

MINUTES OF A MEETING OF THE BOARD OF DIRECTORS OF
TARRANT COUNTY WATER CONTROL AND IMPROVEMENT DISTRICT NUMBER ONE
HELD ON THE 19TH DAY OF FEBRUARY, 1991, AT 9:30 A.M.

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

Present

George W. Shannon
Victor W. Henderson
Charles B. Campbell, Jr.
Hal S. Sparks, III
Charles L. Geren

Also present were James M. Oliver, General Manager; Alan Thomas, Assistant General Manager; Wayne Owen, Management Services Manager; Charles R. Whaylen, Support Services Manager; Brian Gordon, Finance Manager; Madeline Robson, Administrative Manager; and Steve Christian, Real Property Manager.

Also in attendance was George Christie, Carter Burdette and Sloan Blair, legal counsel for the District.

With the assurance from management that all requirements of the "Open Meetings" law had been met, Director Shannon convened the meeting.

1.

On a motion made by Director Henderson and seconded by Director Campbell, the Directors unanimously voted to approve the minutes from the meeting held January 15, 1991. It was accordingly ordered that such minutes be placed in the permanent files of the District.

2.

At this point in the proceedings, the Board of Directors

formally recognized Charles R. Whaylen for twenty-eight years of dedicated service to the District. Director Campbell moved to adopt a resolution honoring Mr. Whaylen on his retirement. Director Henderson seconded the motion and the vote in favor was unanimous. The Board further ordered that this resolution be spread upon the permanent minutes of the District.

3.

The President and presiding officer next called an executive session under Sections 2E and 2F of the Texas Open Meetings Act to consider pending litigation and real estate matters.

4.

Upon completion of the executive session, the President reopened the meeting.

5.

Following lengthy discussion, the Board of Directors instructed staff to decline the request of Freese and Nichols, Inc. for final payment of \$86,671 for services provided in conjunction with the Long Range Water Supply Planning Study. The Board cited the failure of the contractor to inform the Board of Directors sooner of the impending cost overrun through a formal change order request.

The Board of Directors further instructed staff to consult with the Advisory Committee concerning the cost overrun. Due to the complexity of coordinating the input from the various participants in the planning project, the Board requested that staff improve and formalize the communication between all parties

involved.

6.

With the recommendation of management, Director Campbell moved to award a contract for weed and brush control chemical spraying on the Fort Worth Floodway to Chem Spray North, Inc. for the bid price of \$15,250. This approval being contingent upon District staff adequately addressing liability and human contact questions raised by the Board. Director Geren seconded the motion and the vote in favor was unanimous.

7.

The Board of Directors instructed staff to reject the most recent proposals for the roof replacements to the Main Office and Mechanic Shop. Staff was instructed to resolicit proposals with requirements for vendors to provide adequate proof of liability insurance as well as a performance bond.

8.

With the recommendation of management, Director Geren moved to award the purchase of a 1991 outboard boat with 90 horsepower engine and trailer for the low bid of \$11,995 submitted by Autrey's Marine. Funding for this purchase is provided in the Fiscal Year 1991 Revenue Fund Budget. Director Henderson seconded the motion and the vote in favor was unanimous.

9.

Alan Thomas and Brian Gordon next reviewed with the Board of Directors the staff response to the Management Letter from KPMG

Peat Marwick which accompanied the Annual Audit for the Fiscal Year ended September 30, 1990. The staff response covered matters concerning accrued investment income; water sales and related accounts receivable; inventory of supplies; cash disbursements; fixed assets and compensated absences.

10.

With the recommendation of management, Director Geren moved to approve the vouchers for the month of January, 1991 which included the following disbursements:

General Fund: Check numbers 30851 through 31145, the total expenditure being \$1,931,281.28.

Debt Service Fund: Check numbers 2150 through 2151, the total expenditure being \$1,283,330.25.

Capital Projects Fund: Check numbers 2136 through 2156, the total expenditure being \$430,743.45.

Revenue Fund: Check numbers 14486 through 14729, the total expenditure being \$3,946,857.52.

Richland-Chambers Fund: Check numbers 14364 through 14395, the total expenditure being \$3,605,986.39.

Interest and Redemption Fund: Check numbers 2161 through 2162, the total expenditure being \$74,623.75.

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

11.

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

George W. Shannon
President

Charles B. Campbell Jr.
Secretary

A RESOLUTION OF THE BOARD OF DIRECTORS OF TARRANT COUNTY
WATER CONTROL AND IMPROVEMENT DISTRICT NUMBER ONE HONORING
MR. CHARLES R. WHAYLEN UPON HIS RETIREMENT FROM THE DISTRICT

WHEREAS, Charles R. Whylen has been employed by Tarrant County Water Control and Improvement District Number One continuously since February 11, 1963, and has given 28 years of his life in service to the Water District; and

WHEREAS, Mr. Whylen has made a major contribution to the Water District during the construction of the Cedar Creek and Richland-Chambers Projects as well as during the completion of the Fort Worth Floodway; and

WHEREAS, Mr. Whylen has diligently provided high level support to the Board of Directors and senior management of the District; and

WHEREAS, Mr. Whylen is a man highly respected in his profession and in the community for his integrity, honesty, high ethics and moral values; and

WHEREAS, Mr. Whylen has been a credit to himself, the Board of Directors, his fellow employees and the Water District as a whole; and

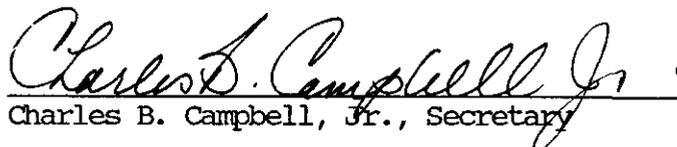
WHEREAS, the Board of Directors wishes to express its gratefulness for the many years of faithful service rendered by Mr. Whylen and to acknowledge his many years of loyal and dedicated service;

NOW THEREFORE, BE IT RESOLVED that the Board of Directors of Tarrant County Water Control and Improvement District Number One commends and thanks formally Charles R. Whylen for his service and many contributions during his distinguished career with the District and wishes him good health, long life, prosperity and personal happiness in the future; and

BE IT FURTHER RESOLVED that this Resolution be spread upon the permanent minutes of Tarrant County Water Control and Improvement District Number One and a copy hereof presented to Charles R. Whylen as an expression of the affection and respect the District, its Board of Directors and its employees have for him.

I, Charles B. Campbell, Jr., do hereby certify that I am the duly elected and qualified Secretary of Tarrant County Water Control and Improvement District Number One; that a meeting of the Board of Directors of the District was duly convened and held on the 19th day of February, 1991, at which meeting all of the Directors were present in person and voting throughout; that at said meeting, the Directors unanimously adopted the above Resolution; and that the foregoing Resolution has not been altered, amended or rescinded and is now in full force and effect.

IN WITNESS WHEREOF, we have hereunto set our hands and affixed the corporate seal of Tarrant County Water Control and Improvement District Number One on the 19th day of February, 1991.


Charles B. Campbell, Jr., Secretary