

MINUTES OF A MEETING OF THE BOARD OF DIRECTORS OF
TARRANT REGIONAL WATER DISTRICT
HELD ON THE 20TH DAY OF APRIL 2010 AT 9:30 A.M.

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

<u>Present</u>	<u>Absent</u>
Victor W. Henderson	Jim W. Lane
Hal S. Sparks III	
Jack R. Stevens	
Marty V. Leonard	

Also present were Jim Oliver, Alan Thomas, Ken Brummett, Nancy King, David Marshall, Rachel Navejar, Wayne Owen, Sandy Swinnea and Ed Weaver.

Also in attendance were George Christie, General Counsel for Tarrant Regional Water District; Lee Christie and Hal Ray of Pope, Hardwicke, Christie, Harrell, Schell & Kelly, LLP; Dick Fish of Save Eagle Mountain Lake; Greg Hooten of AECOM; Steve Sanders and Billy Wendland of Burgess & Niple, Inc.; Dan Buhman of CDM; Kip Kalisiak of Carollo Engineering; Cristina Criado and Gary Savanyu of Criado & Associates, Inc.; Ron Lemons of Freese and Nichols, Inc.; Ann Kovich of Halff Associates; Peter Brettell, Brad Davis and Kim Arnold of Jacobs; Pat Ray, Ed Ray, Debbie Bryan, Connie Williams and Marie Howard of Keller Boiling Point Tea Party; Rafael Ortega, Robert Card and Martin Chartier of LAN; Matt Garcia of MWH; Matthew Lippe of 9/12 Ft. Worth; Paul Blanchard of NWP Co.; Chris Brooks of RJN Group; Judd Pritchard of TEG; Bill Hanna of the Fort Worth Star Telegram; Diane Criswell, Beverly Branham, Jason Smith, Ava Eadie, John Smith 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 March 23, 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 they have 18 people and Dido United Methodist Church has 7 people participating in the Eagle Mountain Lake Clean-up scheduled May 8, 2010.

Jason Smith of Fort Worth Dog Park Association announced their excitement for the proposed park extension and supports putting a dog park on Trinity Trails.

Marie Howard, member of the Keller Boiling Point Tea Party, asked about the expenditure for the helicopter.

4.

With the recommendation of management, Director Sparks moved to approve the Resolution Authorizing Amendment No. 1 to the Financing Agreement with the Texas Water Development Board. This amendment extends the closing date on the issuance of the 2010A and 2010B Series bonds from May 31, 2010 to July 1, 2010. The bonds are to support the design and construction of raw water transmission facilities. Director Stevens seconded the motion and the vote in favor was unanimous.

5.

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

Equipment	Vendor	Funding Source Approved Amount	Funding Source	Committee Recommending Approval
Painting of Three Water Storage Tanks at Waxahachie Pump Station	A&M Construction Group	\$390,000 (not to exceed)	Revenue	Construction and Operations

Up to 1200 Cubic Yards of 3000 PSI Concrete for Neighborhood Recreation Enhancement Program Phase I	Redi-Mix	\$74,400 (\$62 per cubic yard)	General	Construction and Operations
Concrete Finish at Various District Locations for Neighborhood Recreation Enhancement Program Phase I	Retzlaff Construction	\$82,740 (not to exceed)	General	Construction and Operations

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

6.

With the recommendation of management and the Construction and Operations Committee, Director Leonard moved to approve contracting with Robinson, Stafford & Rude Inc. to manage and facilitate the value engineering (VE) services contracts on the Integrated Pipeline Project at a cost not to exceed \$640,000. Funding for this contract is included in the 2009 Bond Fund. Director Sparks seconded the motion and the vote in favor was unanimous.

7.

With the recommendation of management and the Construction and Operations Committee, Director Stevens moved to release retainage in the amount of \$72,045.30 to AUI Contractors, Inc. and approved a Guaranteed Maximum Price (GMP) reconciliation deduction in the amount of a \$266,496 resulting in a Final Contract Amount of \$720,453. Due to rain delays in construction, release of retainage will be paid one-half now and one-half when staff determines the contract is complete. Funding for this contract is included in the 2010 General Fund. Director Leonard seconded the motion and the vote in favor was unanimous.

8.

With the recommendation of management and the Construction and Operations Committee, Director Sparks moved to approve contracting with UTA at a cost not to exceed \$163,595.55 to study the pipe materials and backfill design for the Integrated Pipeline Project. Funding for this contract is included in the 2009 Bond Fund. Director Leonard seconded the motion and the vote in favor was unanimous.

9.

