

MINUTES OF A MEETING OF THE BOARD OF DIRECTORS OF
Trinity River Vision Authority "TRVA"
HELD ON THE 5th DAY October 2006 AT 10:00 A.M.

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

Present
G.K. Maenius
Charles Boswell
Victor Henderson
James M. Oliver
Elaine Petrus

Also present were Shanna Cate, Steve Christian, Woody Frossard, J.D. Granger, Randle Harwood, Adelaide Leavens, and Lisa McMillan.

Also in attendance were Lee Christie and Jared Harrell representing Pope, Hardwicke, Christie, Schell, Kelly & Ray, LLP, Max Baker representing the *Fort Worth Star-Telegram*, Jay Pritchard, and Mike Edwards.

J.D. Granger, acting as incorporator of the Trinity River Vision Authority and initial presiding officer, convened the meeting with the assurance that all requirements of the Texas Open Meetings Act laws had been met.

1.

Lee Christie presented an overview of the structure, purposes, and objectives of the Trinity River Vision Authority. J.D. Granger gave a brief introduction of the team leaders from each entity involved in the Trinity River Vision Project, including Woody Frossard (Tarrant Regional Water District), Randle Harwood (City of Fort Worth), Lisa McMillan (Tarrant County), and Adelaide Leavens (Streams and Valleys, Inc.).

2.

Mr. Edwards introduced himself as an interested citizen and potential entrepreneur.

3.

With the recommendation of counsel, Director Henderson moved to accept the Certificate of Formation as filed with the Secretary of State on July 21, 2006. Director Boswell seconded the motion and the vote in favor was unanimous.

4.

With the recommendation of counsel, Director Maenius moved to adopt the Bylaws presented as the official Bylaws of the TRVA, subject to the final approval of the board of directors of the Tarrant Regional Water District. Director Oliver seconded the motion and the vote in favor was unanimous.

5.

Counsel recommended that the board elect officers, as provided for in the bylaws, to serve until the annual meeting of the Board of Directors of TRVA. Director Boswell moved to elect G.K. Maenius as President. Director Henderson seconded the motion and Mr. Maenius was so elected unanimously and accepted the office. As President, Mr. Maenius assumed the role of presiding officer of the meeting. Director Henderson moved to elect Charles Boswell as Vice President. Director Oliver seconded the motion and Mr. Boswell was so elected unanimously and accepted the office. Director Boswell moved to elect Elaine Petrus as Treasurer. Director Oliver seconded the motion and Ms. Petrus was so elected unanimously and accepted the office. Director Maenius asked that the board move to the next agenda item and return to the election of Secretary.

6.

Director Maenius moved to confirm J.D. Granger as Executive Director of the TRVA. Director Petrus seconded the motion and the vote in favor was unanimous.

7.

Director Maenius moved to elect J.D.Granger, the Executive Director of TRVA, as Secretary. Director Petrus seconded the motion, Mr. Granger was so elected unanimously, and Mr. Granger accepted the office.

8.

With the recommendation of the Executive Director, Director Boswell moved to appoint R. Steve Christian as the Real Property Director of TRVA. As Real Property Director, Mr. Christian is to be the point of contact for property owners whose property may be impacted by the Trinity River Vision – Central City project. Director Henderson seconded the motion and the vote in favor was unanimous.

9.

With the recommendation of the Executive Director, Director Henderson moved to establish a TRVA Steering Committee comprised of citizens and community leaders. The Board granted the Executive Director the authority to appoint members to this committee, who would act in a purely advisory capacity on the Trinity River Vision Project. The Board will direct member suggestions to J.D. Granger or Shanna Cate. Director Boswell commented that diversity is very important for this committee, and suggested to the Board that members be chosen from throughout the community, and that the Steering Committee be made up of individuals from varying backgrounds, age, gender, and ethnicity. All directors concurred with Director Boswell's comments and agreed that the membership of the TRVA Steering Committee needs to be broad and encompassing. Director Oliver seconded the motion and the motion carried unanimously.

10.

With the recommendation of counsel, Director Petrus moved to authorize the Secretary to obtain and retain custody of a permanent record book for the corporation and to insert therein the records of any proceedings of the Board of Directors of the TRVA. Director Oliver seconded the motion and the vote in favor was unanimous.

11.

With the recommendation of counsel, Director Maenius moved to authorize the TRVA to open a bank account and to authorize the Secretary and Treasurer of TRVA to execute any form of resolution that may be required with respect to said account. Director Henderson seconded the motion and the vote in favor was unanimous. The Board discussed its anticipation that the TRVA would follow the

established internal controls and policies of the Tarrant Regional Water District. The Board requested to review the TRWD controls potentially applicable to TRVA business at the next board meeting.

12.

With the recommendation of counsel, Director Oliver moved to authorize the Executive Director of TRVA to apply for a taxpayer identification for TRVA from the Internal Revenue Service. Director Henderson seconded the motion and the vote in favor was unanimous.

13.

With the recommendation of counsel, Director Maenius moved to authorize the Executive Director of TRVA to apply for any necessary state tax exemption for TRVA from the Texas Comptroller of Public Accounts. Director Boswell seconded the motion and the vote in favor was unanimous.

14.

With the recommendation of counsel, Director Oliver moved that the fiscal year of TRVA be the same as the fiscal year of TRWD (October 31 – September 30). Director Henderson seconded the motion and the vote in favor was unanimous.

15.

The Board noted that the next meeting of TRVA is the annual meeting, and will be held at 2:00 P.M. on November 2, 2006, at 800 E. Northside Drive, Fort Worth, Texas.

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

President

Secretary

