

MINUTES OF A MEETING OF THE BOARD OF DIRECTORS OF  
TARRANT REGIONAL WATER DISTRICT  
HELD ON THE 15<sup>TH</sup> DAY OF JUNE 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 Jim Oliver, Alan Thomas, Stacy Beeson, Ken Brummett, Shanna Cate, Steve Christian, Linda Christie, Wesley Cleveland, Jeff Coffey, Woody Frossard, J.D. Granger, Todd Hatcher, Nancy King, Chad Lorange, David Marshall, Wayne Owen, Madeline Robson, Kari Schmidt, Sandy Swinnea, Louie Verreault and Ed Weaver.

Also in attendance were George Christie, General Counsel for Tarrant Regional Water District; Lee Christie and Jared Harrell of Pope, Hardwicke, Christie, Harrell, Schell & Kelly, LLP; Dick Fish of Save Eagle Mountain Lake; Matt Gaughan of AECOM; Amy Moore of APM & Associates; Thelma Box of Burgess & Niple.Inc.; Dan Buhman and Don Funderlic of CDM; Pete Patel and Vernell Sturns of CP & Y Inc; Gary Savanyu, Enrique Garcia and Cristina Criado of Criado & Associates, Inc.; Dusan Stanisic of DSWA; Robbie Thompson of Foster CM Group; Russell Gibson of Freese and Nichols, Inc.; Randy Gideon of Gideon Holdings; Meredith Smith of Gideon Toal, Inc.; Erin Atkinson and Ann Kovich of Halff Associates; Brian Adams of Jacobs; Tony Boyd of LAN; Matt Garcia of MWH; Mike Marshall of Mud Run; Charles Thomas of Parsons Brinckerhoff; Charley Mock of Shaw; Judd Pritchard of Capitol Alliance; 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 Stevens and seconded by Director Lane, the Directors unanimously voted to approve the minutes from the meeting held May 18, 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 51 children caught 103 fish at the 4<sup>th</sup> annual children's fishing tournament.

4.

The Board was presented a plaque for its participation in the Mud Run event

5.

Gideon Toal presented the Board with the Leadership in Energy and Environmental Design gold certification from the U.S. Green Building Council for the highest green building and performance measures applied to the Annex Building.

6.

With the recommendation of management, Director Leonard moved to approve the Investment Policy and Strategies dated June 15, 2010. Director Lane seconded the motion and the vote in favor was unanimous.

7.

With the recommendation of management and the Finance Committee, Director Stevens moved to award a contract to Deloitte for the provision of audit services for fiscal years 2010 through 2014. Director Lane seconded the motion and the vote in favor was unanimous.

8.

With the recommendation of management and the committees as noted, Director Lane moved to approve the operations and maintenance expenditure as noted below:

<b>Project</b>	<b>Vendor</b>	<b>Funding Source Approved Amount</b>	<b>Funding Source</b>	<b>Committee Recommending Approval</b>
Cable Mats for Village Creek Slope Repair South of Arlington Outlet	International Erosion Control Systems	\$115,110.40	Revenue	Construction and Operations
Terrain Processing and Reservoir Capacity Analyses for Eagle Mountain Lake	Half Associates Inc.	\$59,400	Revenue	Technology

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

9.

With the recommendation of management and the committees as noted, Director Sparks moved to approve the capital expenditure as noted below:

<b>Equipment</b>	<b>Vendor</b>	<b>Funding Source Approved Amount</b>	<b>Funding Source</b>	<b>Committee Recommending Approval</b>
Phase I Microwave-Network Upgrade	Accudata Systems	\$354,000	Revenue and Bond	Technology
Replacement of Truck Shed at Cedar Creek Compound	Athens Steel Building Corporation	\$125,666	Revenue	Construction and Operations
Twin Points Phase One-Curb and Gutter and Dumpster Approach	Access Paving	\$63,315	General	Construction and Operations

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

10.

