

**MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF
TRINITY RIVER VISION AUTHORITY ("TRVA")
HELD ON THE 1st DAY OF JUNE, 2011 AT 2:00PM**

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

Present
GK Maenius
Elaine Petrus
Vic Henderson
Jim Oliver
Roy C. Brooks

Also in attendance were: JD Granger, Steve Christian, Sandy Swinnea, Woody Frossard, Shanna Cate, Matt Oliver, Shelby Lyon and Laura Bacigalupo of TRVA; Rachel Navejar of the Tarrant Regional Water District; Lee Christie and Ethel Steele of Pope, Hardwicke, Christie, Schell, Kelly & Ray, L.L.P.; Rosa Navejar of the Fort Worth Hispanic Chamber of Commerce; Mark Rauscher of the City of Fort Worth; Adelaide Leavens of Streams and Valleys Inc; and Bill Hanna of the Fort Worth Star-Telegram.

I. Call to Order

President Maenius convened the meeting at 2:04 P.M. with the assurance that a quorum was present and all requirements of the Texas Open Meetings Act had been met.

II. Public Comment

None.

III. Action Items

A1.

On a motion made by Director Henderson and seconded by Director Oliver, the Directors unanimously voted to approve the minutes from the meeting held on May 4, 2011.

A2.

With the recommendation of Sandy Swinnea (Chief Financial Officer, TRVA), Director Brooks made a motion to receive and file the TRVA Finance Report. The motion was seconded by Director Oliver and the vote in favor was unanimous.

A3.

With the recommendation of Ms. Swinnea, Director Oliver made a motion to receive and file the Central City Finance Report. The motion was seconded by Director Henderson and the vote in favor was unanimous.

A4.

With the recommendation of Shanna Cate, (Planning and Development Manager, TRVA), the Board recognized MWH Global, Inc. for an in-kind contribution to the Primavera (P6) Software Training Workshop held May 3-5, 2011.

A5.

With the recommendation of Lexi McCalip (Construction Manager, Tarrant Regional Water District), Director Brooks made a motion to approve payment of remaining contract amount in full including release of retainage for the Tarrant Tierra-Sadler-Beach Street Parcels Asbestos Abatement and Demolition, TRVA Project No. D-10-03, to Midwest Wrecking Company of Texas, Inc. The motion was seconded by Director Henderson and the vote in favor was unanimous.

IV. Discussion Items

D1.

Update on TRV Master Plan Projects.

A.

Ms. Cate gave an update on TRVA News, Events, and Development. TRVA staff set up an educational booth at Mayfest, held May 5-8, 2011. Additionally, TRVA staff was invited by the Texas Tech School of Urban Design to participate in the Lubbock Art Trail on June 3rd, 2011. Staff set up an educational booth and gave a presentation to the Urban Design students on June 6, 2011 in Fort Worth. University of Kansas students also toured Trinity Uptown and produced projects based on the Trinity Uptown Plan this semester.

B.

Woody Frossard (Project Manager, TRVA) next gave an update on the Trinity Uptown / Central City Project. The United States Army Corps of Engineers (USACE) is nearing completion on the Samuels Avenue North Construction site. Additionally, the USACE will place a barge on the river at the three future gate locations in Trinity Uptown to perform geotechnical testing. The barge will be in the river from June 13 – June 24, 2011. Public Information Officers from the USACE, TRWD, TRVA, and the City of Fort Worth are aware of and are coordinating efforts to make the public aware of the purpose of the barge. Next, Mark Rauscher (TRV Director, City of Fort Worth) updated the board on the Henderson Street Bridge Design. The City of Fort Worth was awarded pass through funding from the Texas Department of Transportation (TXDOT), representing funds to be advanced by the local municipality and reimbursed by the state. A meeting was held on June 8 for Bridge Advisory Committee Members to review bridge lighting concepts and art concepts from artist Ned Kahn. A second meeting with the Advisory Committee is being scheduled for late June for the formal recommendation. Staff

intends to present the formal recommendation to the TRVA Board in the July/August timeframe. Additionally, Mr. Rauscher told the Board that Henderson Street Bridge water and sanitary sewer relocation bids were opened on May 19 and are currently being evaluated. Mr. Rauscher also noted that the AT&T Franchise Utility Relocation Agreement is fully executed. Legal staff will be working to finalize that agreement. Additionally, utility relocation negotiations continue with Oncor. Staff hopes to have this agreement resolved later this summer.

C.

No updates on the Gateway Park Master Plan at this meeting.

D.

Adelaide Leavens (Executive Director, Streams and Valleys, Inc.) gave an update on the TRV Experience. Ms. Leavens announced that over 375 people attended the 2nd Chance River Dance hosted by the Edwards Ranch. Net proceeds from the fundraiser totaled approximately \$20,000. Streams and Valleys parked 80 bikes at the “Take the Trails to the Tournament” event which resulted in a donation of \$820 from the Crowne Plaza Invitational at Colonial Country Club. Additionally, Ms. Leavens noted that Streams and Valleys, Inc. continues fundraising efforts for a matching dollars TXDOT grant for neighborhood trail connections. Ms. Leavens reminded the Board that the annual Fort Worth Fourth will be held on July 4 near LaGrave Field. Rachel Navejar (Neighborhood and Recreational Enhancement Coordinator, Tarrant Regional Water District (TRWD)) told the Board that the City of Fort Worth continues to make construction progress at Cobb Park. Ms. Navejar noted that work on the U.S. Highway 183 trailhead is expected to begin this summer. Additionally, Ms. Navejar announced that the Tarrant Regional Water District was awarded a Corporate Leadership in Development Excellence (“CLIDE”) Award by the North Central Texas Council of Governments for the Trinity River Vision Neighborhood and Recreational Enhancement Plan.

