

MINUTES OF A MEETING OF THE BOARD OF DIRECTORS OF
TARRANT REGIONAL WATER DISTRICT
HELD ON THE 16th DAY OF NOVEMBER 2010 AT 9:30 A.M.

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

<u>Present</u>	<u>Absent</u>
Victor W. Henderson	Jim Lane
Hal S. Sparks III	
Jack R. Stevens	
Marty V. Leonard	

Also present were Jim Oliver, Stacy Beeson, Kathy Berek, Steve Christian, Linda Christie, Wesley Cleveland, J.D. Granger, Nancy King, David Marshall, David Owen, Wayne Owen, Sandy Swinnea, Carol Tackel, Ed Weaver, and Mike Witthaus.

Also in attendance were George Christie, General Counsel for Tarrant Regional Water District; Lee Christie and Ethel Steele of Pope, Hardwicke, Christie, Harrell, Schell & Kelly, LLP; Dick Fish of Save Eagle Mountain Lake; Doug Huneycutt of Apia Engineering Consulting; Dale Cherry and Randy Romack of Black & Veatch; Michael Dempsey of Burns & McDonnell; Don Funderlic and Doug Varner of CDM; Cristina Criado and Gary Savanyu of Criado & Associates; Chandra Marshall-Henson of the City of Dallas; Denis Quails and Jo Puckett of Dallas Water Utilities; Robbie Thompson of Foster CM Group; Rusty Gibson of Freese and Nichols, Inc.; Ann Kovich of Halff Associates; Ranjan Muttiah of iHydro Engineering; Tony Boyd of LAN; Matt Garcia of MWH; Alan Raynor of McCall, Parkhurst & Horton, LLP; Charles Thomas of Parsons; David McPherson of Alan Plummer Associates, Inc.; Charley Mock of Shaw; Jon Kroehler and Scott Scherer of Shield Engineering Group; Alex Martinez of URS

Corporation; Judd Pritchard of TRC-JV; Bill Hanna of the Fort Worth Star Telegram; Mr. and Mrs. Robert Lomerson, Sr. 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 Stevens and seconded by Director Sparks, the Directors unanimously voted to approve the minutes from the meeting held October 19, 2010. It was accordingly ordered that these minutes be placed in the permanent files of Tarrant Regional Water District.

3.

Dick Fish of Save Eagle Mountain Lake, Inc. (SEML) thanked David Geary, Mark Ernst and Wayne Owen for the outstanding presentations giving updates on law enforcement, water quality and Water District activities at SEML's annual meeting on November 9, 2010. The Eagle Mountain Lake Boat Parade of Lights is scheduled for December 4th and SEML has a sailboat entry.

4.

With the recommendation of management and the committees as noted, Director Leonard moved to approve the capital expenditures as noted below:

Equipment	Vendor	Funding Source Approved Amount	Funding Source	Committee Recommending Approval
Heavy Duty Flexwing Mower	Brazos Valley Equipment Company	\$21,961.06	Revenue	Construction and Operations
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1 Ton Pickup Crew Cab and Chassis W/Utility Bed	Philpott Motors	\$36,502.55	General	Construction and Operations
½ Ton Pickup Crew Cab SWB	Caldwell Country Chevrolet	\$24,588.88	Revenue	Construction and Operations
Zero Turn Mower	Brazos Valley Equipment Company	\$13,501.49	Revenue	Construction and Operations
½ Ton Pickup Crew Cab 4WD SWB	Caldwell Country Chevrolet	\$25,442.69	General	Construction and Operations

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

5.

With the recommendation of management and the Construction and Operations Committee, Director Stevens moved to approve the second amendment to the 2007 Interlocal Agreement with the City of Dallas providing for the cost shared study of joint transmission facilities and integrated supply resources. Director Leonard seconded the motion and the vote in favor was unanimous.

6.

With the recommendation of management, Director Sparks moved to approve the Water Transmission Facilities Financing Agreement (IPL Financing Agreement) between the Water District and the City of Dallas to address issuance and repayment of

financing to design, construct and renew the Integrated Pipeline Project during its useful life. Director Leonard seconded the motion and the vote in favor was unanimous.

7.

With the recommendation of management and the Construction and Operations Committee, Director Stevens moved to approve contracts for IPL Phase I Pipeline Engineering as follows. Pipeline sections anticipated to be in the initial construction phase or included in urban Tarrant County were negotiated first with the remainder to be presented at the December Board of Directors meeting. Funding for these contracts is included in the Bond Fund.

- MWH (Sections 9, 10, and 11; approximately 24.3 miles) at a cost not to exceed \$4,600,500.
- Black and Veatch (Sections 12 and 13; approximately 27.4 miles) at a cost not to exceed \$3,170,500.
- KBR (Section 14-2; approximately 15.2 miles) at a cost not to exceed \$2,743,500.
- Lockwood Andrews Newnam (Section 14-1; approximately 15.0 miles) at a cost not to exceed \$3,272,000.
- Parsons (Sections 15, 17, and 18; approximately 12.8 miles) at a cost not to exceed \$2,730,000.

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

8.

With the recommendation of management and the Construction and Operations Committee, Director Leonard moved to enter into an agreement with Derceto, Inc. to develop a business-case feasibility study of optimizing the Water District's pumping system on a real-time basis, at a cost not to exceed \$47,990. Funding for this agreement is included in the FY 2011 Revenue Fund. Director Stevens seconded the motion and the vote in favor was unanimous.

9.

The Board of Directors recessed for a break from 10:25 a.m. to 10:40 a.m.

