MINUTES OF A MEETING OF THE BOARD OF DIRECTORS OF TARRANT REGIONAL WATER DISTRICT HELD ON THE 18TH DAY OF NOVEMBER 2008 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 Oliver, Alan Thomas, Norman Ashton, Ken Brummett, Linda Christie, Wesley Cleveland, J.D. Granger, Todd Hatcher, Sheila Johannessen, Nancy King, Chad Lorance, David Marshall, Rachel Navajar, Kari Schmidt, Paula Stewart, and Sandy Swinnea.

Also in attendance were George Christie, General Counsel for Tarrant Regional Water District (the Water District); Lee Christie and Jared Harrell representing Pope, Hardwicke, Christie, Harrell, Schell & Kelly, LLP; Dick Fish of Save Eagle Mountain Lake; Alan Hutson of Freese and Nichols, Inc.; Bob Riley of BLG; Dan Buhman of CDM; Max Baker of the Fort Worth Star Telegram; Judd Pritchard of The Epstein Group; 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 Sparks, the Directors unanimously voted to approve the minutes of the meeting held on October 21, 2008. It was accordingly ordered that these minutes be placed in the permanent files of Tarrant Regional Water District.

Dick Fish of Save Eagle Mountain Lake expressed appreciation for the Water District updates provided by Alan Thomas and David Marshall at their annual meeting held in November. Mr. Fish also announced that he was elected President of Save Eagle Mountain Lake for the sixth time.

4.

Lee Christie and Sandy Swinnea made a presentation regarding the Fox 4 Newscast.

5.

With the recommendation of management and the Technology Committee, Director Leonard moved to approve a contract with Electro Acoustics for audio/video improvements to the District's Boardroom at a cost of \$36,500. This contract is an unbudgeted expense in the FY 2009 General Fund Budget. Director Lane seconded the motion and the vote in favor was unanimous.

6.

With the recommendation of management and the Operations Committee, Director Lane moved to approve an insurance policy with U.S. Specialty Insurance Company to provide coverage for the Water District's helicopter at a cost of \$31,250 for one year. Funding for this policy is included in the FY 2009 General Fund Budget. Director Stevens seconded the motion and the vote in favor was unanimous.

7.

With the recommendation of management and the Finance Committee, Director Lane moved to approve reimbursement resolutions for the Eagle Mountain Connection Balancing Reservoir in the amount of \$5,000,000 and the Eagle Mountain Dam Stability Analysis and Remediation Project in the amount of \$1,700,000. Funding for these reimbursements will be accomplished by the issuance of revenue bonds in early 2009. Director Leonard seconded the motion and the vote in favor was unanimous.

RESOLUTION EXPRESSING OFFICIAL INTENT TO REIMBURSE COSTS FOR CONSTRUCTING THE EAGLE MOUNTAIN CONNECTION BALANCING RESERVOIR

WHEREAS, the Tarrant Regional Water District, a Water Control and Improvement District (the "Issuer") is a Texas conservation and reclamation district;

WHEREAS, the Issuer expects to pay expenditures (the "Expenditures") in connection with the, construction of the District's Eagle Mountain Connection Balancing Reservoir Project (the "Project") prior to the issuance of obligations to finance the Project;

WHEREAS, the Issuer finds, considers, and declares that the reimbursement of the Issuer for the payment of such expenditures will be appropriate and consistent with the lawful objectives of the Issuer and, as such, chooses to declare its intention, in accordance with the provisions of Section 1.150-2 of the Treasury Regulations, to reimburse itself for such payments at such time as it issues obligations to finance the Project;

THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE ISSUER THAT:

- Section 1. The Issuer reasonably expects to incur debt, as one or more series of obligations, with an aggregate maximum principal amount expected to be \$5,000,000 for the purpose of paying the Expenditures.
- Section 2. All costs to be reimbursed pursuant hereto will be capital expenditures. No tax-exempt obligations will be issued by the Issuer in furtherance of this Resolution after a date which is later than 18 months after the later of (1) the date the Expenditures are paid or (2) the date on which the property, with respect to which such Expenditures were made, is placed in service.
- Section 3. The foregoing notwithstanding, no tax-exempt obligation will be issued pursuant to this Resolution more than three years after the date any Expenditure which is to be reimbursed is paid.

THIS RESOLUTION ADOPTED BY THE BOARD OF DIRECTORS OF THE ISSUER IN A REGULAR MEETING ON NOVEMBER 18, 2008, IN THE ADMINISTRATIVE OFFICES OF THE ISSUER, IN FORT WORTH, TEXAS.

Secretary	President
[SEAL]	

RESOLUTION EXPRESSING OFFICIAL INTENT TO REIMBURSE COSTS FOR THE EAGLE MOUNTAIN DAM STABILITY ANALYSIS AND REMEDIATION PROJECT

WHEREAS, the Tarrant Regional Water District, a Water Control and Improvement District (the "Issuer") is a Texas conservation and reclamation district;

WHEREAS, the Issuer expects to pay expenditures (the "Expenditures) in connection with the Eagle Mountain Dam Stability Analysis and Remediation Project (the "Project") prior to the issuance of obligations to finance the Project;

WHEREAS, the Issuer finds, considers, and declares that the reimbursement of the Issuer for the payment of such expenditures will be appropriate and consistent with the lawful objectives of the Issuer and, as such, chooses to declare its intention, in accordance with the provisions of Section 1.150-2 of the Treasury Regulations, to reimburse itself for such payments at such time as it issues obligations to finance the Project;

THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE ISSUER THAT:

- Section 1. The Issuer reasonably expects to incur debt, as one or more series of obligations, with an aggregate maximum principal amount expected to be \$1,700,000 for the purpose of paying the Expenditures.
- Section 2. All costs to be reimbursed pursuant hereto will be capital expenditures. No tax-exempt obligations will be issued by the Issuer in furtherance of this Resolution after a date which is later than 18 months after the later of (1) the date the Expenditures are paid or (2) the date on which the property, with respect to which such Expenditures were made, is placed in service.
- Section 3. The foregoing notwithstanding, no tax-exempt obligation will be issued pursuant to this Resolution more than three years after the date any Expenditure which is to be reimbursed is paid.

THIS RESOLUTION ADOPTED BY THE BOARD OF DIRECTORS OF THE ISSUER IN A REGULAR MEETING ON NOVEMBER 18, 2008, IN THE ADMINISTRATIVE OFFICES OF THE ISSUER, IN FORT WORTH, TEXAS.

Secretary	President
[SEAL]	

With the recommendation of management and the Construction Committee, Director Stevens moved to approve a contract with DCI Contracting, Inc. for construction of the Eagle Mountain Connection Balancing Reservoir (Contract G) in the amount of \$7,427,330. Funding for this contract is included in the 2009 Bond Fund Issue. Director Lane seconded the motion and the vote in favor was unanimous.

9.

With the recommendation of management and the Construction Committee, Director Leonard moved to approve a contract with Parsons Brinkerhoff to continue and complete the Eagle Mountain Dam Geotechnical and Stability Analysis with field and laboratory investigation, analysis, results, and conclusions (Phase 3A and Phase 3B) at a cost of \$2,173,510. Funding for this contract is included in the FY 2006 Bond Issue in the amount of \$470,216 and FY 2009 Bond Issue in the amount of \$1,703,294. Director Sparks seconded the motion and the vote in favor was unanimous.

10.

With the recommendation of management and the Construction Committee, Director Stevens moved to release retainage and approve final payment on a contract with Cajun Constructors, Inc. for the Eagle Mountain side channel spillway gate in the amount \$75,450.05. Funding for this contract is included in the FY 2007 General Fund Budget. Director Sparks seconded the motion and the vote in favor was unanimous.

11.

With the recommendation of management, Director Leonard moved to approve an amendment to the professional services contract with Gideon Toal for architectural/urban design for FY 2009 to address expected changes in use of property in the former Tarrant County College District of the Trinity Uptown Plan in the amount of \$80,000. Funding for this project is included in the 2009 TRVA portion of the General Fund Budget. Director Sparks seconded the motion and the vote in favor was unanimous.

