

MINUTES OF A MEETING OF THE BOARD OF DIRECTORS OF  
TARRANT REGIONAL WATER DISTRICT  
HELD ON THE 17<sup>TH</sup> DAY OF JANUARY 2012 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, Darrel Andrews, Norman Ashton, Darrell Beason, Kathy Berek, Shanna Cate, Steve Christian, Linda Christie, Wesley Cleveland, Nancy King, Brice Komatsu, David Marshall, Jennifer Mitchell, Fred Montis, Rachel Navejar, Sandy Newby, Matt Oliver, Wayne Owen, and Carol Tackel.

Also in attendance were George Christie, General Counsel for Tarrant Regional Water District (Water District); Lee Christie, Jeremy Harmon, and Ethel Steele of Pope, Hardwicke, Christie, Schell, Kelly, & Ray LLP; Don Funderlic of CDM; Cristina Criado of CRIADO; Laura Alexander and David Medanich of First Southwest; Rachel Ickert of Freese and Nichols, Inc.; Dick Fish of Lake Country Property Owners; Gary Savanyu of Foster/Beta; Frank Reed of Loop Capital; Alan Raynor of McCall, Parkhurst; Brian Newby and Wendy Davis of Newby Davis, PLLC; Christine Jacoby of Shaw; Valerie Jay and Mark Paukune of Streams and Valleys; Bill Paxton of Capital Alliance; 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 meeting held December 20, 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.

With the recommendation of management and the Construction and Operations Committee, Director Lane moved to approve a contract for planning and design services with Recreation Engineering and Planning for a river recreation and channel improvements project along the Clear Fork of the Trinity River in the amount of \$62,175. Streams and Valleys, Inc. is contributing \$15,000. The District net cost will be \$47,175. Funding for this contract is included in the FY 2012 General Fund. Director Stevens seconded the motion and the vote in favor was unanimous.

5.

With the recommendation of management, Director Leonard moved to approve the Water District's Annual Financial Report by the District's auditors, Deloitte & Touche, for the year ended September 30, 2011. Director Lane seconded the motion and the vote in favor was unanimous.

6.

With the recommendation of management and the Finance Committee, Director Leonard moved to approve a resolution authorizing the issuance, sale, and delivery of the Tarrant Regional Water District, a Water Control and Improvement District, Water Transmission Facilities Contract Revenue Bonds (City of Dallas Project), Series 2012, pledging revenues for the payment of the bonds, approving an official statement, and authorizing other instruments and procedures relating thereto. Director Stevens seconded the motion and the vote in favor was unanimous.

7.

With the recommendation of management and the Finance Committee, Director Stevens moved to approve a resolution authorizing the issuance, sale, and delivery of the Tarrant Regional Water District, a Water Control and Improvement District, Water System Revenue Refunding and Improvement Bonds, Series 2012, pledging revenues for the payment of the bonds, approving an official statement, and authorizing other instruments and procedures relating thereto. Director Leonard seconded the motion and the vote in favor was unanimous.

8.

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

<b>Project</b>	<b>Vendor</b>	<b>Approved Amount</b>	<b>Funding Source</b>	<b>Committee</b>
Construction of Richland-Chambers Lake Seawall	Western Contracting	\$276,075	Revenue	Construction and Operations

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

9.

With the recommendation of management and the committee as noted, Director Stevens moved to approve the capital expenditure as noted below.

<b>Equipment</b>	<b>Vendor</b>	<b>Amount</b>	<b>Funding Source/s</b>	<b>Committee</b>
Security System Conversion	Genetec	\$161,991.30	General Revenue	Technology

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

10.

With the recommendation of management and the Environmental Committee, Director Sparks moved to approve an Implementation Agreement between the Water District and Texas AgriLife Research (AgriLife) for the implementation of watershed protection plans for the Cedar Creek and Eagle Mountain Watersheds. This agreement provides for funding to AgriLife in the amount of \$50,000 annually for a three year period. Funding for this payment is included in the FY 2012 Revenue Fund. Director Lane seconded the motion and the vote in favor was unanimous.

11.

#### Staff Updates

- Update on Placement of New TRWD Trail Signage
- Update on System Status

12.

The Board of Directors recessed for a break from 10:47 a.m. to 10:57 a.m.

13.

The presiding officer next called an executive session at 10:58 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.

14.

Upon completion of the executive session at 11:55 a.m., the President reopened the meeting.

15.

With the recommendation of management, Director Lane moved to approve the purchase of the following described land necessary for the construction of the Trinity River Vision – Central City Project.

**Approximately 0.688 acre in fee simple, being all of Lots 19, 20, 21, 22, 23, 24, 25, 26, 27, 28, 29 and 30, Block 28, North Fort Worth Addition to the City of Fort Worth, Tarrant County, Texas, according to the plat recorded in Volume 63, Page 149 of the Plat Records, Tarrant County, Texas, TOGETHER WITH the portion of the alley adjacent to said Lots as closed and abandoned by the City of Fort Worth Ordinance No. 2315, recorded in Volume 1816, Page 2 of the Deed Records of Tarrant County, Texas;**

In addition, the Water District Board of Directors made the following findings:

- 1) That the Trinity River Vision – Central City Project is a public works project intended to enhance water and flood control of the Trinity River in Tarrant County, Texas, will facilitate water control, flood control and storm and flood drainage, promote recreation, conserve and develop the natural resources of this state, and will control, store, preserve, develop and distribute storm and flood waters within the geographical boundaries of TRWD, and will serve other public purposes for which TRWD was created pursuant to Article 16, Section 59, of the Texas Constitution;
- 2) That it is necessary and convenient in the public interest to construct the Trinity River Vision – Central City Project in Tarrant County, Texas;
- 3) That it is reasonable, necessary, and appropriate to acquire the above-described property, which is necessary for the Trinity River Vision – Central City Project;

- 4) That the staff of TRWD should be authorized to take all steps as may be reasonable and necessary to facilitate acquisition of the above-described property for the Trinity River Vision – Central City Project, with title to be held in the name of TRWD; and
- 5) That the Board of Directors of TRWD approves of the acquisition of the above-described property.

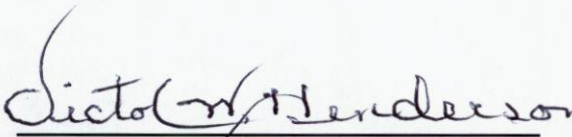
In addition, R. Steve Christian is granted authority to execute all documents necessary to complete this transaction and to pay all reasonable and necessary closing and related costs incurred with this acquisition. Funding for this purchase is included in the FY 2012 General Fund. Director Leonard seconded the motion and the vote in favor was unanimous.


16.

With the recommendation of management, Director Stevens moved to approve a resolution to move the election scheduled for May 2012 to fill three (3) positions on the Board of Directors to May 2013 to fall in line with other Tarrant County entities that hold elections in odd-numbered years. Director Leonard seconded the motion. The motion passed with Directors Henderson, Stevens and Leonard voting in favor and Directors Sparks and Lane voting against.

17.

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

  
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President

  
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Secretary