

MINUTES OF A MEETING OF THE BOARD OF DIRECTORS OF
TARRANT REGIONAL WATER DISTRICT
HELD ON THE 16TH DAY OF AUGUST 2011 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

Absent
Jim Lane

Also present were Jim Oliver, Alan Thomas, Stacy Beeson, Kathy Berek, Shanna Cate, Steve Christian, Linda Christie, Wesley Cleveland, Woody Frossard, J. D. Granger, Brice Komatsu, Dean Kuhn, Chad Lorance, David Marshall, Jennifer Mitchell, Rachel Navejar, Sandy Newby, Matt Oliver, Mark Olson, Wayne Owen, Tina Ptak, Paula Stewart, Carol Tackel, Kirk Thomas, Louis Verreault, Ed Weaver, and Mike Witthaus.

Also in attendance were George Christie, General Counsel for Tarrant Regional Water District (Water District); Lee Christie, Hal Ray, and Ethel Steele of Pope, Hardwicke, Christie, Schell, Kelly, & Ray LLP; Dick Fish of Save Eagle Mountain Lake; Randy Romack of Black & Veatch; Don Funderlic of CDM; Gary Savanyu of Gunter/Beta; Erin Atkinson and Lynn Lovell of Halff Associates; Peter Brettell, Brian Adams and Michael Perez of Jacobs; Mark Thomas and Bob Brown of Parsons Brinkerhoff; Blake Bolin of Prime Source Construction; Paul Blanchard of NWP Co.; Charley Mock and Christine Jacoby of Shaw; Saji Alummutil, Rhonda Paige, Clayton Church, Todd Smith, Paul Komoruske, Rob Giacomozzi, and Jason Vazquez of the U.S. Army Corps of Engineers; Craig Pedersen of URS; Aman Batheja of the Fort

Worth Star Telegram; Judd Pritchard of TRC-JV; Jennifer Day, Ben Savage 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 Sparks and seconded by Director Leonard, the Directors unanimously voted to approve the minutes from the meetings held July 12, July 18, and July 19, 2011. It was accordingly ordered that these minutes be placed in the permanent files of Tarrant Regional Water District.

3.

During public comment, Blake Balin with Prime Source Construction urged the Board of Directors to reconsider their bid in response to ITB 11-042. Prime Source Construction was low bidder but not the company recommended by the Construction and Operations Committee.

4.

Todd Smith of the the U.S. Army Corps of Engineers gave a presentation regarding the periodic floodway inspection to the Board.

5.

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

Project	Vendor	Approved Amount	Funding Source	Committee Recommending Approval
Installation of Thermoplastic Polyolefin Mechanically Fastened Roof	King of Texas Roofing	\$89,913	General	Construction and Operations
Concrete Trail Placement at Marine Creek Lake	Retzlaff Construction	\$278,179	General	Construction and Operations
Sign Installation at Various District Locations	Wingfield Signs and Graphics	\$126,810	General	Construction and Operations

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

6.

With the recommendation of management, Director Leonard moved to place a proposal to adopt a 2011 tax rate of \$.02/\$100 on the agenda of the September 20, 2011 Board of Directors meeting and to establish the date for a public hearing to be held September 13, 2011 at 9:00 AM on the proposed 2011 tax rate, a date which is no less than three and no more than fourteen days prior to the September 20, 2011 Board of Directors Meeting. Director Stevens 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 amend the water sales contract with the City of Fairfield to allow the Water District to waive the take-or-pay requirement for the fiscal year 2012, extend its right to terminate to September 30, 2012 and in the event of termination prior to September 30, 2012, allow its previously paid buy-in premium to be

credited towards a future system equity buy-in. The motion was seconded by Director Leonard and the vote in favor was unanimous.

8.

With the recommendation of management, Director Leonard moved to approve an Interlocal Agreement with the City of Westworth Village regarding the Water District's construction of Airfield and Burton Hill Trailheads and trail access on City of Westworth Village owned property. Director Sparks seconded the motion and the vote in favor was unanimous.

9.

With the recommendation of management and the Construction and Operations Committee, Director Stevens moved to approve the contract with Freese and Nichols, Inc. for structural and civil design of the Airfield Trailhead for a fee not to exceed \$89,991. Funding for this contract is included in the FY 2011 General Fund. Director Sparks seconded the motion and the vote in favor was unanimous.

10.

With the recommendation of management and the Construction and Operations Committee, Director Stevens moved to release retainage for the contract with Retzlaff Construction for concrete finish at Marine Creek Lake in the amount of \$16,736.35. Funding for this payment is included in the FY 2011 General Fund. Director Sparks 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 a contract with Dake Construction for

the Benbrook Lake Pump Station Variable Frequency Drive Project installation of 2- each owner furnished variable frequency drives with synchronous transfer switches along with associated equipment, controls, and work as specified in the amount of \$972,700. Funding for this contract is included in the Bond Fund. Director Stevens seconded the motion and the vote in favor was unanimous.

12.

With the recommendation of management and the Construction and Operations Committee, Director Stevens moved to approve close-out of the Isolation Valves Replacement at Cedar Creek Booster Pump Stations Contract with J. R. Sheldon Co., Inc. and payment of the final pay request including release of retainage for a total of \$49,562.15. Funding for this payment is included in the Bond Fund. Director Sparks seconded the motion and the vote in favor was unanimous.

13.

With the recommendation of management and the Construction and Operations Committee, Director Sparks moved to approve a contract with Parsons-Brinckerhoff to conduct a comprehensive evaluation of the Richland-Chambers spillway seepage and risk analysis for an amount not to exceed \$249,361. Funding for this contract is included in the FY 2011 Revenue Fund. Director Leonard seconded the motion and the vote in favor was unanimous.

14.

With the recommendation of management and the Construction and Operations Committee, Director Leonard moved to accept the proposal of Malcolm Pirnie for professional engineering services related to the medium voltage electrical system

current and voltage issues at Richland-Chambers Lake Pump Station (RC1) Harmonic Mitigation Project – Part 2 for an amount not to exceed \$87,013. Funding for this service is included in the FY 2011 Revenue Fund. Director Sparks seconded the motion and the vote in favor was unanimous.

15.

With the recommendation of management and the Environmental Committee, Director Leonard moved to approve the Interlocal Agreement among the City of Dallas, the City of Houston, the North Texas Municipal Water District, the Tarrant Regional Water District, and the Trinity River Authority of Texas to establish the scope and the District's funding portion of the proposed North Texas River Basin Zebra Mussel Infestation Study in the amount of \$40,000. Funding for this agreement is included in the FY 2011 Revenue Fund. Director Stevens seconded the motion and the vote in favor was unanimous.

16.

With the recommendation of management and the Environmental Committee, Director Sparks moved to approve Addendum No. 1 to Standard Agreement for Engineering Services between the Water District and Camp Dresser & McKee, Inc. for Fort Worth Central City HTRW, demolition and general program support for an amount not to exceed \$3,489,281. Funding for this agreement is included in the FY 2011 General Fund – Trinity River Vision. Director Leonard seconded the motion and the vote in favor was unanimous.

17.

With the recommendation of management and the Environmental Committee, Director Sparks moved to award Cytec/Former American Cyanamid Response Action Plan Implementation Contract to Progressive Environmental Services, Inc. dba Eagle-SWS in the amount of \$1,548,590.37. Funding for this contract is included in the FY 2011 General Fund. Director Stevens seconded the motion and the vote in favor was unanimous.

18.

With the recommendation of management and the Environmental Committee, Director Stevens moved to authorize the General Manager or his designee to enter into an agreement with Cytec Industries, Inc. providing for the release of deed restrictions encumbering the former Cytec/American Cyanamid property purchased from BLG Northside Development, L.P. upon completion of the environmental remediation of this property. Director Sparks seconded the motion and the vote in favor was unanimous.

19.

With the recommendation of management and the Environmental Committee, Director Leonard moved to approve a contract with AR Consultants, Inc. for an archaeological investigation of two graves uncovered at Richland-Chambers Reservoir in the amount of \$63,225. Funding for this contract is included in the FY 2011 Revenue Fund. Director Sparks seconded the motion and the vote in favor was unanimous.

20.

STAFF UPDATES

- Report on the drought

21.

The Board of Directors recessed for a break from 11:46 a.m. to 12 noon.

22.

The presiding officer next called an executive session at 12 noon under V.T.C.A., Government Code, Section 551.071 to consult with legal counsel on a matter in which the duty of counsel under the Texas Disciplinary Rules of Professional Conduct clearly conflicts with Chapter 551, Texas Government Code; 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.

23.