10.

The presiding officer next called an executive session at 10:41 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.

11.

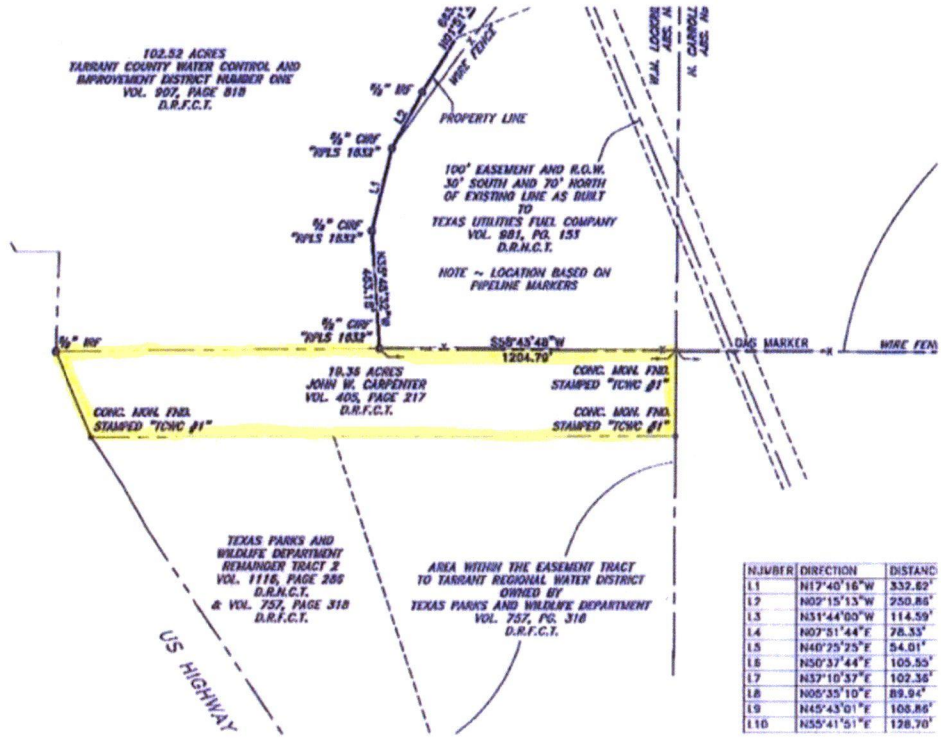
Upon completion of the executive session at 10:53 a.m., the President reopened the meeting.

12.

With the recommendation of management, Director Stevens moved to approve the purchase of the following tract of land from John Carpenter III, et al for the total negotiated purchase price of \$39,168.85 for the planned expansion of the Richland-Chambers Wetlands Project. Funding for this purchase is included in the Bond Fund.

**19.295 acres, more or less, out of the Wm. Lockridge Survey, A-366,
Freestone County, Texas**

102.52 ACRES
TARRANT COUNTY WATER CONTROL AND
IMPROVEMENT DISTRICT NUMBER ONE
VOL. 907, PAGE 818
D.R.F.C.T.



PROPERTY LINE
100' EASEMENT AND R.O.W.
30' SOUTH AND 70' NORTH
OF EXISTING LINE AS BUILT
TO
TEXAS UTILITIES FUEL COMPANY
VOL. 881, PCL. 153
D.R.N.C.T.
NOTE - LOCATION BASED ON
PIPELINE MARKERS

18.36 ACRES
JOHN W. CARPENTER
VOL. 405, PAGE 217
D.R.F.C.T.
CONC. MKL. FND.
STAMPED "TCWC #1"
CONC. MKL. FND.
STAMPED "TCWC #1"

TEXAS PARKS AND
WILDLIFE DEPARTMENT
REMANDER TRACT 2
VOL. 1116, PAGE 286
D.R.N.C.T.
& VOL. 757, PAGE 318
D.R.F.C.T.

AREA WITHIN THE EASEMENT TRACT
TO TARRANT REGIONAL WATER DISTRICT
OWNED BY
TEXAS PARKS AND WILDLIFE DEPARTMENT
VOL. 757, PGS. 318
D.R.F.C.T.

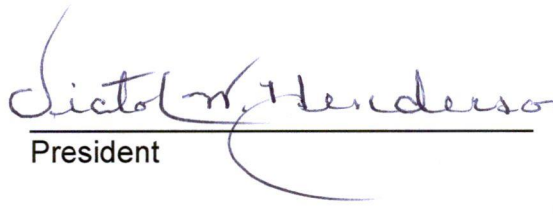
NUMBER	DIRECTION	DISTANCE
1.1	N17°40'16"W	332.82'
1.2	N02°15'13"W	250.86'
1.3	N51°44'00"W	114.59'
1.4	N07°51'44"E	78.33'
1.5	N40°25'25"E	54.01'
1.6	N50°37'44"E	105.55'
1.7	N37°10'37"E	102.36'
1.8	N05°35'10"E	89.94'
1.9	N45°43'01"E	108.86'
1.10	N55°41'51"E	128.70'



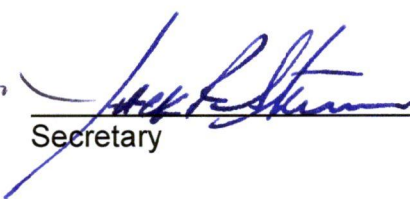
In addition, R. Steve Christian is authorized to execute all closing documents.
Director Leonard seconded the motion and the vote in favor was unanimous.

13.

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



President



Secretary