

MINUTES OF A MEETING OF THE BOARD OF DIRECTORS OF  
TARRANT REGIONAL WATER DISTRICT  
HELD ON THE 20<sup>TH</sup> DAY OF DECEMBER 2011 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 Lane

Also present were Jim Oliver, Alan Thomas, Kathy Berek, Steve Christian, Linda Christie, Wesley Cleveland, J. D. Granger, Nancy King, Chad Lorance, David Marshall, Jennifer Mitchell, Rachel Navejar, Sandy Newby, Mark Olson, Wayne Owen, Carol Tackel, and Ed Weaver.

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; Brian McDonald and Mike Mocek of Alan Plummer Associates, Inc.; Gary Savanyu of Beta/Foster; Dan Buhman of Buhman Associates; Don Funderlic of CDM; Brian Newby of Cantey Hanger, LLP; Laura Alexander and David Medanich of First Southwest; Ron Lemons of Freese and Nichols, Inc.; Karen Pimsner and David Lutz of Fugro Consultants, Inc.; Pat Whiteley of Hanson Pressure Pipe; Ann Kovich of Halff Associates; Matt Garcia of MWH; Alan Raynor of McCall, Parkhurst; Paul Blanchard and Eric Stokes of Northwest Pipe Company; Kevin Patrick of PMK; Rhett Bredy and Ron Morrison of RBC Capital Markets Corporation; Howard Maynard of SWS Environmental; Christine Jacoby of Shaw; Bill Paxton of Capital Alliance; Charles Rothfeld 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 November 15, 2011. It was accordingly ordered that these minutes be placed in the permanent files of Tarrant Regional Water District.

3.

There were no persons of the general public requesting the opportunity to address the Board of Directors.

4.

The presiding officer next opened a public hearing to allow members of the general public to speak for or against taxation of "goods-in-transit" as it applies to tax year 2012 and subsequent tax years.

5.

With the recommendation of management and no members of the general public speaking for or against the Water District's taxation of "goods-in-transit" which would otherwise be exempt under Section 11.253(b) as amended of the Texas Tax Code, Director Sparks moved to close the public hearing. Director Leonard seconded the motion and the vote in favor was unanimous.

6.

With the recommendation of management, Director Leonard moved that TRWD provide for the *ad valorem* taxation of "goods-in-transit" which would otherwise be exempt under Section 11.253(b) Subsection (j-1) of the Texas Tax Code and not exempt under other law. Director Stevens seconded the motion and the vote in favor was unanimous.

7.

With the recommendation of management, Director Sparks moved to update the agreement with McCall, Parkhurst & Horton for bond counsel services. 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 Stevens moved to amend the contract with Fugro Consultants, Inc. at a cost not to exceed \$7,153,000 for Integrated Pipeline Project program-wide geotechnical engineering services – Phase 2. Funding for this contract is included in the Bond Fund. 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 close-out of the Phase 1 contract with Williams Painting & Sandblasting, Inc. for the refurbishing of Richland-Chambers spillway gates and release of retainage for a total of \$39,275. Funding for this payment

is included in the FY 2012 Revenue Fund. 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 amend the contract with Halff Associates, Inc. for the Fort Worth Floodway and Upper Basin forecasting model in the amount of \$44,500. Funding for this payment is included in the FY 2012 General Fund. Director Lane seconded the motion and the vote in favor was unanimous.

11.

With the recommendation of management, Director Sparks moved to modify the Trinity River Vision Central City Project contract with TranSystems Corporation by adding 23 parcels to be surveyed in the amount of \$214,155 for a new contract total of \$934,644. Funding for this payment is included in the FY 2012 General Fund - TRV. Director Stevens seconded the motion and the vote in favor was unanimous.

12.

#### Staff Updates

- Airfield Trailhead Update
- Water Conservation Strategic Plan Update
- Video(s) Highlighting Water District Activities

13.

The Board of Directors recessed for a break from 10:47 a.m. to 10:53 a.m.

14.

The presiding officer next called an executive session at 10:54 a.m. 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.

15.

The Board of Directors recessed for a break from 11:48 a.m. to 11:55 a.m.

16.

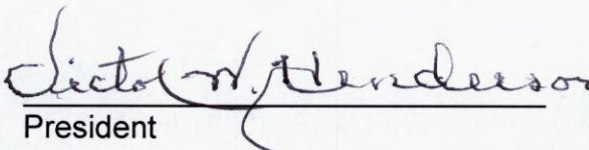
The presiding officer next called for the executive session to resume at 11:55 a.m. under V.T.C.A., Government Code, Section 551.071 to consult with legal counsel on a matter in which the duty of counsel under the Texas Disciplinary Rules of Professional Conduct clearly conflicts with Chapter 551, Texas 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.

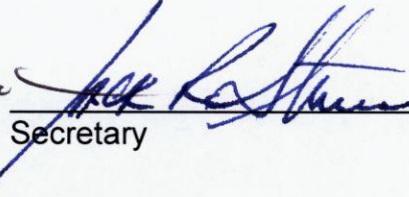
17.

Upon completion of the executive session at 12:11 p.m., the President reopened the meeting.

18.

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

  
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President

  
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Secretary