Upon completion of the executive session at 12:13 p.m., the President reopened the meeting.

24.

With the recommendation of management, Director Sparks moved to approve the purchase of the following described land necessary for the public purpose and use of construction of the Trinity River Vision – Central City Project, including for use as a staging area during construction, from Minion Benson, Joel M. Selig and Marvin Brozgold for the negotiated purchase price of \$217,000.00. Funding for this purchase is included in the FY 2011 General Fund.

Fee simple to the surface estate only of approximately 0.325 acres of land, including improvements, being Lots 1 and 2, Block 5, Weisenberger Addition to the City of Fort Worth, Tarrant County, Texas; according to plat recorded in Volume 388-A, Page 120, Deed Records of Tarrant County, Texas; owned by Minion Benson, Joel M. Selig and Marvin Brozgold, said tract being more particularly described by metes and bounds on the survey plat attached hereto as Exhibit "A".

**LEGAL DESCRIPTION
PARCEL 152**

BEING a tract of land situated in the Richard Crowley Survey, Abstract No. 313, City of Fort Worth, Tarrant County, Texas and being all of that certain tract of land conveyed to **MINION BENSON, JOEL M. SELIG** and **MARVIN BROZGOLD** by deeds as recorded in Tarrant County Clerk's Instrument Numbers (T.C.C.I.No.) D204373794 and D204373795, Deed Records, Tarrant County, Texas (D.R.T.C.T.), said tract being all of Lots 1-2, Block 5, Weisenberger Addition, being an addition to the City of Fort Worth, Tarrant County, Texas according to the plat thereof recorded in Volume 388-A, Page 120, Plat Records, Tarrant County, Texas (P.R.T.C.T.), said tract being herein more particularly described by metes and bounds as follows:

BEGINNING at a 1/2" iron rod with yellow cap stamped "AREA SURVEYING" found at the northwest property corner of the said Block 5, said beginning point being at the intersection of the east right-of-way line of Adolph Street, being a 60' wide right-of-way, with the south right-of-way line of White Settlement Road, being a variable width right-of-way;

THENCE South 89°53'57" East, along the north property line of the said Block 5 and along the said south right-of-way line of White Settlement Road, 99.94 feet to a 5/8" iron rod found at the northeast property corner of the said Lot 2, same being the northwest property corner of Lot 3, Block 5 of the said Weisenberger Addition;

THENCE South 00°10'57" West, along the east property line of the said Lot 2 and along the west property line of the said Lot 3, 141.84 feet to a 1/2" iron rod with yellow cap stamped "AREA SURVEYING" found at the southeast property corner of the said Lot 2, same being the northeast property corner of Lot 12, Block 5 of the said Weisenberger Addition;

THENCE North 89°53'57" West, along the south property lines of the said Lots 1-2 and along the north property lines of Lots 11-12, Block 5 of the said Weisenberger Addition, 99.74 feet to a 1/2" iron rod with cap stamped "SPOONER AND ASSOCIATES" set (1/2" CIRS) at the southwest property corner of the said Lot 1, same being on the said east right-of-way line of Adolph Street;

THENCE North 00°06'03" East, along the west property line of the said Lot 1 and along the said east right-of-way line of Adolph Street, 141.84 feet to the **POINT OF BEGINNING**;

The tract being herein described contains **0.325 acres (14,160 square feet)** 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 certify on this 19th day of May, 2011, 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

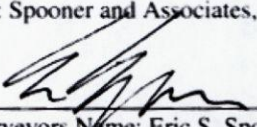
buildings and improvements located within five (5) feet of said boundaries, if any, and shows the location of all visible easements and rights-of-way and the rights-of-way, easements and other matters of record as listed in Schedule B of the Commitment for Title issued by Alliant National Title Insurance Company, Dated May 17, 2011 with an effective date of May 5, 2011, GF# 11-01037 affecting the subject property.

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 property adjoins Adolph Street, a 60 feet wide right-of-way and White Settlement Road, a variable width right-of-way, both of which provide 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: Spooner and Associates, Inc.,


Surveyors Name: Eric S. Spooner
Registered Professional Land Surveyor,
Texas No. 5922
Date of Survey: 5-19-11
Revised Owners Name: 7-8-11





 <p>SPOONER & ASSOCIATES REGISTERED PROFESSIONAL LAND SURVEYORS</p> <p>SPOONER & ASSOCIATES, INC. 308 BYERS STREET, SUITE 100 EULESS, TEXAS 76039 (817) 281-2355 (TEL)</p>		<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 30%; padding: 5px;">SHEET TITLE</td> <td style="padding: 5px;">LAND TITLE SURVEY PARCEL #152 MINION BENSON JOEL M. SELIG MARVIN BROZGOLD</td> </tr> <tr> <td style="padding: 5px;">PROJECT</td> <td style="padding: 5px;">TRINITY RIVER VISION</td> </tr> <tr> <td colspan="2" style="padding: 5px;"> NOTE: COORDINATES SHOWN ARE SURFACE COORDINATES BASED ON NAD 83 TEXAS NORTH CENTRAL (4202) WITH AN ADJUSTMENT FACTOR OF 1.0001375289116 </td> </tr> </table>	SHEET TITLE	LAND TITLE SURVEY PARCEL #152 MINION BENSON JOEL M. SELIG MARVIN BROZGOLD	PROJECT	TRINITY RIVER VISION	NOTE: COORDINATES SHOWN ARE SURFACE COORDINATES BASED ON NAD 83 TEXAS NORTH CENTRAL (4202) WITH AN ADJUSTMENT FACTOR OF 1.0001375289116	
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NOTE: COORDINATES SHOWN ARE SURFACE COORDINATES BASED ON NAD 83 TEXAS NORTH CENTRAL (4202) WITH AN ADJUSTMENT FACTOR OF 1.0001375289116								

FILE NAME: 10-086-PAR. 152	
PROJ NO: 10-086	
SCALE: 1" = 40'	
DATE: 5-19-11	
DRAWN BY: ESS	
CHECKED BY: ESS	
REVISED DATE: 7-8-11	

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

25.

With the recommendation of management and the Board of Directors of Trinity River Vision Authority at its meeting on June 1, 2011, Director Stevens moved to approve the acquisition of the following described real property for the public purpose and use of construction of the Trinity River Vision – Central City Project, including portions needed for use as a staging area during construction, whether by eminent domain or by purchase. Funding for this acquisition is included in the FY 2011 General Fund.

Fee simple title to the surface estate only, including improvements located thereon, of approximately 2.525 acres of land, including improvements, being Lots 3-35, Block 26, North Fort Worth Townsite Company's Subdivision, an Addition to the City of Fort Worth, Tarrant County, Texas; according to plat recorded in Volume 204-A, Page 117, Deed Records of Tarrant County, Texas; TOGETHER WITH the alley adjacent to said Lots 3 through 35 abandoned by City of Fort Worth Ordinance Nos. 2444 and 6481, certified copies of said ordinances being filed for record in Volume 1932, Page 302, and in Volume 5054, Page 503, Deed Records of Tarrant County, Texas, owned by RadioShack Corporation said tract being more particularly described by metes and bounds on the survey plat attached hereto as Exhibit "A".

**LEGAL DESCRIPTION
PARCEL 113**

BEING a tract of land situated in the Felix G. Mulliken Survey, Abstract No. 1045, City of Fort Worth, Tarrant County, Texas and being all of that certain tract of land conveyed to **RADIOSHACK CORPORATION** by deed as recorded in Volume 5054, Page 506, Deed Records, Tarrant County, Texas (D.R.T.C.T.), said tract being all of Lots 3-35, Block 26, North Fort Worth Townsite Companys Subdivision, being an addition to the City of Fort Worth, Tarrant County, Texas according to the plat thereof recorded in Volume 204-A, Page 117, Plat Records, Tarrant County, Texas (P.R.T.C.T.), and together with the alley adjacent to said Lots 3-35 abandoned by City of Fort Worth Ordinance Numbers 2444 and 6481, certified copies of said ordinances being filed for record in Volume 1932, Page 302 and in Volume 5054, Page 503, D.R.T.C.T., said tract being herein more particularly described by metes and bounds as follows:

BEGINNING at a "X" cut in concrete found at the north property corner of the said Block 26, said beginning point being at the intersection of the southwest right-of-way line of North Houston Street, being a 70' wide right-of-way at this point, with the southeast right-of-way line of North West Seventh Street, being a 60' wide right-of-way at this point;

THENCE South 30°02'00" East, along the northeast property line of the said Block 26 and along the said southwest right-of-way line of North Houston Street, 550.00 feet to a ½" iron rod with cap stamped "SPOONER AND ASSOCIATES" set (1/2" CIRS) at the east property corner of the said Lot 3, Block 26, same being the north property corner of Lot 2, Block 26 of the said North Fort Worth Townsite Companys Subdivision;

THENCE South 59°58'00" West, along the southeast property line of the said Lots 3 and 35, Block 26, along the northwest property line of the said Lot 2 and along the northwest property line of Lot 36, Block 26 of the said North Fort Worth Townsite Companys Subdivision, 200.00 feet to a ½" CIRS at the south property corner of the said Lot 35, same being the west property corner of the said Lot 36, said ½" CIRS being on the northeast right-of-way line of North Throckmorton Street, being a 70' wide right-of-way at this point;

THENCE North 30°02'00" West, along the southwest property line of the said Block 26 and along the said northeast right-of-way line of North Throckmorton Street, 550.00 feet to a "X" found in concrete at the west property corner of the said Block 26, same being on the said southeast right-of-way line of North West Seventh Street;

THENCE North 59°58'00" East, along the northwest property line of the said Block 26 and along the said southeast right-of-way line of North West Seventh Street, 200.00 feet to the **POINT OF BEGINNING**;

The tract being herein described contains **2.525 acres (109,997 square feet)** 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.