The President and presiding officer next called an executive session at 10:40 a.m. under V.T.C.A., Government Code, Chapter 551.071 to consider pending or contemplated litigation - Oklahoma water resources; and under Chapter 551.072 to consider real property issues – Trinity River Vision land acquisition issues, sale of land in Henderson County and vacating property located at Pecan Street, Fort Worth Floodway.

13.

Upon completion of the executive session at 11:21 a.m., the President reopened the meeting.

14.

With the recommendation of management and the Land Committee, Director Sparks moved to purchase, in fee simple title, the following described tract of land from R2D2 Investments, Ltd. for the total negotiated purchase price of \$1,520,920. Funding for this acquisition is included in the 2009 General Fund Budget.

Fee simple title to the surface estate only of approximately 2.39 acres of land, including improvements, being Lot 1, Block 1, Glazer Subdivision, an addition to the City of Fort Worth, Tarrant County, Texas, according to the plat recorded in Volume 388-114, Page 439, Plat Records of Tarrant County, Texas, and further being described in a deed to R2D2 Investments, Ltd. recorded as Document No. D204054501, Deed Records, Tarrant County, Texas

RESOLUTION OF THE BOARD OF DIRECTORS OF TARRANT REGIONAL WATER DISTRICT

WHEREAS, the Board of Directors of the Tarrant Regional Water District ("TRWD") has determined that it is reasonable, necessary, and appropriate to purchase the following interest in real estate, which is owned by R2D2 Investments, Ltd. (the "Property"):

Fee simple title to the surface estate only of approximately 2.39 acres of land, including improvements, being Lot 1, Block 1, Glazer Subdivision, an addition to the City of Fort Worth, Tarrant County, Texas, according to the plat recorded in Volume 388-114, Page 439, Plat Records of Tarrant County, Texas, and further being described in a deed to R2D2 Investments, Ltd. recorded as Document No. D204054501, Deed Records, Tarrant County, Texas.

WHEREAS, the Board of Directors of TRWD has determined that it is in the best interests of TRWD and the public served by TRWD to purchase the Property; and

WHEREAS, the Board of Directors of TRWD has determined that R. Steve Christian, Real Property Director, and the staff of TRWD should be authorized to take all steps as may be reasonable and necessary to facilitate acquisition of the Property, with title to be held in the name of the Tarrant Regional Water District.

NOW, THEREFORE, it is hereby

RESOLVED, that the foregoing recitals are adopted as resolutions of the Board of Directors of TRWD as if fully set forth herein;

FURTHER RESOLVED, that the negotiated purchase price of \$1,520,920.00 is reasonable and necessary for the acquisition of the Property; and

FURTHER RESOLVED, that R. Steve Christian, Real Property Director, and the staff of TRWD should be, and are hereby, authorized to take all steps which are reasonably necessary to complete the purchase of the Property for the purchase price aforesaid, with title to be held in the name of TRWD, and in connection therewith to pay reasonable and necessary closing and related costs incurred with such purchase.

[Signature Page Follows]

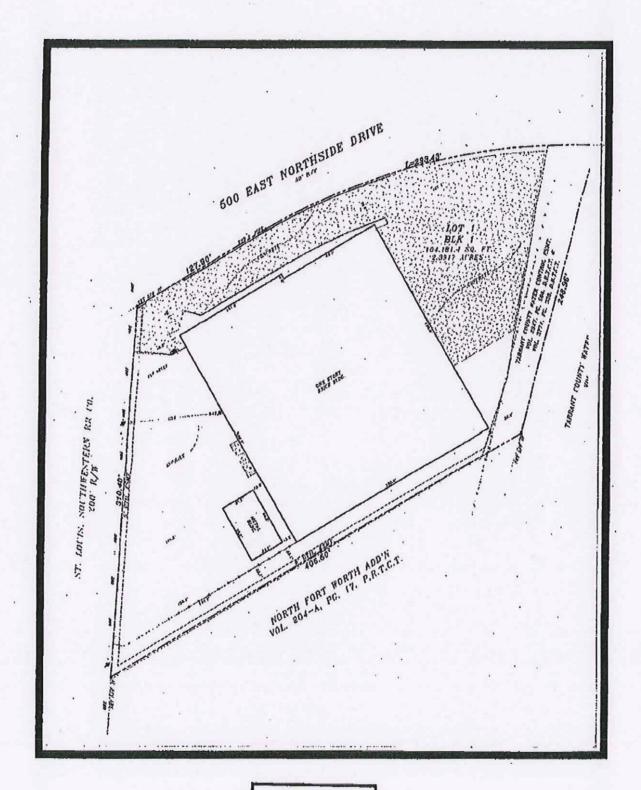
PASSED, APPROVED AND ADOPTED THIS 18^{TH} DAY OF NOVEMBER, 2008. TARRANT REGIONAL WATER DISTRICT

	BY: Victor W. Henderson President Board of Directors
ATTEST:	
1 7 1	
Jack R. Stevens	