D2.

The Board noted that the next regularly scheduled meeting is set for July 6, 2011, at 2:00 P.M. at the TRWD. This date will most likely be rescheduled due to the holiday. Staff will confirm a quorum prior to the meeting date.

V. Executive Session

President Maenius next called an executive session at 2:37 P.M. under Section 551.072 of the Texas Government Code to deliberate the purchase or value of real property and under Section 551.071 of the Texas Government Code to conduct a private consultation with attorneys regarding pending or contemplated litigation and 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. The executive session concluded, and President Maenius reconvened the regular session at 3:28 P.M., noting that a quorum was present.

A6.

With the recommendation of Steve Christian (Real Property Director, TRVA), Director Henderson made a motion to recommend approval to the Board of Directors of the Tarrant Regional Water District to acquire fee simple title to the surface estate only, including improvements located thereon, at 921 North Main Street, Tarrant County, Texas by eminent domain or by purchase for the Trinity River Vision Project. The motion was seconded by Director Oliver and the vote in favor was unanimous.

A7.

With the recommendation of Mr. Christian, Director Oliver made a motion to recommend approval to the Board of Directors of the Tarrant Regional Water District to acquire fee simple title to the surface estate only, including improvements located thereon, of 6.875 acres of land located in the J. BAUGH SURVEY, Abstract No. 115, the R. CROWLEY SURVEY, Abstract

No. 313, the A. GOUHENANT SURVEY, Abstract No. 582, and the F.G. MULLIKEN SURVEY, Abstract No. 1045, Tarrant County, Texas, and being all of the tract of land designated as Second Parcel in the deed to MMM Group, LLC, recorded in Volume 14389, Page 63 of the Deed Records of Tarrant County, Texas, and a portion of the tract of land designated as First Parcel in such deed, by eminent domain or by purchase for the Trinity River Vision Project. The motion was seconded by Director Henderson and the motion carried unanimously.

A8.

With the recommendation of Mr. Christian, Director Petrus made a motion to recommend approval to the Board of Directors of the Tarrant Regional Water District to acquire fee simple title to the surface estate only, including improvements located thereon, of the following tracts: Lots 10 and 11, Block 40, North Fort Worth Addition, an addition to the City of Fort Worth, Tarrant County, Texas, according to the plat recorded in Volume 63, Page 140, Plat Records of Tarrant County, Texas; Lots 7, 8, 9, 10, 11, 12, 13, 14, 15, 16, 36, and 37, Block 37, North Fort Worth Townsite Companys Subdivision, an addition to the City of Fort Worth, Tarrant County, Texas, according to the plat recorded in Volume 204A, Page 117, Plat Records of Tarrant County, Texas; and 5.005 acres of land comprised of all Lots 1, 2, 3, 4, 5, 6, and 7, and the North 30 feet of the tract of land adjoining the Southeast boundary line of said Lot 7, formerly reserved for a street, Block 251, and all of Lots 29, 30, 31, 32, 33, and 34, Block 37, North Fort Worth Townsite Companys Subdivision, an addition to the City of Fort Worth, Tarrant County, Texas, according to the plat recorded in Volume 204A, Page 117, Plat Records of Tarrant County, Texas, and the portion of North Throckmorton Street, closed by City Ordinance No. 2036 of the City of Fort Worth, lying between said Blocks 37 and said Block 251, and said 5.005 acres of land, by eminent domain or by purchase, for the Trinity River Vision Project. The motion was seconded by Director Oliver and the vote in favor was unanimous.

A9.

With the recommendation of Mr. Christian, Director Oliver made a motion to recommend approval to the Board of Directors of the Tarrant Regional Water District to acquire fee simple title to the surface estate only, including improvements located thereon, at 1000 North Main Street, Fort Worth, Tarrant County, Texas by eminent domain or by purchase for the Trinity River Vision Project. The motion was seconded by Director Henderson and the vote in favor was unanimous.

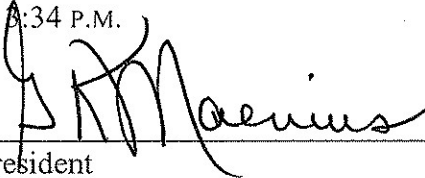
A10.

With the recommendation of Mr. Christian, Director Oliver made a motion to recommend approval to the Board of Directors of the Tarrant Regional Water District to acquire fee simple title to the surface estate only, including improvements located thereon, at 900 N. Main Street, Fort Worth, Tarrant County, Texas by eminent domain or by purchase, for the Trinity River Vision Project. The motion was seconded by Director Petrus and the vote in favor was unanimous.

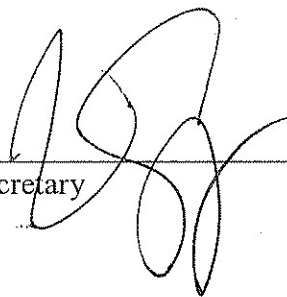
VI. Adjourn

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

at 8:34 P.M.



President



Secretary