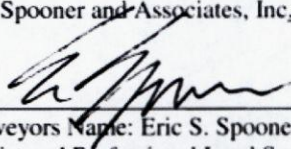
I do certify on this 18th day of May, 2011, that a survey was made on the ground as per the field notes shown on this survey and is true and correct according to the standards of the Texas Society of Professional Surveyors Standards and Specifications for a Category 1A, Condition II Survey, and accurate 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 Alliant National Title Insurance Company, Dated May 18, 2011 with an effective date of May 9, 2011, GF# 11-01049 affecting the subject property.

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 property adjoins North West Seventh Street, a 70 feet wide right-of-way, North Houston Street, a 70' right-of-way and North Throckmorton Street, a 70 feet wide right-of-way, all of which provide 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: Spooner and Associates, Inc.


Surveyors Name: Eric S. Spooner
Registered Professional Land Surveyor,
Texas No. 5922
Date of Survey: 5-18-11



In addition, R. Steve Christian, Real Property Director, and the staff of the Water District are hereby authorized to commence eminent domain proceedings to acquire the property; and authorized to take all steps which are reasonably necessary to facilitate the acquisition of the above-described property, whether by eminent domain or by purchase, and in connection therewith to pay all reasonable and necessary costs incurred with such acquisition. Director Sparks seconded the motion and the vote in favor was unanimous.

26.

With the recommendation of management and the Board of Directors of Trinity River Vision Authority at its meeting on June 1, 2011, Director Leonard moved to approve the acquisition of the following described real property for the public purpose and use of construction of the Trinity River Vision – Central City Project, including portions needed for use as a staging area during construction, whether by eminent domain or by purchase. Funding for this acquisition is included in the FY 2011 General Fund.

Fee simple title to the surface estate only, including improvements located thereon, of 6.875 acres of land located in the J. BAUGH SURVEY, Abstract No. 115, the R. CROWLEY SURVEY, Abstract No. 313, the A. GOUHENANT SURVEY, Abstract No. 582, and the F.G. MULLIKEN SURVEY, Abstract No. 1045, Tarrant County, Texas, and being all of the tract of land designated as Second Parcel in the deed to MMM Group, LLC, recorded in Volume 14389, Page 63 of the Deed Records of Tarrant County, Texas, and a portion of the tract of land designated as First Parcel in such deed, and further described on the survey plat attached hereto as Exhibit "A-1".

Fee simple title to the surface estate only, including improvements located thereon, of 4.771 acres of land located in the A. GOUHENANT SURVEY, Abstract No. 582, Fort Worth, Tarrant County, Texas, and being a portion of the tract of land designated as First Parcel in the deed to MMM Group, LLC, by the deed recorded in Volume 14389,

Page 63 of the Deed Records of Tarrant County, Texas said tract being more particularly described in the accompanying resolution and in the survey plat for Parcel # 166 attached thereto as Exhibit "A-2".

Fee simple title to the surface estate only, including improvements located thereon, of 0.305 acres of land located in the J. BAUGH SURVEY, Abstract No. 115, Fort Worth, Tarrant County, Texas, and being a portion of the tract of land designated as First Parcel in the deed to MMM Group, LLC, by the deed recorded in Volume 14389, Page 63 of the Deed Records of Tarrant County, Texas said tract being more particularly described in the accompanying resolution and in the survey plat for Parcel # 170 attached thereto as Exhibit "A-3".

Said Property as represented on Exhibits A-1 through A-3 being all of the land conveyed to MMM Group, LLC, by instrument recorded in Volume 14389, Page 63 of the Deed Records of Tarrant County, Texas.

PARCELS #111,165,166 & 170
LEGAL DESCRIPTION

BEING 6.875 acres of land located in the J. BAUGH SURVEY, Abstract No. 115, the R. CROWLEY SURVEY, Abstract No. 313, the A. GOUHENANT SURVEY, Abstract No. 582, the F.G. MULLIKEN SURVEY, Abstract No. 1045 of Tarrant County, Texas, and being all of the tract of land designated as Second Parcel in the deed to MMM Group, LLC, recorded in Volume 14389, Page 63 of the Deed Records of Tarrant County, Texas (D.R.T.C.T.), and a portion of the tract of land designated as First Parcel in the aforesaid deed to MMM Group, LLC. Said 6.875 acres of land being more particularly described by metes and bounds, as follows:

BEGINNING at a 2" iron pipe found, in the common line between the aforesaid J. BAUGH SURVEY, and the R. CROWLEY SURVEY, and lying 182.2 feet, Westerly from the Southeast corner of the aforesaid J. BAUGH SURVEY;

THENCE N 45° 18' 57" W 195.78 feet, along the Northeast boundary line of the Tarrant County Water Control and Improvement District No. 1 Tract, recorded in Volume 2313, Page 509 of the D.R.T.C.T., to a 1/2" iron rod stamped "Brittain & Crawford" set in the Southeast right-of-way line of the Fort Worth & Western Railroad right-of-way;

THENCE along the Southeast right-of-way line of said Fort Worth & Western Railroad right-of-way, as follows:

1. N 22° 17' 38" E 225.99 feet, to a 1/2" iron rod stamped "Brittain & Crawford" set, at the beginning of a curve to the left;
2. NORTHEASTERLY 471.23 feet, along said curve to the left having a radius of 1482.39 feet, a central angle of 18° 12' 49", and a chord bearing N 13° 11' 13" E 469.25 feet, to a 1/2" iron rod stamped "Brittain & Crawford" set at the end of said curve;
3. N 04° 04' 48" E 272.77 feet, to a 5/8" iron rod stamped "TranSystems" found, at the intersection of said Southeast right-of-way line of said Fort Worth & Western Railroad right-of-way, and the Northwest right-of-way line of the St. Louis, Arkansas & Texas Railway Company right-of-way recorded in Volume 56, Page 533, D.R.T.C.T.;

THENCE along the Northwest right-of-way line of said St. Louis, Arkansas & Texas Railway Company right-of-way, as follows:

1. SOUTHEASTERLY 1699.57 feet, along a curve to the left having a radius of 1960.08 feet, a central angle of 49° 40' 51", and a chord bearing S 20° 45' 37" E 1646.83 feet, to a 5/8" iron rod stamped "TranSystems" found, at the end of said curve;
2. S 45° 36' 03" E 254.62 feet, to a found railroad rail for a corner. Said point lying in the North line of a Tract conveyed to St. Louis, Arkansas & Texas Railway Company by the deed recorded in Volume 48, Page 127 of the D.R.T.C.T.;

THENCE S 44° 35' 47" W 105.90 feet, along the North line of said St. Louis, Arkansas & Texas Railway Company Tract, to a "PK" nail found, in the East boundary line of the Tract of land conveyed to Tarrant County Water and Improvement District No. 1 by the deed recorded in Volume 2313, Page 509 of the D.R.T.C.T.;

THENCE N 58° 45' 57" W 116.70 feet, along the Northeast boundary line of said Tarrant County Water and Improvement District No. 1 Tract, to a 1/2" iron rod stamped "Brittain & Crawford" set;

THENCE N 45° 18' 57" W continuing along the Northeast line of said Tarrant County Water Control and Improvement District No. 1 Tract, at 676.30 feet, passing a 1/2" iron rod marked "Brittain & Crawford" set, in all 934.60 feet, to THE PLACE OF BEGINNING, containing 6.875 acres or (299,490 square feet) 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 11th day of September, 2009, 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 Lawyers Title Insurance Company, Dated July 30, 2009, GF# 0610016-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 does not abut any public right-of-way, and has no apparent public access to or from the subject property.