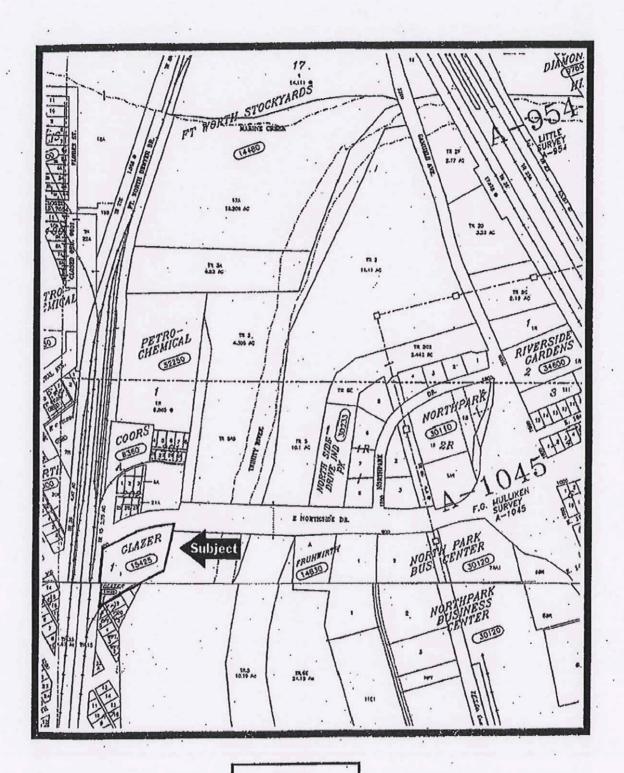






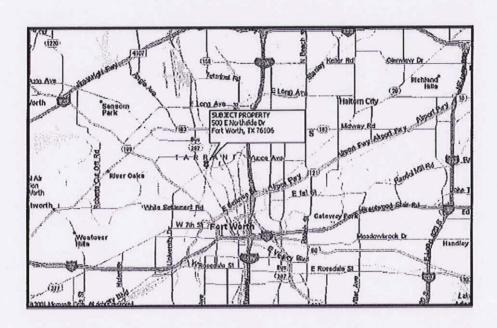


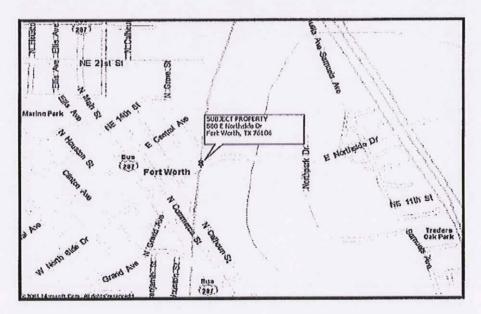
Survey



Plat

Location Maps





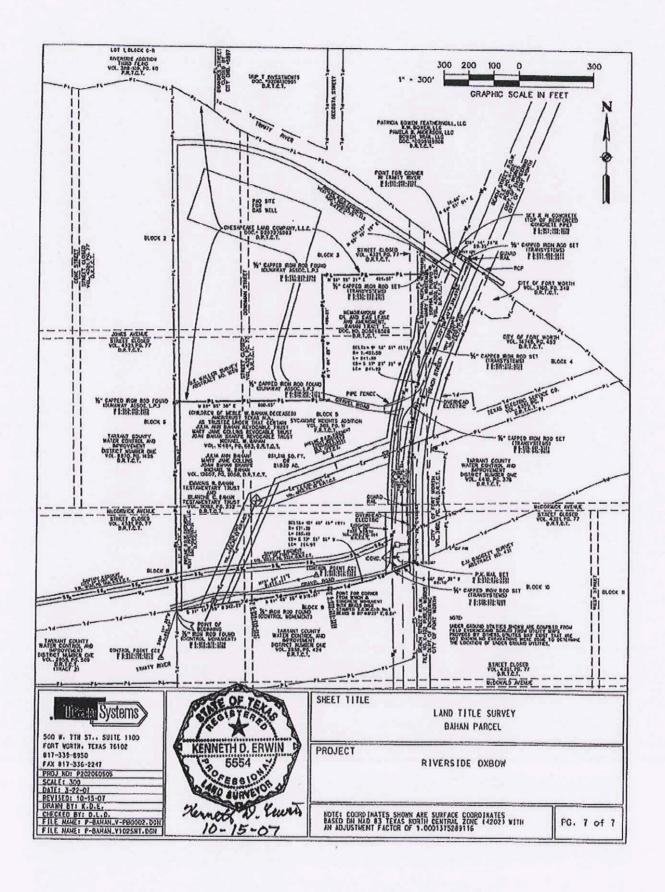
In addition, R. Steve Christian is granted authority to execute all documents necessary to complete this transaction and to pay reasonable and necessary closing costs. Director Lane seconded the motion and the vote in favor was unanimous.

15.

With the recommendation of management and the Trinity River Vision Authority (TRVA) Board of Directors, Director Leonard moved to approve the purchase of land and the action of the TRVA Board of Directors authorizing such acquisitions of the following described land necessary for the construction of the Trinity River Vision – Central City Project from Michael W. Bahan, W.C. Bahan, as Trustee of the Emmons R. Bahan Testamentary Trust and the Blanche C. Bahan Testamentary Trust, and JPMorgan Chase Bank, N.A., as Trustee of the Julia Ann Bahan Revocable Trust, the Mary Jane Collins Revocable Trust, and the Joan Bahan Sharpe Revocable Trust for the total negotiated purchase price of \$951,316. Funding for this purchase is included in the FY 2009 General Fund Budget.

Fee simple title to the surface estate only of approximately 21.839 acres of land, including improvements, being a tract of land situated in the E.M. Daggett Survey, Abstract No. 431 and the B.E. Waller Survey, Abstract No. 1659 in the City of Fort Worth, Tarrant County, Texas, as further described in the accompanying resolution and on the survey plat attached thereto as Exhibit "A"





RESOLUTION OF THE BOARD OF DIRECTORS OF TARRANT REGIONAL WATER DISTRICT

WHEREAS, the Board of Directors of the Tarrant Regional Water District ("TRWD") has determined that the Trinity River Vision – Central City Project (the "Project"), a public works project intended to enhance water and flood control on the Central City segment of the West Fork Trinity River and Clear Fork Trinity River, will facilitate water and flood control, promote recreation, conserve and develop the natural resources of this state, will control, store, preserve, develop and distribute storm and flood waters within the geographical boundaries of TRWD, and will serve other public purposes for which TRWD was created pursuant to Article 16, Section 59, of the Texas Constitution;

WHEREAS, the Board of Directors of TRWD has determined that in order to fulfill the public purposes aforesaid, it will be necessary to acquire certain interests in real property, and to relocate certain personal property, in order to facilitate the construction of the Project, including public transportation improvements and modifications necessary to accommodate the Project;

WHEREAS, the Board of Directors of Trinity River Vision Authority ("TRVA") has determined by resolution dated November 5, 2008 that it is reasonable, necessary, and appropriate to acquire the following interest in real estate, which the Board of Directors of TRVA has determined is necessary for the Project (the "Property"):

Fee simple title to the surface estate only of approximately 21.839 acres of land, including improvements, being a tract of land situated in the E.M. Daggett Survey, Abstract No. 431 and the B.E. Waller Survey, Abstract No. 1659 in the City of Fort Worth, Tarrant County, Texas, and being a portion of a tract of land described in a deed to Ameritust Texas N.A., as trustee under that certain Julia Ann Bahan revocable trust, Mary Jane Collins revocable trust, Joan Bahan Sharpe revocable trust and Michael W. Bahan recorded in Volume 10484, Page 683, Deed Records, Tarrant County, Texas (D.R.T.C.T.), and further being a portion of a tract of land described in a deed to Julia Ann Bahan, Mary Jane Collins, Joan Bahan Sharpe and Michael W. Bahan, recorded in Volume 12607, Page 2058, D.R.T.C.T. and further being a portion of a tract of land described in a deed to Emmons R. Bahan testamentary trust and Blanche C. Bahan testamentary trust recorded in Volume 11089, Page 232, D.R.T.C.T., and further being a portion of a tract of land described in a deed to E.R. Bahan, Merle W. Bahan, Mary L. Whiteman and Sophia B. Purvis recorded in Volume 4300, Page 426, (D.R.T.C.T.), and being more particularly described by metes and bounds on the survey plat attached hereto as Exhibit "A"

WHEREAS, the Board of Directors of TRVA has determined that staff of TRVA should be authorized to take all steps as may be reasonable and necessary to facilitate acquisition of the above-described Property for the Project, with title to be held in the name of TRWD; and

WHEREAS, the Board of Directors of TRWD concurs with, adopts, and approves the foregoing findings and determinations of the Board of Directors of TRVA.

NOW, THEREFORE, it is hereby

RESOLVED, that the foregoing recitals are adopted as resolutions of the Board of Directors of TRWD as if fully set forth herein;

FURTHER RESOLVED, that the recommendation of the Board of Directors of TRVA to acquire the Property, with title to be held in the name of TRWD, is hereby approved;

FURTHER RESOLVED, that the negotiated purchase price of \$951,316.00 is reasonable and necessary for the acquisition of said Property; and

FURTHER RESOLVED, that R. Steve Christian, Real Property Director, and the staff of TRWD should be, and are hereby, authorized to take all steps which are reasonably necessary to complete the acquisition of the above-described Property for the purchase price aforesaid, with title to be held in the name of TRWD, and in connection therewith to pay all reasonable and necessary closing and related costs incurred with such acquisition.

PASSED, APPROVED AND ADOPTED THIS 18TH DAY OF NOVEMBER, 2008.

TARRANT REGIONAL WATER DISTRICT

BY:	
_	Victor W. Henderson
	President
	Board of Directors

ATTEST:	,		
Jack R. Stevens			
Secretary			

LEGAL DESCRIPTION

BEING

a tract of land situated in the E.M. Daggett Survey, Abstract No. 431 and the B.E. Waller Survey, Abstract No. 1659 in the City of Fort Worth, Tarrant County, Texas, and being a portion of a tract of land described in a deed to Ameritrust Texas N.A., as trustee under that certain Julia Ann Bahan revocable trust, Mary Jane Collins revocable trust, Joan Bahan Sharpe revocable trust and Michael W. Bahan recorded in Volume 10484, Page 683, Deed Records, Tarrant County, Texas (D.R.T.C.T.), and further being a portion of a tract of land described in a deed to Julia Ann Bahan, Mary Jane Collins, Joan Bahan Sharpe and Michael W. Bahan, recorded in Volume 12607, Page 2058, D.R.T.C.T. and further being a portion of a tract of land described in a deed to Emmons R. Bahan testamentary trust and Blanche C. Bahan testamentary trust recorded in Volume 11089, Page 232, D.R.T.C.T., and further being a portion of a tract of land described in a deed to E.R. Bahan, Merle W. Bahan, Mary L. Whiteman and Sophia B. Purvis recorded in Volume 4300, Page 426, D.R.T.C.T.; said tract of land being more particularly described by metes and bounds as follows:

BEGINNING

at a 7/8 inch iron rod found (control monument) being the Northwest corner of a tract of land described in a deed to Tarrant County Water Control and Improvement District Number One recorded in Volume 2955, Page 424, D.R.T.C.T. and being the Southeast corner of a tract of land described in a deed to Tarrant County Water Control and Improvement District Number One recorded in Volume 6870, Page 1426, D.R.T.C.T. and the Southwest corner of the herein described tract;

