

MINUTES OF A MEETING OF THE BOARD OF DIRECTORS OF  
TARRANT REGIONAL WATER DISTRICT  
HELD ON THE 16<sup>TH</sup> DAY OF FEBRUARY 2010 AT 9:30 A.M.

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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, Stacy Beeson, Linda Christie, Wesley Cleveland, Woody Frossard, Nancy King, David Marshall, Wayne Owen, Sandy Swinnea and Mike Witthaus.

Also in attendance were George Christie, General Counsel for Tarrant Regional Water District; Dick Fish of Save Eagle Mountain Lake; Greg Hooten of AECOM; John Hart of BDS Technologies; Bob Riley of BLG; Randy Romack of Black and Veatch; Thelma Box of Burgess & Niple, Inc.; Don Funderlic, Dan Buhman and Doug Varner of CDM; William Causey of Carollo Engineering; Gary Savanyu of CRIADO; Laura Alexander and David Medanich of First Southwest; Jeff Salavarrria of Frost Bank; Tony Almeida of Halff Associates; Kim Arnold of Jacobs; Brian Rice, Rafael Ortega and Aubrey Adcock of LAN; Matt Garcia of MWH; Kristin Comer of Marshall Lancaster & Associates; Alan Raynor of McCall, Parkhurst; David Dryden of Teague, Nall and Perkins; Brian Newby of Cantey Hanger, LLP; Judd Pritchard of TRC-JV; Bill Hanna of the Fort Worth Star Telegram; 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 from the meeting held January 19, 2010. It was accordingly ordered that these minutes be placed in the permanent files of Tarrant Regional Water District.

3.

Dick Fish of Save Eagle Mountain Lake reported that with the recent heavy snow two Lake Country boat marinas sunk. He also noted that the Texas Council of Government meeting regarding the SH 170 corridor will be held at the Azle Library on February 17, 2010 from 2:00 p.m. to 4:00 p.m.

4.

#### Staff Updates

- Sale of bonds – February 3, 2010 - \$89,250,000 (at a True Interest cost of 4.3838%)

5.

With the recommendation of management, Director Leonard moved to adopt a resolution authorizing a financing agreement with the Texas Water Development Board (TWDB). This agreement is for the issuance of Revenue Bonds proposed Series 2010A for \$17,835,000 and Series 2010B for \$83,785,000 from the Water Infrastructure Fund administered by the TWDB. Director Stevens seconded the motion and the vote in favor was unanimous.

6.

With the recommendation of management, Director Sparks moved to adopt a resolution calling for an election to fill two (2) positions on the District's Board of Directors to be held on Saturday, May 8, 2010.

In addition, the District Election Officer is granted permission to sign a contract with the Tarrant County Elections Administrator's Office to conduct the election. Director Stevens seconded the motion and the vote in favor was unanimous.

7.

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

<b>Equipment</b>	<b>Vendor</b>	<b>Approved Amount</b>	<b>Funding Source</b>	<b>Committee Recommending Approval</b>
100HP 4WD Tractor w/Cab	Ag-Power	\$58,605	General	Construction and Operations
25 HP 4WD Tractor w/Rops and Belly Mower	Zimmerer Kubota	\$15,474	Revenue	Construction and Operations
90 HP 4WD Tractor w/Cab	Ag- Power	\$50,894	Revenue	Construction and Operations
Heavy Duty 20' Flexwing Mower	Ag-Power	\$21,994	Revenue	Construction and Operations

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

8.

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

<b>Equipment</b>	<b>Vendor</b>	<b>Funding Source</b>	<b>Approved Amount</b>	<b>Committee Recommending Approval</b>
Fuel Management System and Repair of Suction Lines	Stovall Petro	Revenue	\$33,905	Construction and Operations
Aluminum Box Culvert and Install Supervision	Big R Bridge	General	\$31,980	Construction and Operations
Up to 525 Cubic Yards of 3000 PSI Concrete	Tarrant Concrete	General	\$35,775	Construction and Operations
Road Surfacing Materials for Various District Locations	Interlocal agreement with Tarrant County for the purchase of road surfacing materials.	Revenue	--	Constructions and Operations

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

9.

With the recommendation of management and the Construction and Operations Committee, Director Leonard moved to amend the contract with TRC Brandes to further refine the operations policies for the pipeline system and incorporating them into Riverware. The contract amendment is \$70,000 to build on the work of the original \$130,000 contract. Funding for this contract is included in the FY 2010 Revenue Fund budget. Director Stevens seconded the motion and the vote in favor was unanimous.

10.

The Board of Directors recessed for a break from 10:07 a.m. to 10:18 a.m.

11.

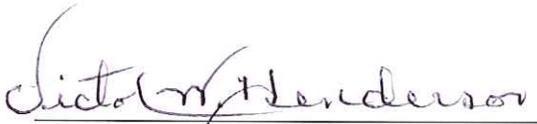
The President and presiding officer next called an executive session at 10:19 a.m. under V.T.C.A., Government Code, Section 551.071 to consider pending or contemplated litigation – Oklahoma water resources; and under Section 551.072 to deliberate the purchase, sale, lease or exchange of real property.

12.

Upon completion of the executive session at 10:53 a.m., the President reopened the meeting.

13.

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

  
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President

  
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Secretary