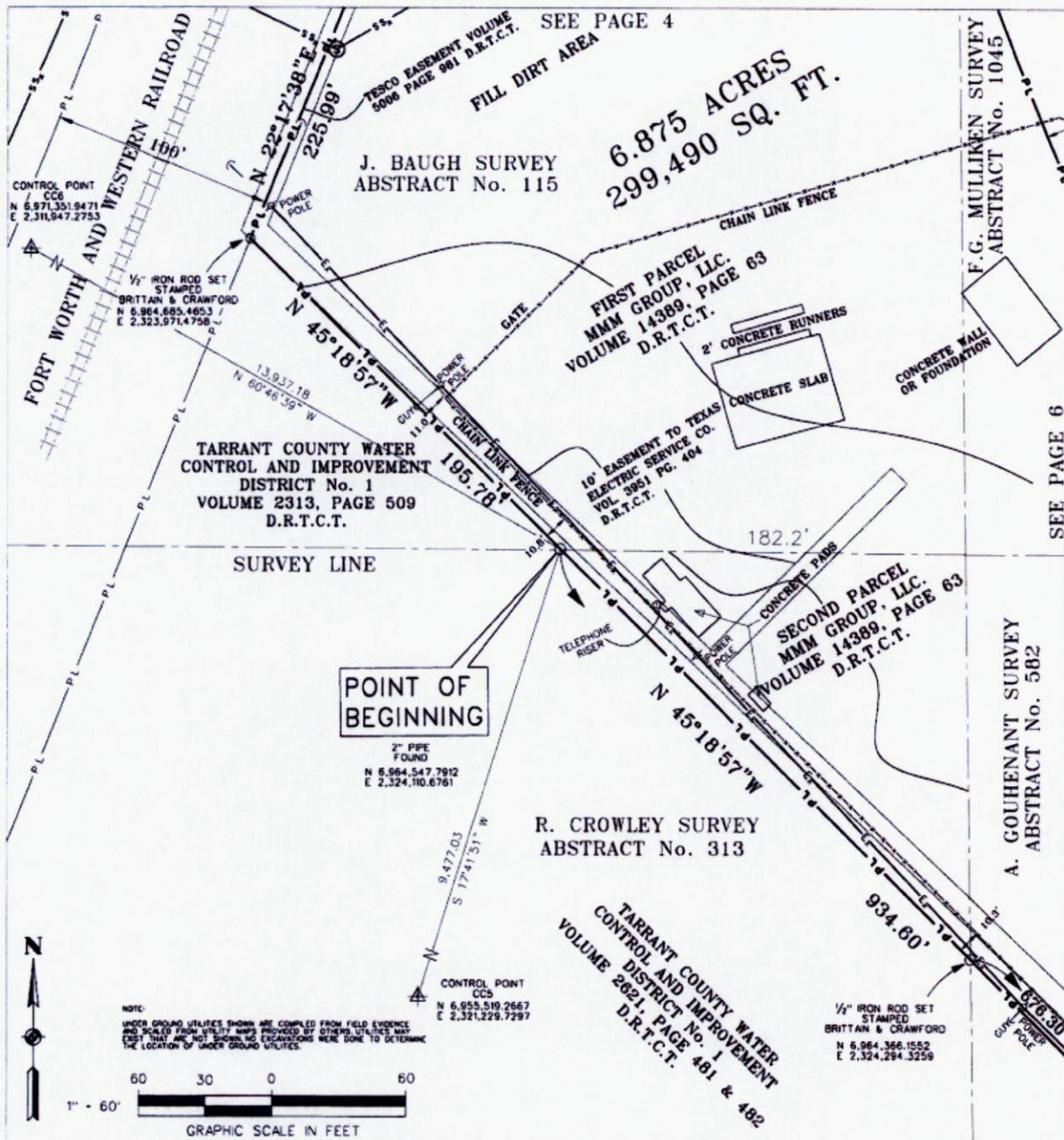
This survey substantially complies with the current Texas Society of Professional Surveyors Standards and Specifications for a Category 1A, Condition II Survey.

By: Brittain & Crawford
Land Surveying & Topographic Mapping

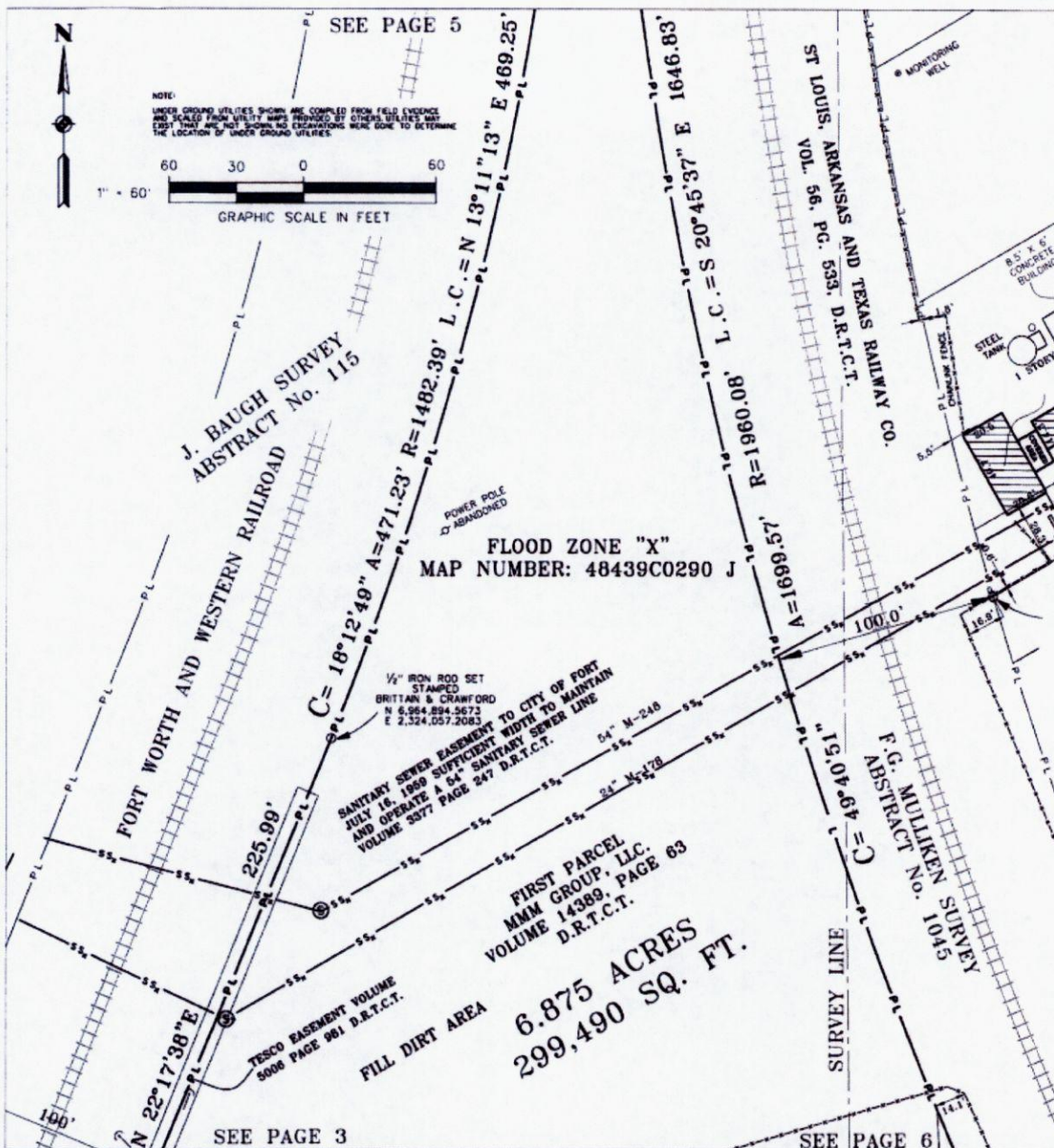

James L. Brittain
Registered Professional Land Surveyor
No. 1674



Dated: 9-11-09

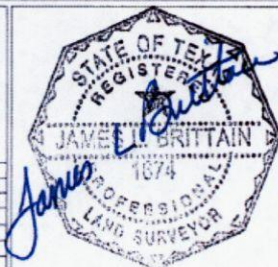


BRITTAIN & CRAWFORD LAND SURVEYING & TOPOGRAPHIC MAPPING (817) 429-0211 - METRO (817) 429-0112 FAX NO. (817) 429-0347 P.O. BOX 11334 • 2008 SOUTH FREEDWAY FORT WORTH, TEXAS 76116 EMAIL: ccc@brittain-crawford.com		SHEET TITLE LAND TITLE SURVEY MMM GROUP PARCELS #111, 165, 166 & 170
PROJ NO: P202 06 0524 SCALE: 60 DATE: APRIL 28, 2008 DESIGNED BY: DRAWN BY: K.D.E. CHECKED BY: K.D.E. FILE NAME: P111-V-PB0001-01 REVISED: SEPTEMBER 4, 2009	PROJECT TRINITY RIVER VISION	NOTE: COORDINATES SHOWN ARE SURFACE COORDINATES BASED ON NAD 83 TEXAS NORTH CENTRAL ZONE (4202) WITH AN ADJUSTMENT FACTOR OF 1.0001375289116 PG. 3 of 8