THENCE

North 01 degrees 04 minutes 29 seconds West along the East line of said Tarrant County Water Control and Improvement District Number One tract, a distance of 820.87 feet to a 5/8 inch capped iron rod found stamped Dunaway Associates L.P., being the southwest corner of a tract of land described in a deed to Chesapeake Land Company, L.L.C., recorded in document No. D207275983, D.R.T.C.T.;

THENCE

North 88 degrees 55 minutes 30 seconds East along the south line of said Chesapeake tract, a distance of 600.65 feet to a 5/8 inch capped iron rod found stamped Dunaway Associates L.P.;

THENCE

North 01 degrees 04 minutes 29 seconds West along the east line of said Chesapeake tract, a distance of 496.22 feet to a 5/8 inch capped iron rod found stamped Dunaway Associates L.P.;

THENCE

North 88 degrees 55 minutes 31 seconds East along the south line of said Chesapeake tract, a distance of 401.07 feet to a 5/8 inch capped iron rod set stamped TranSystems;

THENCE

North 53 degrees 10 minutes 19 seconds East along the easterly line of said Chesapeake tract, a distance of 136.17 feet to a point for corner in the Trinity River;

THENCE

North 64 degrees 51 minutes 01 seconds East continuing along the easterly line of said Chesapeake tract, a distance of 18.66 feet to a X in concrete set, on top of a reinforced concrete pipe, being the northeast corner of said Chesapeake tract in the centerline of the Trinity River;

THENCE

South 58 degrees 14 minutes 26 seconds East along said centerline of river, a distance of 59.35 feet to a 5/8' capped iron rod set stamped TranSystems, on the West right-of-way line of Beach Street as shown on File No. K-102 on record in the office of Public Works Department of Engineering of the City of Fort Worth;

EXHIBIT A

THENCE

Page: 2 of 7
South 22 degrees 06 minutes 42 seconds West along sald West right-of-way line at 82.15 feet passing the East comer of said Bahan tract recorded in Volume 4300, Page 426, in all a distance of 379.57 feet to a set 5/8 inch capped iron rod stamped TranSystems, at the beginning of a curve to the left, whose center bears South 67 degrees 53 minutes 17 seconds East, a distance of 1487.50 feet, and whose chord bears South 17 degrees 27 minutes 39 seconds West, a distance of 241.23 feet;

THENCE

Southwesterly, along said curve to the left through a central angle of 09 degrees 18 minutes 07 seconds, an arc length of 241.50 feet to a set 5/8 inch capped Iron rod stamped TranSystems, lying in the East line of Block 5 in said Sycamore Heights Addition;

THENCE

South 01 degrees 04 minutes 29 seconds East, at 384.77 feet passing the Southeast corner of said Block 5, at 414.77 feet passing the Northeast corner of Block 9 in said Sycamore Heights Addition, in all a distance of 615.69 feet to a P.K. nail in asphalt set, being the Northeast corner of said Tarrant County Water Control and Improvement District Number One tract recorded in Volume 2955, Page 424, D.R.T.C.T.;

THENCE

South 66 degrees 08 minutes 32 seconds West along the North line of said Tarrant County Water Control and Improvement District Number One tract, a distance of 86.10 feet to a set 5/8 Inch capped iron rod stamped TranSystems, at the beginning of a curve to the right, whose center bears North 23 degrees 51 minutes 27 seconds West, a distance of 971.28 feet, and whose chord bears South 73 degrees 58 minutes 56 seconds West, a distance of 264.97 feet;

THENCE

Southwesterly, along said curve to the right through a central angle of 15 degrees 40 minutes 46 seconds, an arc length of 265.80 feet to a point for corner, from which a concrete monument with brass disk found stamped T.C.W.C.I.D. No. 1 bears North 81 degrees 48 minutes 33 seconds East, a distance of 0.84 feet;

THENCE

South 81 degrees 48 minutes 26 seconds West continuing along the North line of said Tarrant County Water Control and Improvement District Number One tract, a distance of 319.87 feet to a 7/8 inch iron rod found (Control Monument) lying in the West line of said Block 9;

THENCE

South 81 degrees 48 minutes 39 seconds West, a distance of 302.53 feet to the POINT OF BEGINNING and containing 951,316 Square Feet or 21.839 Acres of Land.

Note: Survey sketch to accompany this legal description.

Note: Basis of bearing = NAD 83 Texas North Central Zone (4202).

Note: Coordinates shown are surface coordinates based on NAD 83 Texas North Central Zone (4202) with an adjustment factor of 1.0001375289116

I do hereby certify on this 15th day of Oclober, 2007, that a survey was made on the ground as per the field notes shown on this survey and is true and correct according to the standards of the Texas Society of Professional Surveyors Standards and Specifications for a Category 1A, Condition II Survey, and accurate as to the boundaries and areas of the subject property and the size, location and type of buildings and improvements located within five (5) feet of said boundaries, if any, and shows the location of all visible easements and rights-of-way and the rights-of-way, easements, and other matters of record as listed in Schedule B of the Commitment for Title Issued by Chicago Title Insurance Company, Dated September 7, 2007, GF# 0610444-TPWB affecting the subject property, and the location of all curb cuts and driveways, if any.

Except as shown on the survey: (i) there are no visible encroachments upon the subject property by visible improvements on adjacent property, (ii) there are no visible encroachments on adjacent property, streets or alleys by any visible improvements on the subject property, and (iii) there are no visible conflicts or discrepancies.

The subject property abuts Beach Street, a variable width right-of-way, which provides apparent access to and from the subject property.

This survey substantially complies with the current Texas Society of Professional Surveyors Standards and Specifications for a Category 1A, Condition II Survey.

By: TranSystems

Kenneth D. Erwin

Registered Professional Land Surveyor

No. 5554

Dated: 10-15-07

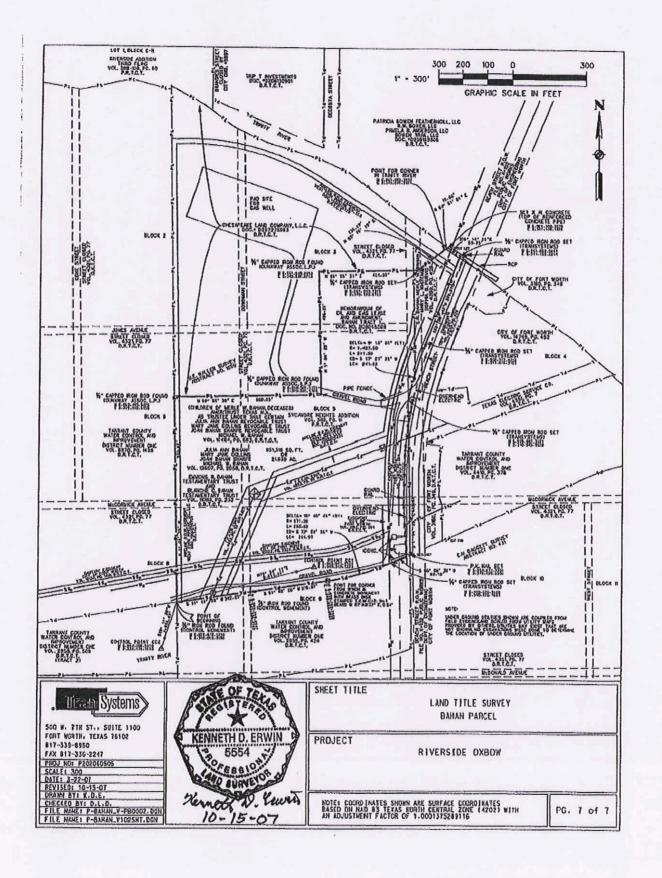
SCHEDULE B TITLE COMMITMENT DATA As per Title Commitment GF No. 0610444-TPWB Effective Date September 7, 2007 Issued September 21, 2007

