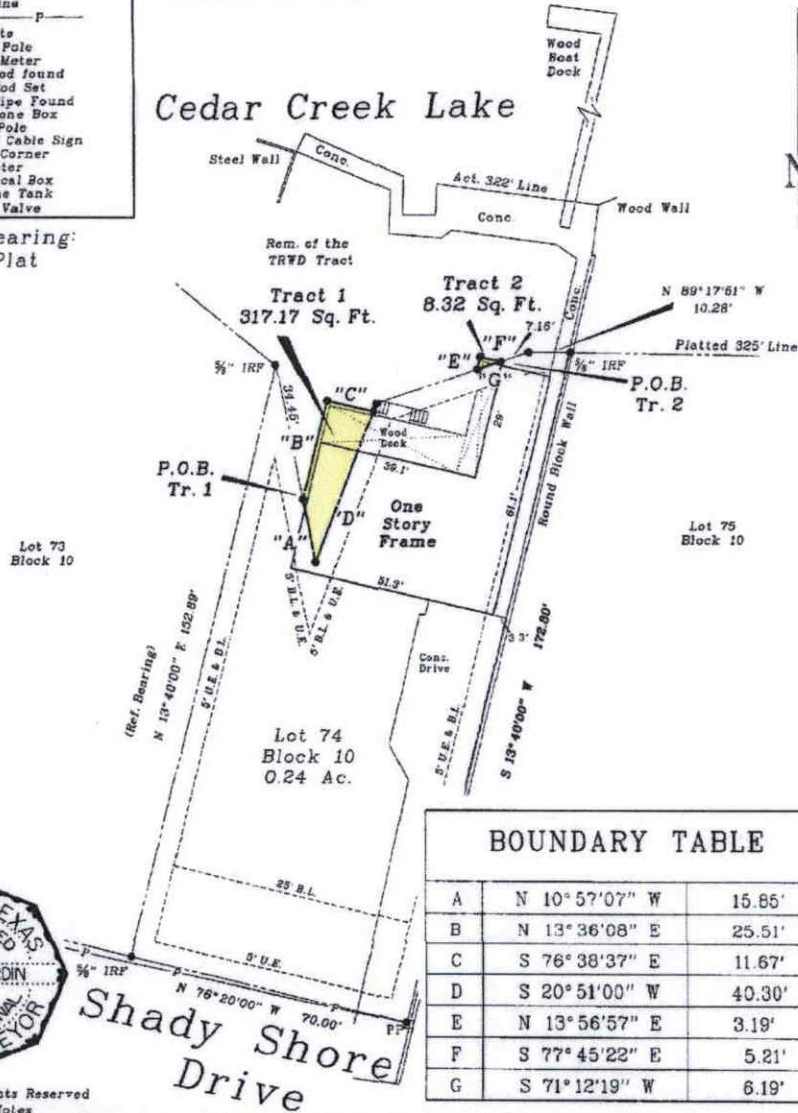
Basis of Bearing:
 Recorded Plat

Restrictions: Vol. 558, Pg. 558; Vol. 561, Pg. 564; Vol. 1013, Pg. 882;
 Vol. 1036, Pg. 34; Vol. 1072, Pg. 227; Vol. 1266, Pg. 697 & Vol. 1804, Pg. 166
 Stipulations: Vol. 503, Pg. 396

This tract is subject to a blanket water line easement to
 W.H. Wingo located wherever lines are installed, Vol. 597, Pg. 359

The following easement does not appear to affect
 this tract: Vol. 565, Pg. 179

Cedar Creek Lake



BOUNDARY TABLE

A	N 10°57'07" W	15.85'
B	N 13°36'08" E	25.51'
C	S 76°38'37" E	11.67'
D	S 20°51'00" W	40.30'
E	N 13°56'57" E	3.19'
F	S 77°45'22" E	5.21'
G	S 71°12'19" W	6.19'



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 See Field Notes

I, Gary L. Hardin, R.P.L.S., 4207, do hereby certify that the plat shown herein accurately represents the results of an on the ground survey made under my direction and supervision during the month of Sept. 2007 and all corners are as shown herein and there are no visible encroachments, encroachments, conflicts or protrusions other than those shown. This is a surface or above ground survey. No attempt to locate underground utilities or structures of any kind has been made. Use of this survey for any other purpose or by other parties shall be of their own risk and the undersigned surveyor is not responsible for any loss resulting therefrom.