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DALLAS: 972-441-1100 • CRAWFORD: 972-441-1100

PROJ NO: P202 06 0524
SCALE: 60
DATE: APRIL 28, 2008
DESIGNED BY:
DRAWN BY: K.D.E.
CHECKED BY: K.D.E.
FILE NAME: P111 V-PB0001-02
REVISED: SEPTEMBER 4, 2009



SHEET TITLE

LAND TITLE SURVEY

MMM GROUP

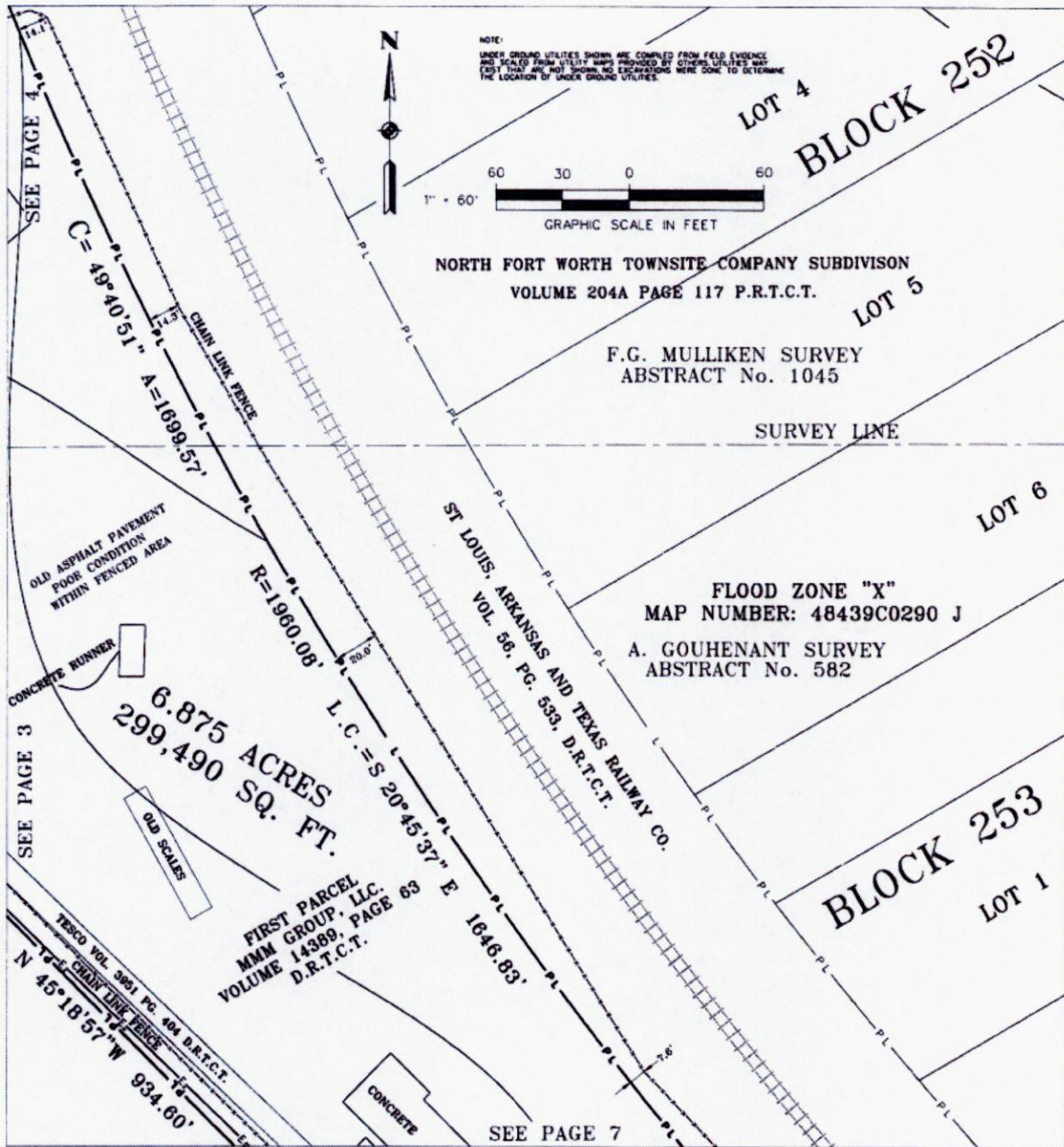
PARCELS #111, 165, 166 & 170


PROJECT

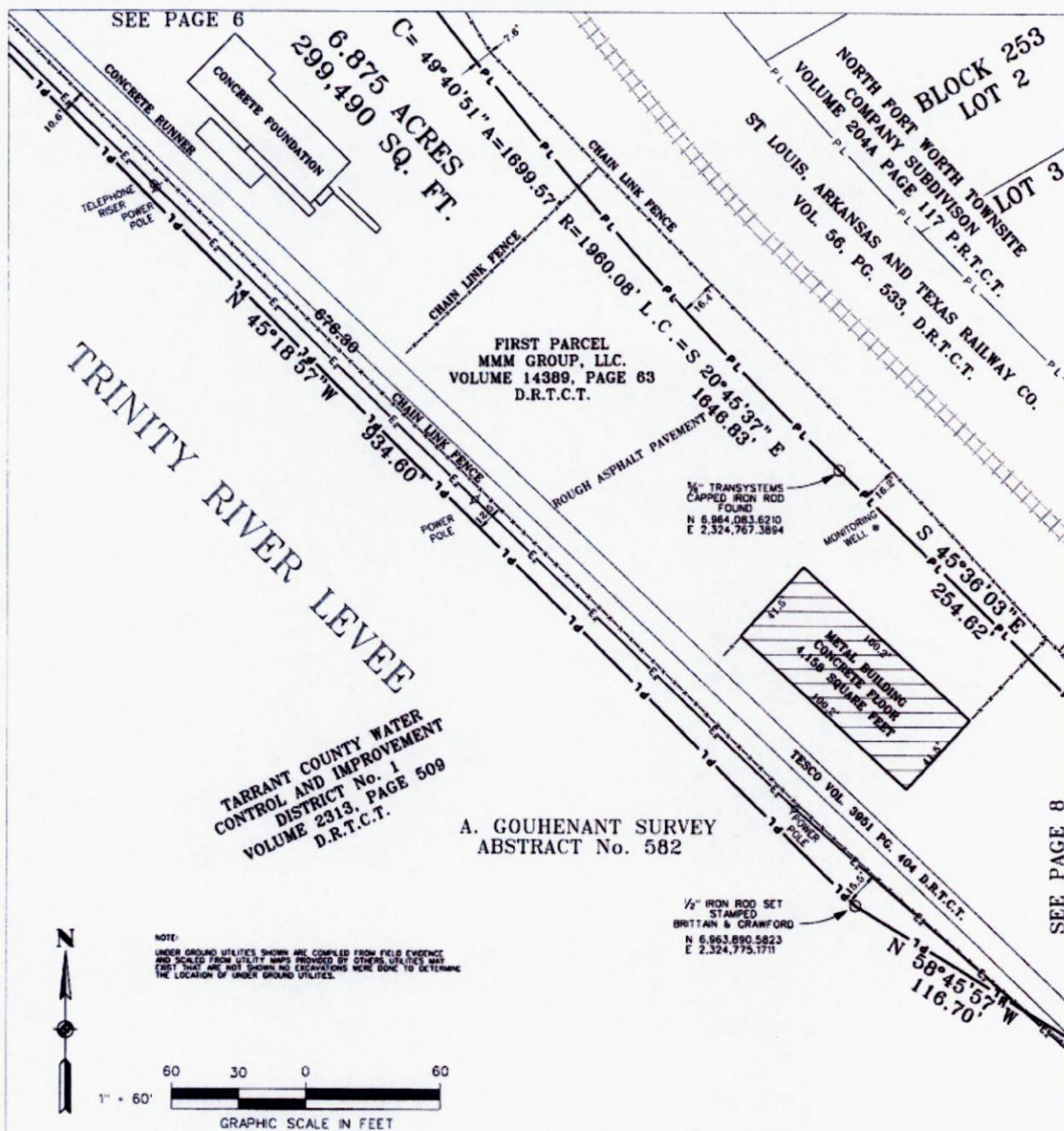
TRINITY RIVER VISION


NOTE: COORDINATES SHOWN ARE SURFACE COORDINATES
BASED ON NAD 83 TEXAS NORTH CENTRAL ZONE (4202) WITH
AN ADJUSTMENT FACTOR OF 1.0001375289116