- f. Easement to the City of Fort Worth, dated November 27, 1957, executed by Emmons R. Bahan and wife, Blanche C. Bahan, et al, recorded in Volume 3167, Page 564, Deed Records, Tarrant County, Texas. (Affects)
- g. Easement to Old Ocean Fuel Company, dated November 9, 1960, executed by Emmons R. Bahan, Merle W. Bahan, Julia G. Bahan, Mary B. Whiteman and her husband, Carl Whiteman and Sophia B. Purvis, recorded in Volume 3512, Page 304, Deed Records, Tarrant County, Texas. (Does not affect)
- Easement to Texas Electric Service Company, dated March 20, 1963, executed by Myrlee Goss and wife, Fredine Goss, recorded in Volume 3798, Page 194, Deed Records, Tarrant County, Texas. (Does not affect)
- Easement to Southwestern Bell Telephone Company, dated October 10, 1966, executed by Myrlee Goss and wife, Fredine Goss, recorded in Volume 4305, Page 617, Deed Records, Tarrant County, Texas. (Does not affect)
- Easement created in that certain Judgement as set out in Volume 4952, Page 52, Deed Records, Tarrant County, Texas. (Affects)
- Easement to the City of Fort Worth, dated February 15, 1972, executed by E. R. Bahan, et al, recorded in Volume 5220, Page 929, Deed Records, Tarrant County, Texas. (Affects)
- Easement to the City of Fort Worth, Dated July 24, 1978, executed by Tarrant County Water Control and Improvement District Number One, recorded in Volume 6608, Page 966, Deed Records, Tarrant County, Texas. (Does not affect)
- m. Easement to the City of Fort Worth, dated January 22, 1979, executed by Myrlee Goss and Fredine Alice Goss, recorded in Volume 6690, Page 838, Deed Records, Tarrant County, Texas. (Does not affect)
- n. Easement to the City of Fort Worth, dated September 25, 1990, executed by Emmons R. Bahan Testamentary Trust and Blanche C. Bahan Testamentary Trust by William C. Bahan, Trustee, recorded in Volume 10222, Page 2204, Deed Records, Tarrant County, Texas. (Affects)
- Easement to the City of Fort Worth, dated August 13, 1974, executed by Tarrant County Water Control and Improvement
 District Number One, recorded in County Clerk's File No. 555408, Deed Records, Tarrant County, Texas. (Does not affect)
- Easement to Chevron Pipe Line Company, dated May 5, 1988, executed by Tarrant County Water Control and Improvement District Number One, recorded in Volume 9322, Page 1532, Deed Records, Tarrant County, Texas. (Does not affect)
- q. Easement to Koch Refining Company, dated April 10, 1990, executed by Tarrant County Water Control and Improvement District Number One, recorded in Volume 9906, Page 606, Deed Records, Tarrant County, Texas. (Does not affect)

r. Easement to the City of Fort Worth, dated November 7, 1990, executed by Tarrant County Water Control and Improvement District Number One, recorded in Volume 10130, Page 1100, Deed Records, Tarrant County, Texas. (Does not affect)

- Easement to Sprint Communications Company, L.P., dated September 16, 1993, executed by Tarrant County Water Control Improvement District Number One, recorded in Volume 11310, page 423, Deed Records, Tarrant County, Texas. (Does not affect)
- t. Terms, conditions and stipulations contained in Deed and Grant of Floodway Easements Agreement dated May 7, 1951 executed by and between Fort Worth Improvement District Number One and Tarrant County Water Control and Improvement District Number One, and recorded in Volume 2313, Page 509, Deed Records of Tarrant County, Texas. (Cannot be located on the ground, Surveyor has no opinion.)
- u. Terms, conditions and stipulations contained in Permanent Easement Agreement dated September 27, 1990 executed by and between Michael W. Bahan and Joan M. Bahan Sharpe, Individually and as Co-Independent Executor and Executrix of the Estate of Merie W. Bahan, Deceased and Julia G. Bahan and the City of Fort Worth, and recorded in Volume 10222, Page 2213, Deed Records of Tarrant County, Texas. (Affects)
- v. Terms, conditions and stipulations contained in Pipeline Right-of-Way Agreement dated January 12, 2006 executed by and between Tarrant Regional Water District and Frost Brothers Resources, L.L.P., and recorded in County Clerk's File No. D206023128, Deed Records of Tarrant County, Texas. (Does not affect)
- w. Terms, conditions and stipulations contained in Pipeline Right-of-Way Agreement dated January 27, 2006 executed by and between W. C. Bahan, Trustee of the Emmons R. Bahan Testamentary Trust and the Blanche C. Bahan Testamentary Trust, Michael W. Bahan JP Morgan Chase Bank as Trustee of the Julia Ann Bahan Revocable Trust, Mary Jane Collins Revocable Trust and Joan Bahan Sharpe Revocable Trust and Frost Brothers Resources, L.L.P., and recorded in County Clerk's File No. D206029222, Deed Records of Tarrant County, Texas. (Affects)
- x. Terms, conditions and stipulations contained in Pipeline Right-of-Way Agreement dated February 7, 2006 executed by and between W. C. Bahan, Trustee of the Emmons R. Bahan Testamentary Trust and the Blanche C. Bahan Testamentary Trust, Michael W. Bahan JP Morgan Chase Bank as Trustee of the Julie Ann Brahan Revocable Trust, Mary Jane Collins Revocable Trust and Joan Bahan Sharpe Revocable Trust and West Fort Pipeline Company, LLC, and recorded in County Clerk's File No. D206115726, Deed Records of Tarrant County, Texas. (Affects)
- y. Terms, conditions and stipulations contained in Special Warranty Deed Agreement dated July 20, 2007 executed by and between W. C. Bahan, Trustee of the Emmons R. Bahan Testamentary Trust; W.C. Bahan, Trustee of the Blanche C. Bahan Testamentary Trust; Michael W. Bahan; JP Morgan Chase Bank, N.A., Trustee of the Julie Ann Brahan Revocable Trust; JP Morgan Chase Bank, N.A., Trustee of the Mary Jane Collins Revocable Trust and JP Morgan Chase Bank, Trustee of the Joan Bahan Sharpe Revocable Trust and Chesapeake Land Company, L.L.C., a Oklahoma limited liability company, and recorded in County Clork's File No. D207275983, of the Deed Records of Tarrant County, Texas, (The metes and bounds description described in this document does not affect the subject tract, Surveyor has no opinion on any other matters contained therein.)
- Certificate of adjudication to appropriate State waters recorded in Volume 8214, page 1975, Deed Records, Tarrant County, Texas. (Affects) (Non-plottable)
- aa. Certificate of adjudication to appropriate State waters recorded in Volume 8226, Page 250, Deed Records, Tarrant County, Texas. (Does not affect)

- bb. Terms, conditions and stipulations contained in memorandum of Oil, Gas or Mineral Lease dated February 7, 2006, between W. C. Bahan, Trustee of the Emmons R. Bahan Testamentary Trust and the Blanche C. Bahan Testamentary Trust, Michael W. Bahan JP Morgan Chase Bank as Trustee of the Julia Ann Bahan Revocable Trust, Mary Jane Collins Revocable Trust and Joan Bahan Sharpe Rovacable Trust, as Lessor and Dale Resources, L.L.C., as Lessee, recorded in County Clerk's File No. D206048598, Deed Records of Tarrant County, Texas. (Affects)
- cc. Terms, conditions and stipulations contained in memorandum of Oil, Gas or Mineral Lease dated March 10, 2006 between Tarrant Regional Water District, as Lessor and Dale Resources, L.L.C., as Lessee, recorded in County Clerk's File No. D206774475, Deed records of Tarrant County, Texas. (Does not affect)
- dd. Terms, conditions and stipulations contained in memorandum of Oil, Gas or Mineral Lease dated February 22, 2006, between Tarrant Regional Water District, as Lessor and Dale Resources, L.L.C., as Lessee, recorded in County Clerk's File No. D206136537, Deed Records of Tarrant County, Texas. (Does not affect)
- ee. Terms, conditions and stipulations contained in memorandum of Oil, Gas or Mineral Lease dated October 10, 2006, between Tarrant Regional Water District, as Lessor and Dale Resources, L.L.C., as Lessee, recorded in County Clerk's File No. D206342460, Deed Records of Tarrant County, Texas. (Does not affect)
- ff. Mineral and / or royal interest, as described in instrument recorded in County Clerk's File No. D206080724, Deed Records of Tarrant County, Texas, reference to which instrument is here made for all purposes. Title to said interest not checked subsequent to date of aforesaid instrument. (Affects)
- gg. Mineral and / or royal Interest, as described in instrument recorded in County Clerk's File No. D207275983, Deed Records of Tarrant County, Texas, reference to which instrument is here made for all purposes. Title to said interest not checked subsequent to date of aforesaid instrument. (The metes and bounds description described in this document does not affect the subject tract, Surveyor has no opinion on any other matters contained therein.)