With the recommendation of management and the Construction and Operations Committee, Director Leonard moved to enter into a contract with Fugro Consultants Inc. for the Program-Wide Geotechnical Engineering Services on the Integrated Pipeline Project at a cost not to exceed \$4,883,500. Funding for the contract is included in the 2009 Bond Fund. Director Lane seconded the motion and the vote in favor was unanimous.

11.

With the recommendation of management and the Construction and Operations Committee, Director Leonard moved to approve contracting with Camp Dresser and McKee (CDM) in the amount of \$445,186 for the Benbrook Lake Pump Station VFD Project – Design, Procurement and Construction Engineering Services. Funding for this contract is included in the 2009 Bond Fund. Director Lane seconded the motion and the vote in favor was unanimous.

12.

With the recommendation of management and the Construction and Operations Committee, Director Sparks moved to approve a contract with Camp Dresser and McKee (CDM) to develop Regional Water Supply Delivery and Storage Concepts for Ellis and Johnson Counties for an amount not to exceed \$476,050. Funding for this contract is included in the 2009 Bond Fund. Director Stevens seconded the motion and the vote in favor was unanimous.

13.

With the recommendation of management and the Finance Committee, Director Leonard moved to enter into a contract with Martindale Consultants to perform an audit on XTO Energy covering royalty paid to the District from oil and gas operations for an amount not to exceed \$50,000. Funding for this contract will be from the FY 2010 General Fund. In addition, Ken Brummett is granted authority to execute the contract and all other documents necessary to complete this transaction. Director Lane seconded the motion and the vote in favor was unanimous.

14.

The Board of Directors recessed for a break from 10:16 a.m. to 10:30 a.m.

15.

The President and presiding officer next called an executive session at 10:31 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.

16.

Upon completion of the executive session at 11:29 a.m., the President reopened the meeting.

17.

With the recommendation of management and the Trinity River Vision Authority Board of Directors, Director Lane moved to approve the purchase, in fee simple title, of the 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 James Michael Sadler and Cynthia L. Morrison for the total negotiated purchase price of \$243,400. Funding for this purchase is included in the FY 2010 General Fund.

**Fee simple title to the surface estate only of 0.486 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 further being a tract of land described in a deed to James Michael Sadler and Cynthia L. Morrison, recorded in Volume 12833, Page 479, Deed Records, Tarrant County, Texas, as further described in the accompanying resolution and on the survey plat attached thereto as Exhibit "A".**

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 James Michael Sadler and Cynthia L. Morrison, recorded in Volume 12833, Page 479, Deed Records, Tarrant County, Texas (D.R.T.C.T.); said tract of land being more particularly described by metes and bounds as follows:
- BEGINNING** at a 3/4 inch iron rod found (control monument) being the Southeasterly corner of said Sadler tract, and being the Northeasterly corner of a tract of land described in a deed to Tarrant Tierra Partners, LTD. recorded in Volume 14616, Page 291, D.R.T.C.T., said rod being on the Southwesterly right of way line of North Main Street (a 100' R.O.W.);
- THENCE** South 59 degrees 56 minutes 20 seconds West along the common line between said Sadler tract and Tarrant Tierra Partners, LTD. tract, a distance of 169.43 feet to a 3/4 inch iron rod found (control monument) being the Southwesterly corner of said Sadler tract and the Northwesterly corner of said Tarrant Tierra Partners, LTD. tract, on the Easterly right of way line of the St. Louis and Southwestern Railroad (a 100' R.O.W.);
- THENCE** North 04 degrees 05 minutes 15 seconds East, along said Easterly right of way line of said railroad, a distance of 301.83 feet to a P.K. Nail in Asphalt set on the Southwesterly right of way line of said North Main Street, from which a 3/8 inch iron rod found on said Easterly right of way line of said railroad bears North 04°05' 15" East, a distance of 476.43 feet;
- THENCE** South 30 degrees 03 minutes 40 seconds East, along said Southwesterly right of way line of North Main Street, a distance of 249.79 feet to the POINT OF BEGINNING and containing 21,161 Square Feet or 0.486 Acre 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 30th day of August, 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 Old Republic National Title Insurance Company, Dated April 4, 2006, GF# 062466-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.