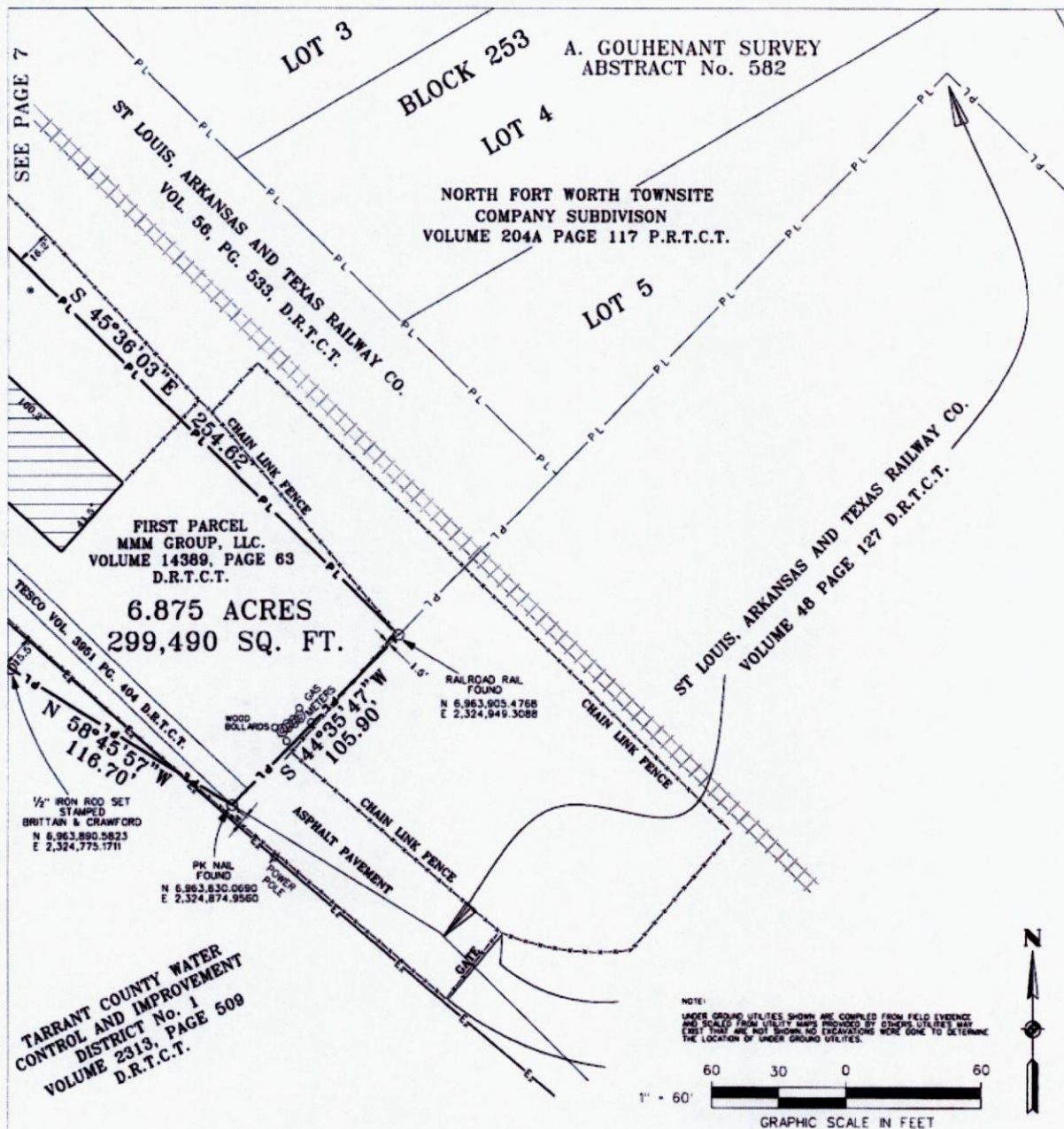
PG. 4 of 8



<p>BRITTAIN & CRAWFORD LAND SURVEYING & TOPOGRAPHIC MAPPING</p> <p>(817) 426-0211 - MCRG (817) 426-5112 FAX NO. (817) 526-8347 P.O. BOX 11374 • 2009 SOUTH FREEMAN FORT WORTH, TEXAS 76110 EMAIL: ap@brittain-crawford.com</p> <p>PROJ NO: P202 06 0524 SCALE: 60 DATE: APRIL 28, 2008 DESIGNED BY: DRAWN BY: K.O.E. CHECKED BY: K.O.E. FILE NAME: P111-V-PB0001_04 REVISED: SEPTEMBER 4, 2009</p>		<p>SHEET TITLE LAND TITLE SURVEY MMM GROUP PARCELS #111, 165, 166 & 170</p> <p>PROJECT TRINITY RIVER VISION</p> <p>NOTE: COORDINATES SHOWN ARE SURFACE COORDINATES BASED ON NAD 83 TEXAS NORTH CENTRAL ZONE (4202) WITH AN ADJUSTMENT FACTOR OF 1.0001375289116</p> <p>PG. 6 of 8</p>
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<p>PROJ NO: P202 06 0524</p> <p>SCALE: 60</p> <p>DATE: APRIL 28, 2008</p> <p>DESIGNED BY:</p> <p>DRAWN BY: K.D.E.</p> <p>CHECKED BY: K.D.E.</p> <p>FILE NAME: P111-V-PB0001_05</p> <p>REVISED: SEPTEMBER 4, 2009</p>		<p>PROJECT</p> <p>TRINITY RIVER VISION</p>
		<p>NOTE: COORDINATES SHOWN ARE SURFACE COORDINATES BASED ON NAD 83 TEXAS NORTH CENTRAL ZONE (14202) WITH AN ADJUSTMENT FACTOR OF 1.0001375289116</p> <p>PG. 7 of 8</p>



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PROJ. NO: P202 DE 0524
SCALE: 60
DATE: APRIL 28, 2008
DESIGNED BY:
DRAWN BY: K.D.E.
CHECKED BY: K.D.E.
FILE NAME: P111.V-PB0001_06
REVISED: SEPTEMBER 4, 2009

SHEET TITLE

LAND TITLE SURVEY
MMM GROUP
PARCELS #111, 165, 166 & 170

PROJECT

TRINITY RIVER VISION

NOTE: COORDINATES SHOWN ARE SURFACE COORDINATES
BASED ON NAD 83 TEXAS NORTH CENTRAL ZONE 142021 WITH
AN ADJUSTMENT FACTOR OF 1.0001375289116

PG. 8 of 8

PARCEL #166
LEGAL DESCRIPTION

BEING 4.771 acres of land located in the A. GOUHENANT SURVEY, ABSTRACT NO. 582, Fort Worth, Tarrant County, Texas, and being a portion of the tract of land designated as First Parcel in the deed to MMM Group, LLC, by the deed recorded in Volume 14389, Page 63 of the Deed Records of Tarrant County, Texas. Said 4.771 acres of land being more particularly described by metes and bounds as follows:

BEGINNING at a 1" iron pipe found in the West boundary line of said First Parcel, being the West boundary line of said GOUHENANT SURVEY, and the East boundary line of the R. CROWLEY SURVEY, ABSTRACT NO. 313, and said POINT OF BEGINNING being located 182.00 feet South of the Northwest corner of said GOUHENANT SURVEY, and said POINT OF BEGINNING also lying at the Northwest corner of the Right-of-Way tract designated as 3rd Tract in the deed to Fort Worth Improvement District No. 1 of Tarrant County, Texas, recorded in Volume 383, Page 22 of the Deed Records of Tarrant County, Texas;

THENCE along the Northeast boundary line of said 3rd Tract (Right-of-Way), as follows:

1. S 45° 18' 57" E 676.30 feet, to a ½" iron rod marked "Brittain & Crawford", set;
2. S 58° 45' 57" E 116.70 feet, to a P.K. Nail found at the East corner of said 3rd Tract, lying in the Northwest boundary line of the tract of land conveyed to St. Louis Southwestern Railroad Company by the deed recorded in Volume 48, Page 127 of the Deed Records of Tarrant County, Texas;

THENCE S 44° 30' 03" W 355.01 feet, along the Southeast boundary line of said 3rd Tract (Right-of-Way), and the Northwest boundary line of said St. Louis Southwestern Railroad Company Tract, to a point in the Northeast low top bank of the West Fork of the Trinity River, being the South corner of said 3rd Tract (Right-of-Way);

THENCE along the Southwest boundary line of said 3rd Tract (Right-of-Way), and the Northeast low top bank of the Trinity River, as follows:

1. N 55° 47' 33" W 73.30 feet, to a point;
2. N 48° 23' 57" W 94.67 feet, to a point;
3. N 39° 31' 52" W 86.41 feet, to a point;
4. N 35° 17' 52" W 72.82 feet, to a point;
5. N 33° 15' 09" W 112.27 feet, to a point;
6. N 36° 30' 18" W 70.10 feet, to a point in the West boundary line of aforesaid A. GOUHENANT SURVEY, and the Southwest corner of said 3rd Tract (Right-of-Way);

THENCE N 0° 00' 21" W 408.91 feet, along the West boundary line of said GOUHENANT SURVEY, the West boundary line of aforesaid First Parcel to MMM Group, LLC, and the West boundary line of said 3rd Tract (Right-of-Way), to the POINT OF BEGINNING containing 4.771 acres or (207,820 Sq. Ft.) 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

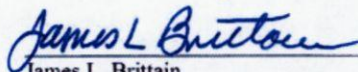
I do hereby certify on this 3rd day of August, 2011, that a survey was made on the ground April 28, 2008 as per the field notes shown on this survey and is true and correct according to the standards of the Texas Society of Professional Surveyors Standards and Specifications for a Category 1A, Condition 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 Lawyers Title Insurance Company, Dated July 30, 2009, GF# 0610016-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 does not abut any public right-of-way, and has no apparent public access to or from the subject property.

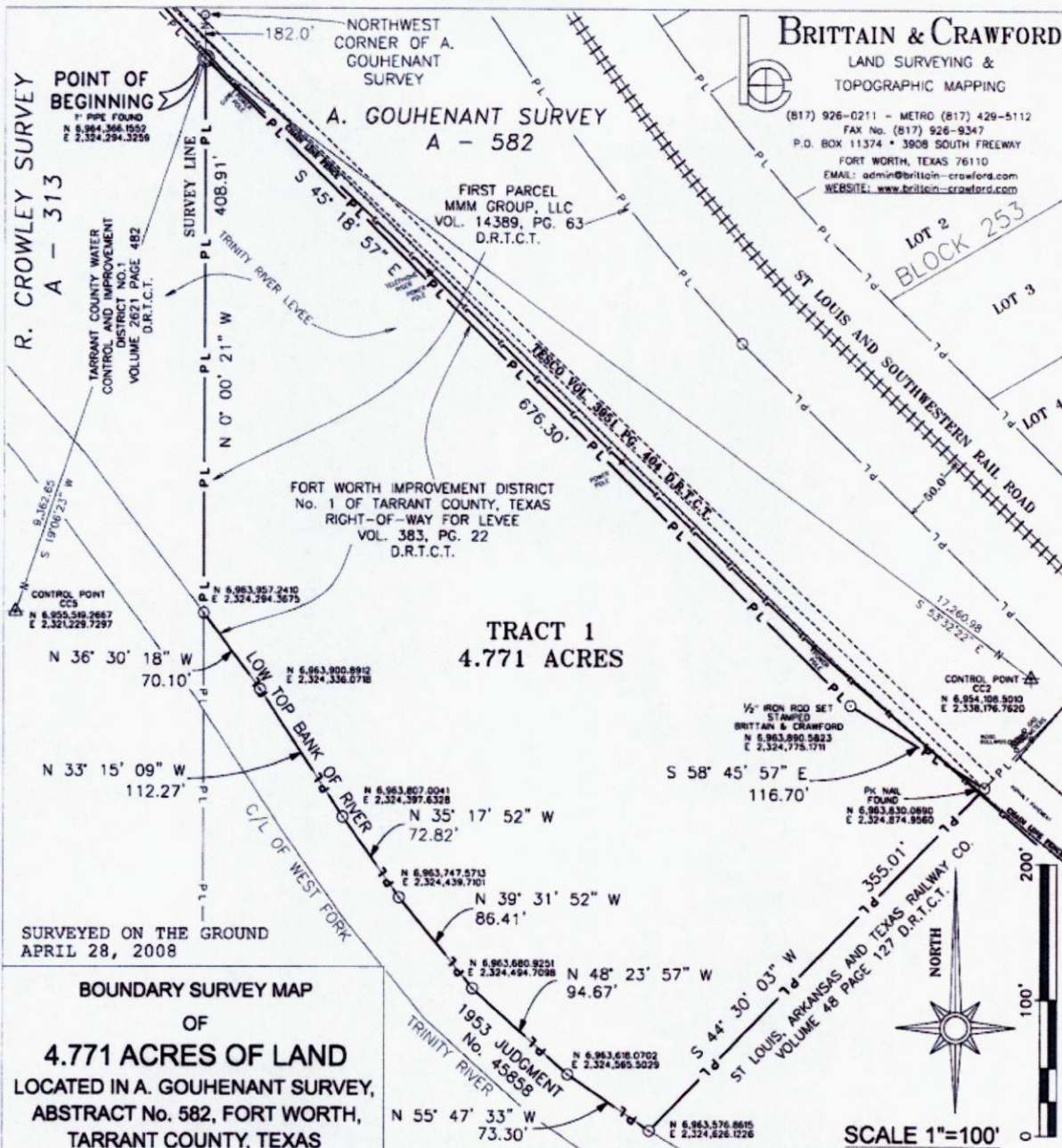
This survey substantially complies with the current Texas Society of Professional Surveyors Standards and Specifications for a Category 1A, Condition II Survey.

By: Brittain & Crawford
Land Surveying & Topographic Mapping



James L. Brittain
Registered Professional Land Surveyor
No. 1674





<p>BRITTAIN & CRAWFORD LAND SURVEYING & TOPOGRAPHIC MAPPING (817) 926-0211 - METRO (817) 429-5112 FAX No. (817) 926-9347 P.O. BOX 11374 • 3908 SOUTH FREEWAY FORT WORTH, TEXAS 76110 EMAIL: admin@brittain-crawford.com</p> <p>PROJ NO: P202 06 0524 SCALE: 60 DATE: APRIL 28, 2008 DESIGNED BY: DRAWN BY: K.D.E. CHECKED BY: K.D.E. FILE NAME: P166-V-PB0001</p>	<p>STATE OF TEXAS REGISTERED JAMES L. BRITTAIN 1874 PROFESSIONAL LAND SURVEYOR</p> <p><i>James L. Brittain</i></p>	<p>SHEET TITLE LAND TITLE SURVEY MMM GROUP PARCEL #166</p> <p>PROJECT TRINITY RIVER VISION</p> <p>NOTE: COORDINATES SHOWN ARE SURFACE COORDINATES BASED ON NAD 83 TEXAS NORTH CENTRAL ZONE (4202) WITH AN ADJUSTMENT FACTOR OF 1.0001375269116</p> <p>PG. 1 of 3</p>
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PARCEL #170
LEGAL DESCRIPTION

BEING 0.305 acre of land located in the J. BAUGH SURVEY, ABSTRACT NO. 115, Fort Worth, Tarrant County, Texas, and being a portion of the tract of land designated as First Parcel in the deed to MMM Group, LLC, by the deed recorded in Volume 14389, Page 63 of the Deed Records of Tarrant County, Texas. Said 0.305 acres of land being more particularly described by metes and bounds as follows:

BEGINNING at a 1" iron pipe found in the most Northerly South boundary line of said First Parcel, being the South boundary line of said J. BAUGH SURVEY, and said POINT OF BEGINNING being located 182.2 feet West of the Southeast corner of said J. BAUGH SURVEY, and said POINT OF BEGINNING also being the East corner of the Right-of-Way Tract of land designated as 4th Tract in the deed to Fort Worth Improvement District No. 1 of Tarrant County, Texas, recorded in Volume 383, Page 22 of the Deed Records of Tarrant County, Texas;