Date: Sept. 28, 2007 Scale: 1" = 30' Ft.
 Survey: G.T. Walters Abstract No. 795
 N.O.W. T-0740 F.B. = BASE OR. = EJ CK =
 Pur: TRWD

HARDIN SURVEYING

P.O. Box 587
 Mabank, Texas 75147
 (903) 887-5674 office (903) 887-0421 (fax)

Gun Barrel City, TX 75147
 (903) 887-7899
 (888) 313-7856 (toll free)

See 31
 at I-9



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ent "Top Salesperson of the Year"
 nty
 ents of "Top Producer" Cedar

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 ation of Realtors
 on since 1954

See 20
 at I-9

2-3	High Rd	2-4	High Rd	2-5	High Rd
2-6	High Rd	2-7	High Rd	2-8	High Rd
2-9	High Rd	2-10	High Rd	2-11	High Rd
2-12	High Rd	2-13	High Rd	2-14	High Rd
2-15	High Rd	2-16	High Rd	2-17	High Rd
2-18	High Rd	2-19	High Rd	2-20	High Rd
2-21	High Rd	2-22	High Rd	2-23	High Rd
2-24	High Rd	2-25	High Rd	2-26	High Rd
2-27	High Rd	2-28	High Rd	2-29	High Rd
2-30	High Rd	2-31	High Rd	2-32	High Rd
2-33	High Rd	2-34	High Rd	2-35	High Rd
2-36	High Rd	2-37	High Rd	2-38	High Rd
2-39	High Rd	2-40	High Rd	2-41	High Rd
2-42	High Rd	2-43	High Rd	2-44	High Rd
2-45	High Rd	2-46	High Rd	2-47	High Rd
2-48	High Rd	2-49	High Rd	2-50	High Rd
2-51	High Rd	2-52	High Rd	2-53	High Rd
2-54	High Rd	2-55	High Rd	2-56	High Rd
2-57	High Rd	2-58	High Rd	2-59	High Rd
2-60	High Rd	2-61	High Rd	2-62	High Rd
2-63	High Rd	2-64	High Rd	2-65	High Rd
2-66	High Rd	2-67	High Rd	2-68	High Rd
2-69	High Rd	2-70	High Rd	2-71	High Rd
2-72	High Rd	2-73	High Rd	2-74	High Rd
2-75	High Rd	2-76	High Rd	2-77	High Rd
2-78	High Rd	2-79	High Rd	2-80	High Rd
2-81	High Rd	2-82	High Rd	2-83	High Rd
2-84	High Rd	2-85	High Rd	2-86	High Rd
2-87	High Rd	2-88	High Rd	2-89	High Rd
2-90	High Rd	2-91	High Rd	2-92	High Rd
2-93	High Rd	2-94	High Rd	2-95	High Rd
2-96	High Rd	2-97	High Rd	2-98	High Rd
2-99	High Rd	2-100	High Rd		

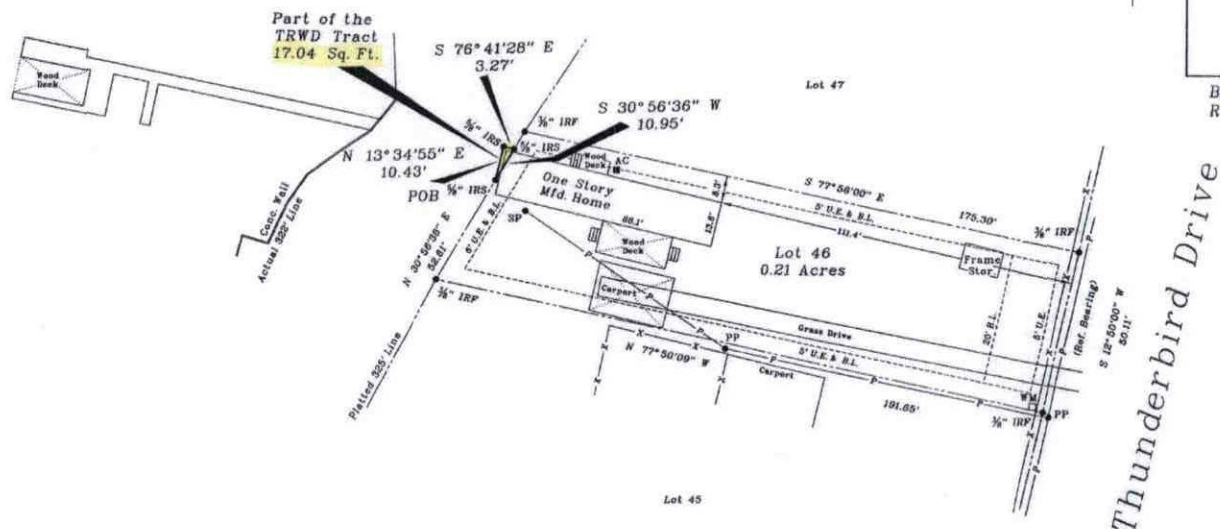
In addition, R. Steve Christian is granted authority to execute the deed and all documents necessary to complete this transaction. Director Lane seconded the motion and the vote in favor was unanimous.