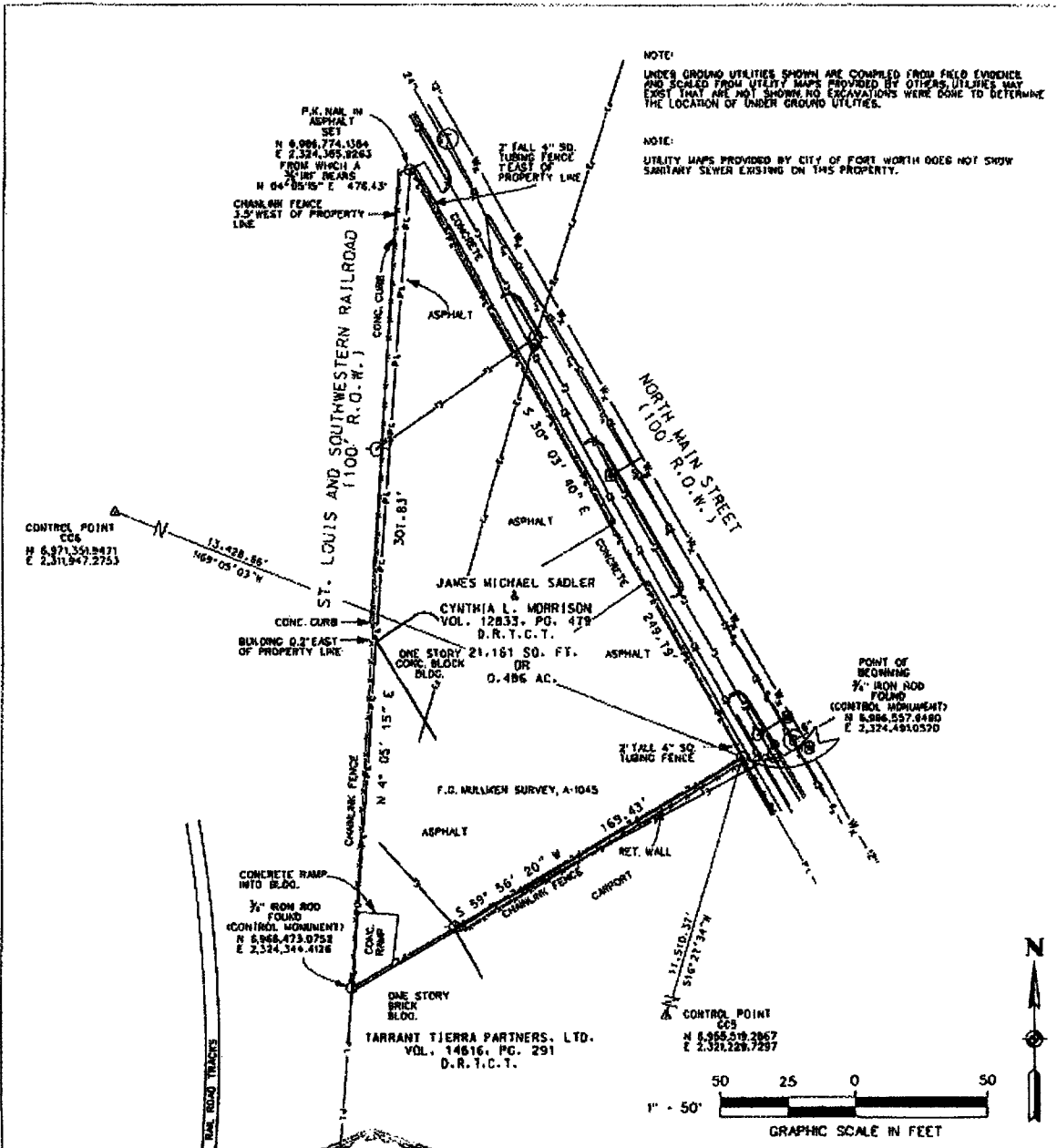
This survey substantially complies with the current Texas Society of Professional Surveyors Standards and Specifications for a Category 1A, Condition II Survey.