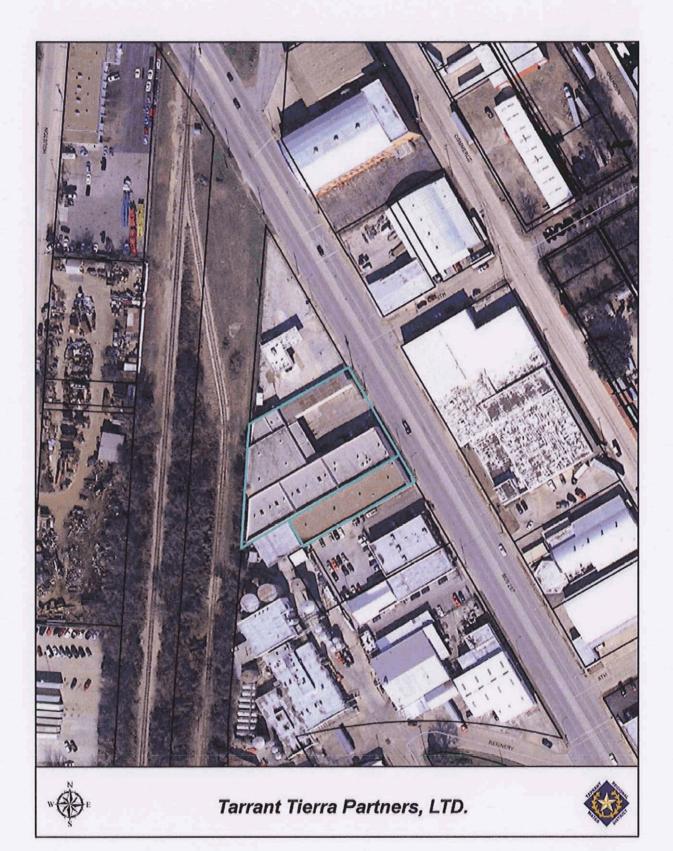


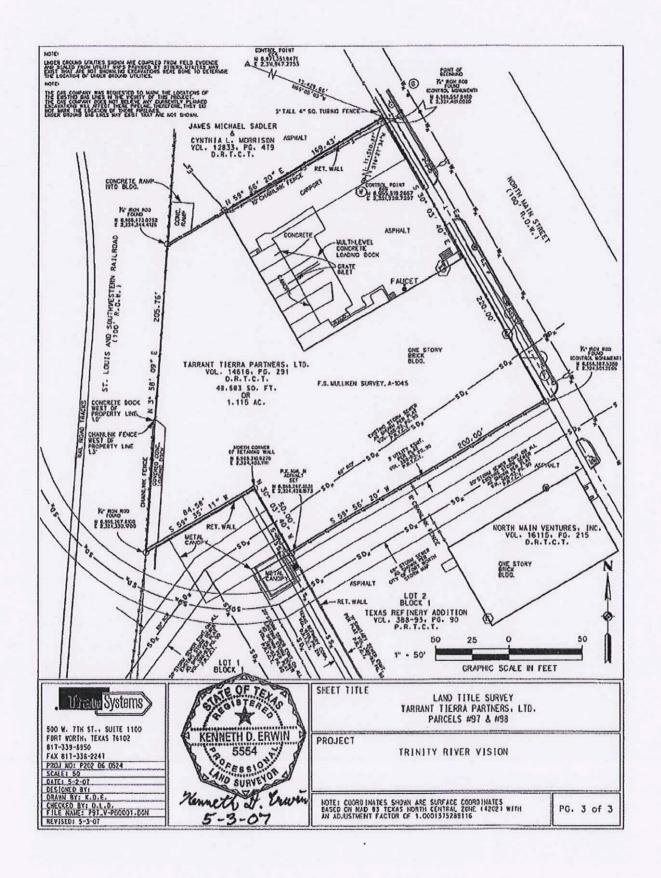
In addition, R. Steve Christian is granted authority to execute all documents necessary to complete this transaction and to pay reasonable and necessary closing costs. Director Sparks seconded the motion and the vote in favor was unanimous.

16.

With the recommendation of management and the Trinity River Vision Authority (TRVA) Board of Directors, Director Sparks moved to approve the purchase of land and the action of the TRVA Board of Directors authorizing such acquisitions of the following described land necessary for the construction of the Trinity River Vision – Central City Project from Tarrant Tierra Partners, Ltd. for the total negotiated purchase price of \$975,000.

Fee simple title to the surface estate only of approximately 1.115 acres of land, including improvements, being a tract of land situated in the F.G. Mulliken Survey, Abstract No. 1045, in the City of Fort Worth, Tarrant County, Texas, and being described in a deed to Tarrant Tierra Partners, Ltd., recorded in Volume 14616, Page 291, Deed Records, Tarrant County, Texas, and as further described on the survey plat attached to the accompanying resolution as Exhibit "A"





RESOLUTION OF THE BOARD OF DIRECTORS OF TARRANT REGIONAL WATER DISTRICT

WHEREAS, the Board of Directors of the Tarrant Regional Water District ("TRWD") has determined that the Trinity River Vision – Central City Project (the "Project"), a public works project intended to enhance water and flood control on the Central City segment of the West Fork Trinity River and Clear Fork Trinity River, will facilitate water and flood control, promote recreation, conserve and develop the natural resources of this state, will control, store, preserve, develop and distribute storm and flood waters within the geographical boundaries of TRWD, and will serve other public purposes for which TRWD was created pursuant to Article 16, Section 59, of the Texas Constitution;

WHEREAS, the Board of Directors of TRWD has determined that in order to fulfill the public purposes aforesaid, it will be necessary to acquire certain interests in real property, and to relocate certain personal property, in order to facilitate the construction of the Project, including public transportation improvements and modifications necessary to accommodate the Project;

WHEREAS, the Board of Directors of Trinity River Vision Authority ("TRVA") has determined by resolution dated November 5, 2008 that it is reasonable, necessary, and appropriate to acquire the following interest in real estate, which the Board of Directors of TRVA has determined is necessary for the Project (the "Property"):

Fee simple title to the surface estate only of approximately 1.115 acres of land, including improvements, being a tract of land situated in the F.G. Mulliken Survey, Abstract No. 1045, in the City of Fort Worth, Tarrant County, Texas, and being described in a deed to Tarrant Tierra Partners, Ltd., recorded in Volume 14616, Page 291, Deed Records, Tarrant County, Texas, and as further described on the survey plat attached hereto as Exhibit "A"

WHEREAS, the Board of Directors of TRVA has determined that staff of TRVA should be authorized to take all steps as may be reasonable and necessary to facilitate acquisition of the above-described Property for the Project, with title to be held in the name of TRWD; and

WHEREAS, the Board of Directors of TRWD concurs with, adopts, and approves the foregoing findings and determinations of the board of directors of TRVA.

NOW, THEREFORE, it is hereby

RESOLVED, that the foregoing recitals are adopted as resolutions of the Board of Directors of TRWD as if fully set forth herein;

FURTHER RESOLVED, that the recommendation of the Board of Directors of TRVA to acquire the Property, with title to be held in the name of TRWD, is hereby approved;

FURTHER RESOLVED, that the negotiated purchase price of \$975,000.00 is reasonable and necessary for the acquisition of said Property; and

FURTHER RESOLVED, that R. Steve Christian, Real Property Director, and the staff of TRWD should be, and are hereby, authorized to take all steps which are reasonably necessary to complete the acquisition of the above-described Property for the purchase price aforesaid, with title to be held in the name of TRWD, and in connection therewith

to pay all reasonable and necessary closing and related costs incurred with such acquisition.