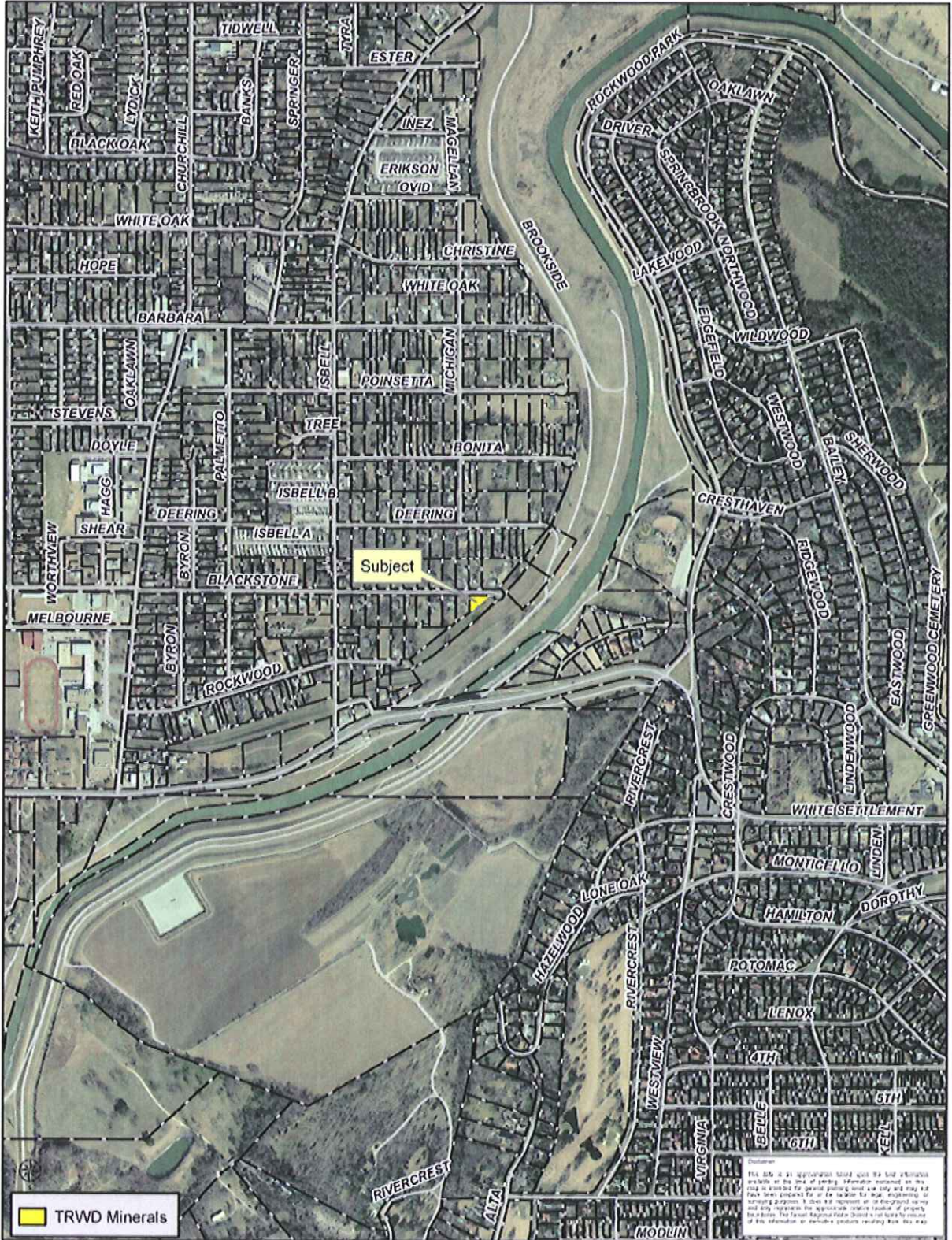
The agenda item to consider approval of reimbursement for design cost to relocate a gas line near the Richland-Chambers Phase II Wetlands Project site was tabled.


10.

With the recommendation of management and the Oil and Gas Committee, Director Stevens moved to amend an existing lease that the District entered into with Four Sevens Resources Co., Ltd. on August 21, 2007, to include a District tract of .246 acres, described below, that was inadvertently not included in the original lease for the bonus amount of \$1230 (\$5,000 per net mineral acre x .246 acres).

0.246 acres of land, more or less, out of the P. Schoonover Survey, A-1405 and being more fully described as follows:

Part of Lot 15, in Block 2, of Brookside Annex, an Addition to the City of Fort Worth, Texas, according to the map thereof recorded in Vol. 388-A, Page 87, of the plat records of Tarrant County, Texas, further described by metes and bounds in that certain Warranty Deed dated the 9th day of June, 1953 between K.T. Dixon and wife Ruby Dixon as Grantor, and Tarrant County Water Control and Improvement District No. 1 as Grantee, and recorded in Volume 2584, Page 583, Deed Records, Tarrant County, Texas.



 TRWD Minerals

Disclaimer:
This site is an approximation based upon the best information available at the time of printing. Information contained on this map is intended for general planning use only and may not show lines, contours, or other features for legal, engineering, or planning purposes. It does not represent an on-the-ground survey and does not guarantee the accuracy, volume, or value of property boundaries. The largest known data source is not liable for errors of this information or derivative products resulting from this map.

In addition, Ken Brummett is granted authority to execute the amendment to lease and all other documents necessary to complete this transaction. Director Sparks seconded the motion and the vote in favor was unanimous.

11.

With the recommendation of management and the Oil and Gas Committee, Director Leonard moved to approve the extension of a portion of an existing lease on the District's mineral rights to the O'Ryan Family Limited Partnership in and to those lands described in a Warranty Deed from Henry E. Mathis, et ux to the District dated October 3, 1968 and recorded in Vol. 4635 at Pg. 866 of the Deed Records of Freestone County, Texas, SAVE AND EXCEPT that portion included within the Steward Gas Unit No. 1 recorded in Volume 1495, Page 733 of the Official Public Records of Freestone County, Texas for the bonus bid of \$11,650.63, 22 percent royalty, and a three (3) year extension of the primary term. The Water District's mineral interest is 66.575 net acres out of 399.45 gross acres. O'Ryan has agreed to pool 100% of District's minerals and agreed to a "Favored Nations Clause" on royalty and bonus.

In addition, Ken Brummett is granted authority to execute the lease and all other documents necessary to complete this transaction. Director Sparks seconded the motion and the vote in favor was unanimous.

12.

The Board of Directors recessed for a break from 10:13 a.m. to 10:35 a.m.

13.

The President and presiding officer next called an executive session at 10:36 a.m. under V.T.C.A., Government Code, Section 551.071 to conduct a private consultation with attorneys regarding pending or contemplated litigation; and under Section 551.072 to deliberate the purchase, exchange, lease or value of real property.

14.

Upon completion of the executive session at 11:08 a.m., the President reopened the meeting.

15.

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



President



Secretary