By: TranSystems

Kenneth D. Erwin  
Kenneth D. Erwin  
Registered Professional Land Surveyor  
No. 5554





Dated: 8-30-07



NOTE:  
 UNDER GROUND UTILITIES SHOWN ARE COMPILED FROM FIELD EVIDENCE AND SCALED FROM UTILITY MAPS PROVIDED BY OTHERS. UTILITIES MAY EXIST THAT ARE NOT SHOWN. NO EXCAVATIONS WERE DONE TO DETERMINE THE LOCATION OF UNDER GROUND UTILITIES.

NOTE:  
 UTILITY MAPS PROVIDED BY CITY OF FORT WORTH DOES NOT SHOW SANITARY SEWER EXISTING ON THIS PROPERTY.



 <p>500 W. 7TH ST., SUITE 1100          FORT WORTH, TEXAS 76102          817-339-8950          FAX 817-336-2247          PROJ NO: P202 DG 0524          SCALE: 50          DATE: 08-30-01          DESIGNED BY:          DRAWN BY: J.F.M.          CHECKED BY: K.D.E.          FILE NAME: P89.Y-990001.DGN          REVISED:</p>	 <p><i>Kenneth D. Erwin</i>          8-30-07</p>	SHEET TITLE LAND TITLE SURVEY JAMES MICHAEL SADLER & CYNTHIA L. MORRISON PARCEL #99
		PROJECT TRINITY RIVER VISION
		NOTE: COORDINATES SHOWN ARE SURFACE COORDINATES BASED ON NAD 83 TEXAS NORTH CENTRAL ZONE (4202) WITH AN ADJUSTMENT FACTOR OF 1.0001375289118
		PG. 3 of 3



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

18.

With the recommendation of management, Director Stevens moved to grant authority to acquire the following described real property for the Trinity River Vision – Central City Project, for the total negotiated purchase price of \$150,000. Funding for this acquisition is included in the 2010 General Fund.

**Lessor's interest in billboard lease covering a portion of a 5.630 acre tract of land situated in the R. Crowley Survey, Abstract No. 313, City of Fort Worth, Tarrant County, Texas**

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.

19.

With the recommendation of management, Director Sparks moved to approve the purchase of land for the construction of the Trinity River Vision Project from BLG Northside Development, L.P., LaGrave Reconstruction Company, L.L.C., and Texas Professional Baseball Club, L.L.C. for the total negotiated purchase price of \$17,481,040.00. Funding for this purchase is included in the FY 2010 General Fund Budget. The land is described as follows:

**Tract 1: Approximately 37.7 acres of land, including improvements, being portions of tracts of land located in the Felix G. Mulliken Survey, Abstract No. 1045, the N. Baugh Survey, Abstract No. 106, and the A. Gouehenant Survey, Abstract No. 582, City of Fort Worth, Tarrant County, Texas, being (i) a portion of the tract of land conveyed to LaGrave Reconstruction Company, L.L.C. by deed recorded in Volume 15273, Page 69, Deed Records of Tarrant County, Texas, (ii) a portion of the tract of land conveyed to LaGrave Reconstruction Company, L.L.C. by deed recorded in Volume 15593, Page 250, Deed Records of Tarrant County, Texas, (iii) a portion of the tract of land conveyed to LaGrave Reconstruction Company, L.L.C. by deed recorded in Volume 15611, Page 257, Deed Records of Tarrant County, Texas, and (iv) a portion of the tract of land conveyed to BLG Northside Development, LP by deed recorded as Instrument No. D207292980, Deed Records of Tarrant County, Texas; and**

**Tract 2: Approximately 4.0 acres of land, including improvements, being a portion of a tract of land located in the N. Baugh Survey, Abstract No. 106, City of Fort**

**Worth, Tarrant County, Texas, being a tract of land conveyed to North Texas Professional Baseball Club, L.L.C. by deed recorded as Instrument No. D210054159, Deed Records of Tarrant County, Texas.**

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

20.

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

*Hal S. Johnson*  
Vice-President \_\_\_\_\_ Secretary \_\_\_\_\_  
*Jack L. Stearns*