PASSED, APPROVED AND ADOPTED THIS 18TH DAY OF NOVEMBER, 2008.

TARRANT REGIONAL WATER DISTRICT

	BY:	-
ATTEST:		
Jack R. Stevens Secretary		

LEGAL DESCRIPTION

BEING

a tract of land situated in the F.G. Mulliken Survey, Abstract No. 1045, in the City of Fort Worth, Tarrant
County, Texas, and being described in a deed to Tarrant Tierra Partners, LTD., recorded in Volume 14616,
Page 291, Deed Records, Tarrant County, Texas (D.R.T.C.T.); said tract of land being more particularly
described by metes and bounds as follows:

at a 3/4 inch iron rod found (control monument) being the Northeasterly corner of said Tarrant Tierra Partners, LTD. tract and the Southeasterly corner of a tract of land described in a deed to James Michael Sadler and Cynthia L. Morrison recorded in Volume 12833, Page 479, D.R.T.C.T., said rod being on the Southwesterly right-of-way line of North Main Street (a 100' R.O.W.);

South 30 degrees 03 minutes 40 seconds East along said Southwesterly right-of-way line, a distance of 220.00 feet to a 3/4 inch iron rod found (control monument) being the Northeasterly corner of Lot 2, Block 1, Texas Refinery Addition, recorded in Volume 388-93, Page 90, Plat Records, Tarrant County, Texas;

THENCE South 59 degrees 56 minutes 20 seconds West along the Northerly line of said Lot 2, a distance of 200.00 feet to a P.K. nail in asphalt set on the Easterly side of a concrete retaining wall being a Northeasterly ell corner of Lot 1, Block 1, of said Texas Refinery Addition;

THENCE North 30 degrees 03 minutes 40 seconds West along the Easterly line of said Lot 1 and along said Easterly side of retaining wall, a distance of 50.00 feet to the most Northerly corner of said retaining wall being the most Northerly Northeast corner of said Lot 1;

THENCE South 59 degrees 35 minutes 11 seconds West along the Northerly line of said Lot 1, a distance of 84.58 feet to a 3/4 inch iron rod found, on the Easterly right-of-way line of the St. Louis and Southwestern Railroad (a 100' R.O.W.);

THENCE North 03 degrees 58 minutes 09 seconds East along said Easterly right-of-way line of railroad, a distance of 205.76 feet to a 3/4 inch iron rod found;

North 59 degrees 56 minutes 20 seconds East, a distance of 169.43 feet to the POINT OF BEGINNING and containing 48,583 Square Feet or 1.115 Acres of Land.

Note: Survey sketch to accompany this legal description.

Note: Basis of bearing = NAD 83 Texas North Central Zone (4202).

Note: Coordinates shown are surface coordinates based on NAD 83 Texas North Central Zone (4202) with an adjustment factor of 1.0001375289116

BEGINNING

THENCE

THENCE

I do hereby certify on this 2nd day of May, 2007, that a survey was made on the ground as per the field notes shown on this survey and is true and correct according to the standards of the Texas Society of Professional Surveyors Standards and Specifications for a Category 1A, Condition II Survey, and accurate as to the boundaries and areas of the subject property and the size, location and type of buildings and improvements located within five (5) feet of said boundaries, if any, and shows the location of all visible easements and rights-of-way and the rights-of-way, easements, and other matters of record as listed in Schedule B of the Commitment for Title Issued by Chicago Title Insurance Company, Dated April 4, 2006, GF# 062464-TPWB affecting the subject property, and the location of all curb cuts and driveways, if any,

Except as shown on the survey: (i) there are no visible encroachments upon the subject property by visible improvements on adjacent property, (ii) there are no visible encroachments on adjacent property, streets or alleys by any visible improvements on the subject property, and (iii) there are no visible conflicts or discrepancies.

The subject property abuts North Main Street, a 100 foot right-of-way, which provides apparent access to and from the subject property.

This survey substantially complies with the current Texas Society of Professional Surveyors Standards and Specifications for a Category 1A. Condition II Survey.

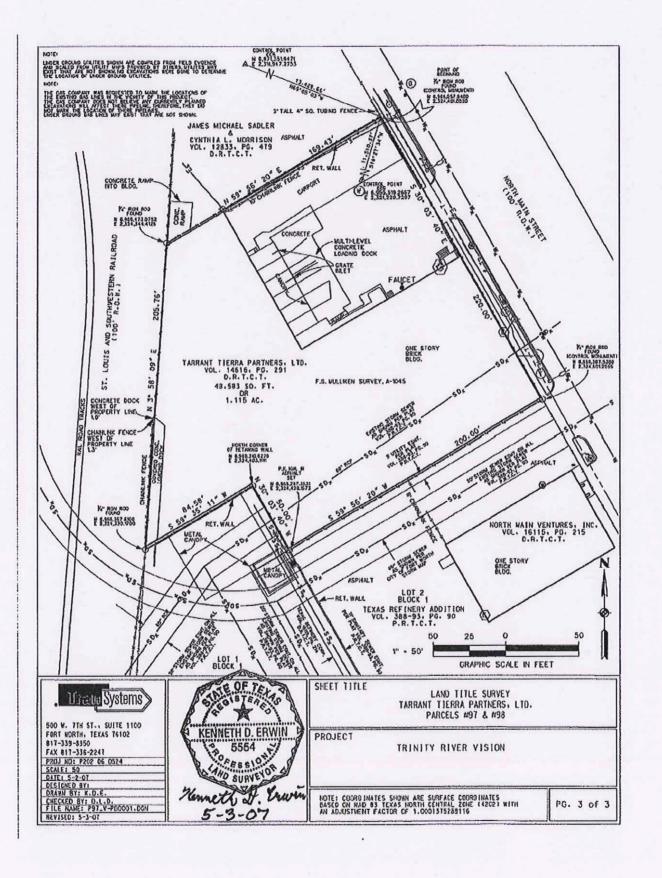
By: TranSystems

Kenneth d. Erwin

Registered Professional Land Surveyor

No. 5554

5-3-07 Dated:

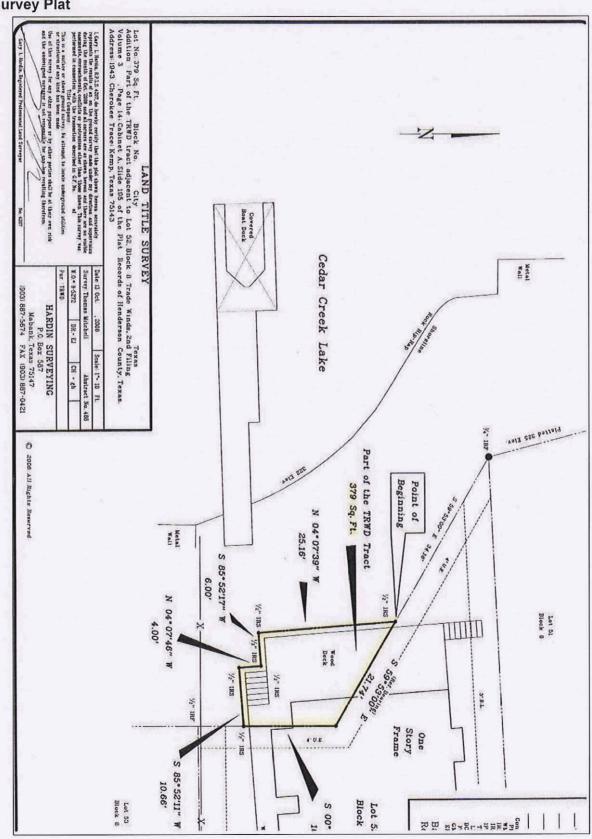


In addition, R. Steve Christian is granted authority to execute all documents necessary to complete this transaction and to pay reasonable and necessary closing costs. Director Lane seconded the motion and the vote in favor was unanimous.

17.

