

MINUTES OF A MEETING OF THE BOARD OF DIRECTORS OF  
TARRANT COUNTY WATER CONTROL AND IMPROVEMENT DISTRICT NUMBER ONE  
HELD ON THE 13TH DAY OF OCTOBER, 1982 AT 9:30 A. M.

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

<u>PRESENT</u>	<u>ABSENT</u>
Wayne E. Newton	C. Victor Thornton
Robert D. Alexander	
Preston M. Geren	
Burford I. King	

Also present were Messrs. Bill Hilliard, Assistant General  
Manager; George Christie, Attorney for the District; Clark B.  
Gillespie and Ben Hickey, General Manager of the District.

Director Newton acted in his capacity as President and  
Director Alexander acted as Secretary, whereupon proceedings were  
had and done as follows:

1.

On motion made and seconded, and with assurance from  
management that all requirements of law relating to the "open  
meeting" law had been met, the minutes of the meeting held  
September 22, 1982 were read and approved by the Directors and it  
was accordingly ordered that such minutes be placed in the  
permanent files of the District.

2.

Mr. Clarke B. Gillespie of Cawley, Gillespie &  
Associates, Inc. made an oral presentation to the Board outlining  
his firms proposed approach to evaluating the oil and gas conflict  
on the Richland Creek Project. He stated that the bigger problem  
will likely be with older fields in the Chambers' arm. The

identification of the highest producing properties will be made first giving the District as much time as possible to adjust or purchase these properties. The Cawley, Gillespie firm will also assist the District in evaluating engineering and fabricating/construction firms required for the actual adjustments resulting. Mr. Gillespie stated he could not estimate time required for his work at this time but will keep the Board advised of his progress.

Following a discussion Director Alexander moved, Director King seconded and all Directors present approved engaging the services of the Cawley, Gillespie firm to investigate and evaluate the oil and gas conflict at the Richland Creek Project.

3.

Mr. Bill Hilliard reviewed the status of the U.P.G., Inc. gas line conflict at the Richland Project. He stated the U.P.G. has been very reluctant to negotiate in good faith and has consistently asked for unjustified enhancement to their facilities. The Board asked Mr. Clarke Gillespie to try and determine rationale for various U.P.G. demands.

Following the discussion and upon recommendation of management, Director Alexander moved, Director King seconded and all present approved that the District be now authorized to initiate eminent domain proceedings in order to adjust the conflicting U.P.G., Inc. gas line.

4.

Mr. Bill Hilliard presented the agreement between the State of Texas and the District for the adjustment of highway conflicts resulting from the Richland Creek Project. An analysis

and recommendation for approval was submitted by both District counsel and engineers. The systems to be relocated or adjusted under this agreement are U. S. Highway 287, F.M. 2859, Interstate Highway 45 and State Highway 31.

Following discussion and questions, management recommended approval of the agreement/contract; whereon Director Geren so moved, Director King seconded and with the approval of all Directors present that the District be now authorized to enter into contract with State of Texas for the purposes and on the basis submitted.

5.

A proposal agreement was presented for consideration for geotechnical services at the Richland Creek Project with Mason, Johnston and Associates.

Following a detailed discussion the following requirements were instructed to be included in all Geotechnical and Testing Agreements, to wit:

(a) Agree to submit a budget indicative of total costs of the proposed work to be performed;

(b) Review and adjust such Budget quarterly and annually.

(c) District to pay "direct costs" plus ten (10%) percent.

(d) Furnish resident transportation, including fuel and maintenance, required on job; non-resident transportation to be on a twenty-five (25¢) cent per mile basis.

(e) Review and confirm the Direct Personnel Expense applicable to the contract.

Whereon Director Geren moved and Director Alexander seconded the motion to engage Mason, Johnston and Associates subject to the

changes requested. Director King left the meeting and was not available to vote. All present voted aye and the motion carried.

6.

Mr. Ben Hickey briefed the Board on the status of laboratory and testing services for the Richland Creek Project, stating counsel for the District, Mr. George Christie, had now advised that a Laboratory and Testing Service Agreement must be secured in compliance with the "Professional Services Procurement Act," and that management, engineers for the District, with concurrence of the General Contractor-H.B. Zachry Co. would now like to recommend for consideration, Rone Engineers of Fort Worth, the only "local" Company, heretofore prequalified as competent to furnish these services; and requested authority to negotiate an Agreement with Rone to be presented the Directors at the earliest possible date.

Following questions and discussion, Director Alexander moved, Director Newton seconded, that the District staff be now authorized to negotiate with Rone for a contract agreement. Director Geren voted nay and the motion carried two to one.

7.

Management of the District requested authority for the District to enter into contract for the purchase of the following described tracts of land required for Program E - Richland Creek Project, on the following basis for payment to wit:


- I. 14.77 acres in fee @ \$750.00 per acre; 6.20 acres in easement @ \$500.00 per acre from the Ruth C. Cowles and Andrew G. Cowles Charitable Trust, Navarro County, Texas Tract No. 211.
- II. 887.3 acres in fee @ \$935.76 per acre from Anna Lois Whorton, et vir, Navarro/Freestone Counties, Texas - Tract No. 230.


III. 112.04 acres in fee @ \$879.50 per acre; \$13,500.00 in severance damages from Robert A. Bain, Navarro/Freestone Counties, Texas - Tract No. 317.

Following a detailed presentation of the tracts, and upon recommendation of management of the District, Director Geren moved, seconded by Director Alexander, that the District be now authorized to enter into contract for the purchase of the above described tracts and on the basis as shown. This meeting with the approval of all Directors present it was so ordered.

8.

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

  
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Secretary

  
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President