12.

With the recommendation of management, Director Sparks moved to approve the sale of the following described tract of land to the adjoining owners, J. E. and Naita M. Shannon for the appraised value of \$205.

**17.04 square feet adjacent to Lot 46 of the Thunderbird Shores Addition,
Henderson County, Texas**

Cedar Creek Lake



Legend

—T—T—	Telephone
—C—C—	Cable
—X—X—	Fence
—P—P—	Power Line
Conc. • Concrete	
PP • Power Pole	
WM • Water Meter	
IRF • Iron rod found	
IRS • Iron Rod Set	
IPP • Iron Pipe Found	
TB • Telephone Box	
LP • Light Pole	
BCS • Buried Cable Sign	
FC • Fence Corner	
GM • Gas Meter	
EB • Electrical Box	
PT • Propane Tank	
WV • Water Valve	

Basis of Bearing:
Recorded Plat



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LAND TITLE SURVEY			
Lot No. 17.04 Square Feet Block No. _____		City _____ Texas	
Addition: Part of the TRWD Tract adjoining Lot 46 of Thunderbird Shores			
Volume 6 Page 47 Cabinet C Slide 49 of the Plat Records of Henderson County, Texas.			
Address: 162 Thunderbird Drive; Gun Barrel City, Texas 75156			
I, Gary L. Hardin, R.P.L.S. 4207, do hereby certify that the plat shown herein accurately represents the results of an on the ground survey made under my direction and supervision during the month of Sept., 2007 and all corners are as shown herein and there are no visible encroachments, encumbrances, conflicts or pretensions other than those shown.		This survey was performed in connection with the _____ of Colonial Title Company.	
Use of this survey for any other purpose or by other parties shall be at their own risk and the undersigned surveyor is not responsible for any loss resulting therefrom.			
 Gary L. Hardin, Registered Professional Land Surveyor No. 4207		Date: Sept 1, 2007 Scale: 1" = 30 Ft. Survey: B. Metro Abstract No. 483 V.O. # 1-0712 F.B. = BASE DR. = EJ CP = Per: Means HARDIN SURVEYING P.O. Box 587 Mabank, Texas 75147 (903) 887-5674	



In addition, R. Steve Christian is granted authority to execute the deed and all other documents necessary to complete this transaction. Director Lane seconded the motion and the vote in favor was unanimous.

13.

With the recommendation of management, Director Sparks moved to approve the purchase of approximately 260 acres of land for the George W. Shannon Wetlands from David Martin for the amount of \$2,033 per acre (actual acres will be determined during final survey). Funding for this purchase is included in the 2006 Bond Issue.

In addition, R. Steve Christian is granted authority to complete all documents necessary to complete this purchase. Director Lane seconded the motion and the vote in favor was unanimous.

14.

With the recommendation of management, Director Sparks moved to adopt a resolution authorizing the General Manager to prepare and apply for all necessary changes associated with the transfer of ownership of Certificate of Adjudication 08-3375 for the water right associated with Nutt Dam from TXU to the Water District. Director Stevens seconded the motion and the vote in favor was unanimous.

15.

Staff reports were next presented which included:

TIF Performance Update

16.

The President and presiding officer next called an executive session at 11:16 a.m. under V.T.C.A., Government Code, Chapter 551.074 to consider personnel issues - evaluation of General Manager and compensation of same.

17.

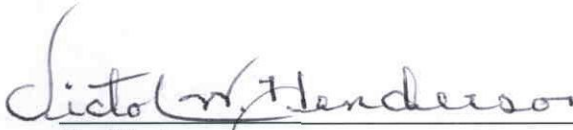
Upon completion of the executive session at 12:35 p.m., the President reopened the meeting.

18.

With the recommendation of management, Director Sparks moved to approve the evaluation of the General Manager and compensation of the same. Director Lane seconded the motion and the vote in favor was unanimous.

19.

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



President



Secretary