THENCE N 89° 24' 11" W 194.83 feet, along the most Northerly South boundary line of said First Parcel, and the South boundary line of said 4th Tract (Right-of-Way), to a ½" capped iron rod set stamped Brittain & Crawford at the Southwest corner of said 4th Tract (Right-of-way), and the most Westerly Southwest corner of said First Parcel, lying in the Southeast right-of-way line of the St. Louis San Francisco & Texas Rail Road Co.;

THENCE N 22° 17' 38" E 146.60 feet, along the Southeast right-of-way line of said railroad, and the Northwest boundary line of said First Parcel, and the Northwest boundary line of said 4th Tract (Right-of-Way), to a ½" iron rod found at the North corner of said 4th Tract (Right-of-Way);

THENCE S 45° 18' 57" E 195.78 feet, along the Northeast boundary line of said 4th Tract (Right-of-Way), to the POINT OF BEGINNING containing 0.305 acre or (13,269 Sq. Ft.) 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

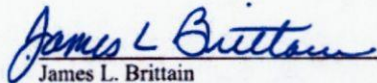
I do hereby certify on this 3rd day of August, 2011, that a survey was made on the ground April 28, 2008 as per the field notes shown on this survey and is true and correct according to the standards of the Texas Society of Professional Surveyors Standards and Specifications for a Category 1A, Condition 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 Lawyers Title Insurance Company, Dated July 30, 2009, GF# 0610016-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 does not abut any public right-of-way, and has no apparent public access to or from the subject property.

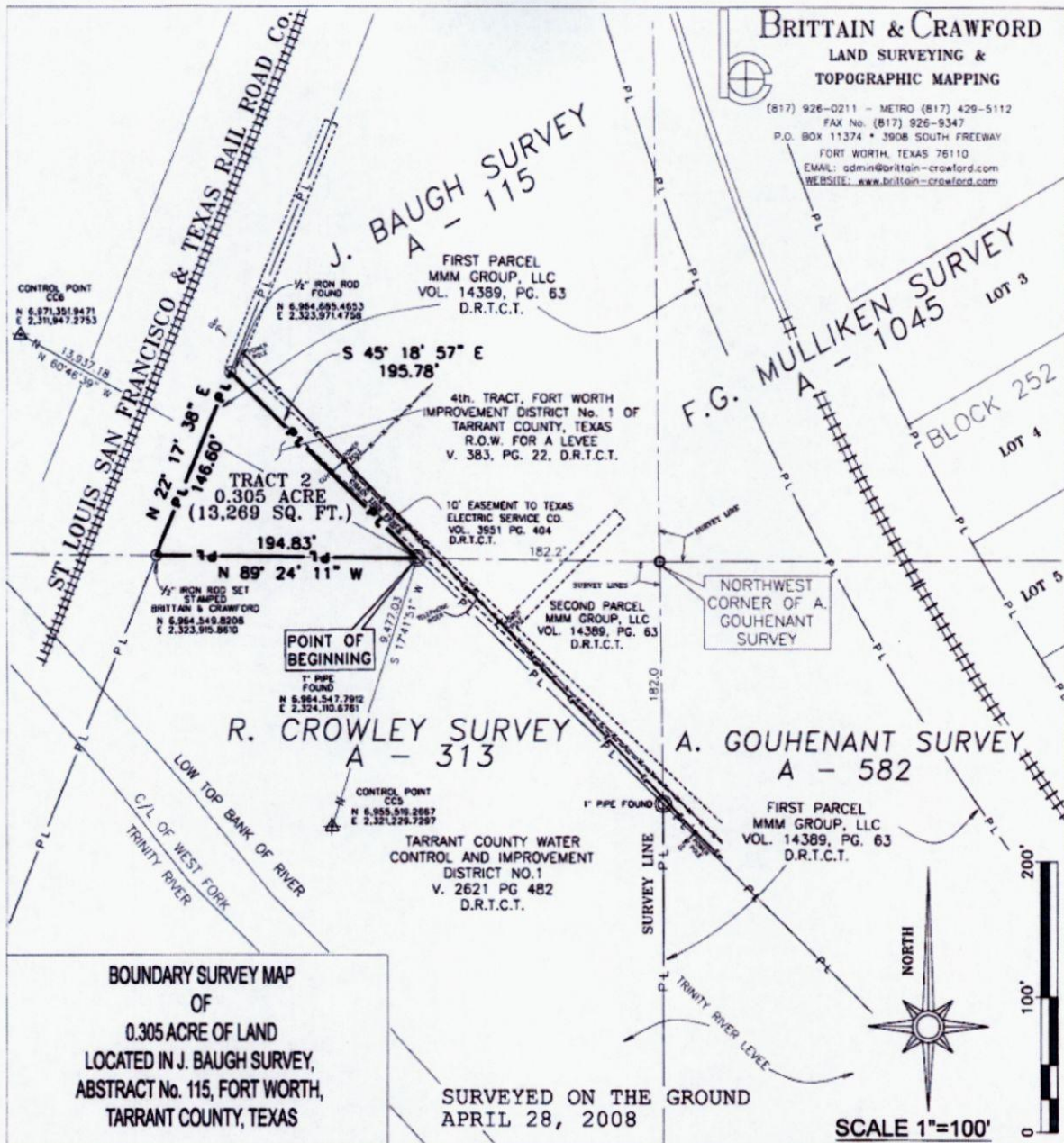
This survey substantially complies with the current Texas Society of Professional Surveyors Standards and Specifications for a Category 1A, Condition II Survey.

By: Brittain & Crawford
Land Surveying & Topographic Mapping



James L. Brittain
Registered Professional Land Surveyor
No. 1674





<p>BRITTAIN & CRAWFORD LAND SURVEYING & TOPOGRAPHIC MAPPING (817) 926-0211 - METRO (817) 429-5112 FAX No. (817) 926-9347 P.O. BOX 11374 • 3908 SOUTH FREEWAY FORT WORTH, TEXAS 76110 EMAIL: admin@brittain-crawford.com WEBSITE: www.brittain-crawford.com</p> <p>PROJ NO: P202 06 0524 SCALE: 60 DATE: APRIL 28, 2008 DESIGNED BY: DRAWN BY: K.D.E. CHECKED BY: K.D.E. FILE NAME: P170.V-PB0001</p>	<p>STATE OF TEXAS REGISTERED JAMES L. BRITTAIN 1674 PROFESSIONAL LAND SURVEYOR</p> <p><i>James L. Britton</i></p>	<p>SHEET TITLE LAND TITLE SURVEY MMM GROUP PARCEL #170</p> <p>PROJECT TRINITY RIVER VISION</p> <p>NOTE: COORDINATES SHOWN ARE SURFACE COORDINATES BASED ON NAD 83 TEXAS NORTH CENTRAL ZONE (4202) WITH AN ADJUSTMENT FACTOR OF 1.0001375289116</p> <p>PG. 3 of 3</p>
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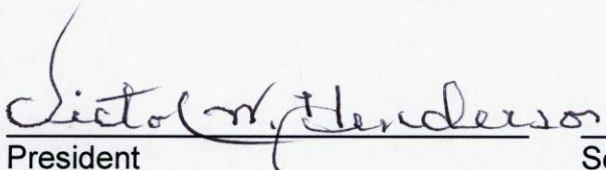
In addition, R. Steve Christian, Real Property Director, and the staff of the Water District are hereby authorized to commence eminent domain proceedings to acquire the property; and authorized to take all steps which are reasonably necessary to facilitate the acquisition of the above-described property, whether by eminent domain or by purchase, and in connection therewith to pay all reasonable and necessary costs incurred with such acquisition. Director Stevens seconded the motion and the vote in favor was unanimous.

27.

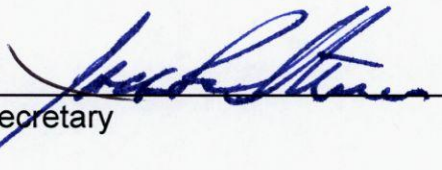
With the recommendation of management and General Counsel, Director Sparks moved to approve a Settlement Agreement of the claims of Seley Johnson Fuller and Sam Byron Hulsey, individually and as trustee of the trust created pursuant to the Last Will and Testament of Linda Johnson Hulsey, Deceased (the distributee and heir of the distributee of the Luther Johnson Testamentary Trust) in the amount of \$20,000 and Charles Irvine in the amount of \$30,000 in the Montgomery Lawsuit. Funding for this settlement is included in the Bond Fund. Director Leonard seconded the motion and the vote in favor was unanimous.

28.

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



President



Secretary