With the recommendation of management, Director Sparks moved to approve the sale of the following described encroachment tract to the adjacent owner, Ann F. Grulich, for the total appraised value of \$5,685 (\$15.00/sq. ft.).

379 square feet of land, more or less, lying adjacent to Lot 52, Block 8, Trade Winds Addition, Henderson County, Texas.



FIELD NOTES

379 SQUARE FEET

THOMAS MITCHELL SURVEY

PART OF THE TRWD TRACT

ABSTRACT NO. 488

HENDERSON COUNTY, TEXAS

Being all of that certain lot, tract or parcel of land located in the Thomas Mitchell Survey, Abstract No. 488 Henderson County, Texas and being part of the TRWD tract for Cedar Creek Lake adjacent to Lot 52 Block 8 of Trade Winds, 2nd Filing according to the Plat thereof recorded in Volume 3, Page 14 and Cabinel A, Slide 195 of the Plat Records of Henderson County, Texas (PRHCT). Said lot, tract or parcel of land being more particularly described as follows.

BEGINNING at a ½" iron rod set in the east line of the TRWD tract and the west line of Lot 52 at the northwest corner of this tract from which a ¾" iron rod found bears N 59° 53' 00" E, 34.16 feet at the original northwest corner of Lot 52;

THENCE, along the common line of the TRWD tract and Lot 52 as follows: S 59° 53' 00" E (Reference Bearing), 21.74 feet to a point at the northeast corner of this tract and S 00° 16' 36" W, 16.98 feet to a 1/2" iron rod set in the west line of Lot 52 at the southeast corner of this tract;

THENCE, through the TRWD tract and 1 foot from and parallel to a wood deck as follows: S 85° 52' 11" W, 10.66 feet to a ½" iron rod set at the southwest corner of this tract and N 04° 07' 46" W, 4.00 feet to a ½" iron rod set at an inner ell corner of this tract and S 85° 52' 17" W, 6.00 feet to a ½" iron rod set at the northernmost southwest corner of this tract and N 04° 07' 39" W, 25.16 feet to the POINT OF BEGINNING and CONTAINING 379 SQUARE FEET OF LAND MORE OR LESS.

BASIS OF BEARING; RECORDED PLAT

SURVEYOR'S CERTIFICATE

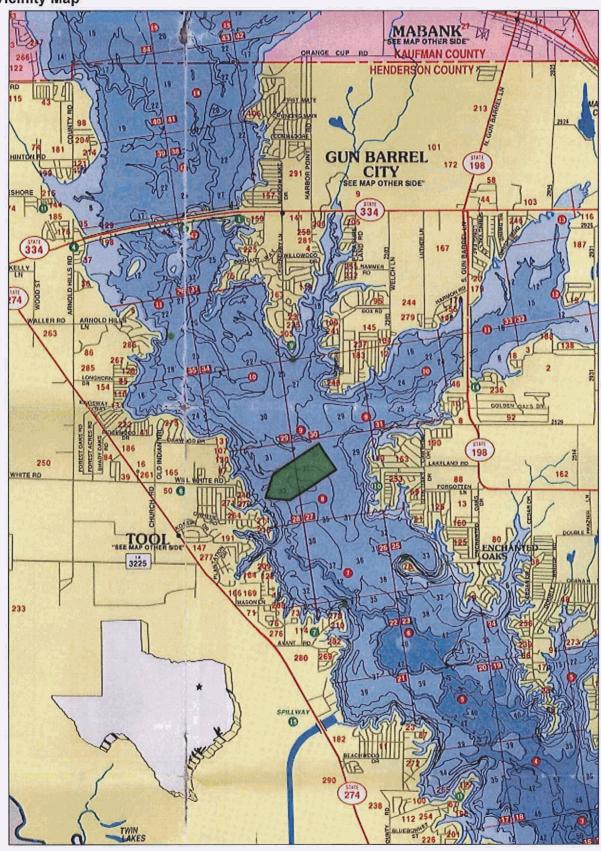
Date: OCTOBER 13, 2008

To: TRWD

I, Gary L. Hardin, Registered Professional Land Surveyor No. 4207, do hereby certify that the field notes hereon represents the results of a survey made on the ground under my direction and supervision, the lines and dimensions of said property being as indicated. This survey is based on deeds, easements and/or recorded plats and other records when furnished by the client or the client's representative, as well as significant and visible monuments found on the subject property and adjacent properties, field measurements and evidence of boundaries found on the ground. However, this certification is not a representation of warranty of title or guarantee of ownership. This survey was performed EXCLUSIVELY for the above mentioned parties. USE OF THIS SURVEY FOR ANY OTHER PURPOSE OR BY OTHER PARTIES SHALL BE AT THEIR RISK AND THE UNDERSIGNED IS NOT RESPONSIBLE FOR ANY LOSS RESULTING THEREFROM.

Gary L. Hardin, RPLS No. 4207 W.O.# 8-5272 (SEE PLAT)

Vicinity Map

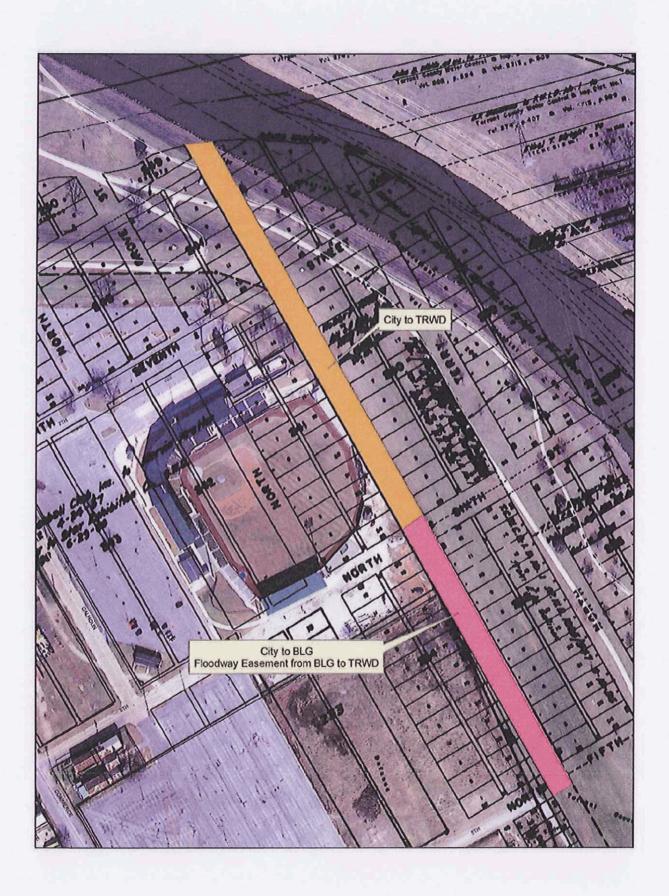


In addition, R. Steve Christian is granted authority to execute all documents necessary to complete this transaction. Director Lane seconded the motion and the vote in favor was unanimous.

18.

With the recommendation of management and the Construction Committee, Director Sparks moved to approve filing an application jointly with the Bell Group to the City of Fort Worth for the vacating of the remaining portion of Pecan Street which is located adjacent to LaGrave Field. In the event that the City of Fort Worth grants this application, it is also approved that the Water District will accept from the City of Fort Worth the conveyance of the title to 1.3223 acres of the former street right-of-way. In addition, the Bell Group will obtain title to 0.9923 acre of the said right-of-way and will contemporaneously convey a floodway easement to the Water District. It is also approved that any mineral estate currently held by the City of Fort Worth in the two subject parcels be conveyed to the Bell Group.

The attached plat highlights the 1.3223 acre conveyance to TRWD in orange and the 0.9923 acre conveyance to BLG in pink.



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

19.

With the recommendation of management, Director Leonard moved to approve the purchase of five digital kiosk systems from Kiosk Information Systems to provide education to middle school students about the Water District's Wetlands Water Reuse Facility at a cost of \$35,860. Funding for this purchase is included in the grant from Encana Oil & Gas, Inc. Director Sparks seconded the motion and the vote in favor was unanimous.

20.

Staff reports were presented:

- -Video Update of District Activities
- -Conservation and Legislative Update

21.

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

President

Secretary