

MINUTES OF AN EMERGENCY MEETING OF THE BOARD OF DIRECTORS OF
TARRANT COUNTY WATER CONTROL AND IMPROVEMENT DISTRICT NUMBER ONE
HELD ON THE 14TH DAY OF NOVEMBER, 1984 AT 9:30 A. M.

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

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

Also present was Mr. Ben F. Hickey, General Manager of
the District.

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

1.

President Thornton called the meeting to order stating
that a matter of importance and urgency needed to be discussed by
the Directors in Executive session and would now call for a closed
meeting:

"Closed" Meeting.

Following the closed executive meeting President
Thornton declared that the meeting was now open and did review the
discussion held during the closed session; and presented the
following letter, to wit:

October 31, 1984

Messrs. C. Victor Thornton, President,
and Directors
Tarrant County Water Control and Improvement
District Number One
P. O. Box 4508
Fort Worth, Texas 76106

Dear Friends:

I have sold my professional practice, and personal commitments will preclude my further services as a Director of the Water District.

I hereby resign, to be effective upon the qualification of my successor.

The achievements of the Board and staff in the maintenance of existing facilities and the construction of new reservoirs to insure the future of a raw water supply for the people of this community during my five terms as a Director have been most gratifying.

Sincerely yours,

/s/ Preston M. Geren, Jr.

PMG:fhw

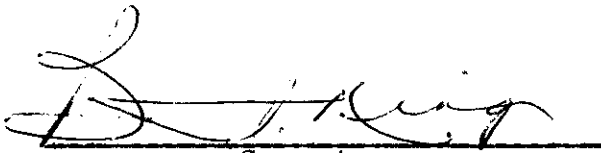
Following a detailed discussion it was the unanimous decision of the Directors, and their order, that the resignation of Director Geren be accepted, with regret, and that a Resolution be prepared and spread upon the Minutes of the District's Permanent Records thanking Mr. Geren for the many hours of unselfish labor, professional help and guidance he has devoted to the betterment of the District.

President Thornton stated that under the law governing such matters, "all vacancies in the office of Directors shall be filled by appointment by the Board of Directors for the unexpired term", it would now be in order to appoint a successor to Director Geren; whereon Director Newton, seconded by Director King and unanimously approved, moved that Mr. George W. Shannon be elected to fill the unexpired term of Mr. Geren.

President Thornton, with the approval of the Directors, called Mr. Shannon asking if he (Mr. Shannon) would accept the appointment, and if so, would it be possible for him to attend this meeting (since his business was only a few blocks from the District office) and take the Oath of Office; all of which Mr. Shannon readily agreed, arriving at the District Office in a short period of time and was administered the Oath of Office.

2.

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


Secretary


President