

**MINUTES OF THE ANNUAL MEETING OF THE BOARD OF DIRECTORS OF
TRINITY RIVER VISION AUTHORITY ("TRVA")
HELD ON THE 1ST DAY OF NOVEMBER, 2007 AT 2:00 P.M.**

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

Present
G.K. Maenius
Charles Boswell
B. Glen Whitley
Victor Henderson

Also in attendance were: J.D. Granger, Steve Christian, Sandy Swinnea, and Shanna Cate of TRVA; Adelaide Leavens representing Streams and Valleys, Inc.; Randle Harwood representing the City of Fort Worth; Saji Alummuttil representing the U.S. Army Corps of Engineers ("USACE"); Ann Scruggs of Pinnacle Consulting Management, Inc.; Lee Christie and Jared Harrell of Pope, Hardwicke, Christie, Schell, Kelly & Ray, L.L.P.; Jay Pritchard, Judd Pritchard, Rosa Navejar, and Wynress Ware of Trinity River Communications Joint Venture; Keegan Drake of U.S. Congresswoman Kay Granger's office; Ken Hall of CH2MHILL; and Ron Lemons of Freese and Nichols, Inc.

I. Call to Order

President Maenius convened the meeting at 2:07 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 Whitley and seconded by Director Henderson, the Directors unanimously voted to approve the minutes from the meeting held September 5, 2007. It was accordingly ordered that these minutes be placed in the permanent record book of TRVA.

A2.

With the recommendation of Sandy Swinnea (Chief Financial Officer, TRVA), Director Whitley

moved to receive and file the TRVA Finance Report. The motion was seconded by Director Boswell and the vote in favor was unanimous.

A3.

With the recommendation of Sandy Swinnea, Director Henderson moved to receive and file the TRV-Central City Finance Report. The motion was seconded by Director Whitley and the vote in favor was unanimous.

A4.

With the recommendation of Sandy Swinnea, Director Whitley moved to receive and file the TRVA Quarterly Investment Report. The motion was seconded by Director Boswell and the vote in favor was unanimous.

A5.

With the recommendation of counsel that the Board conduct its annual election of officers, Director Henderson moved to re-elect the current officers of TRVA, being G.K. Maenius as President, Charles Boswell as Vice-President, J.D. Granger as Secretary, and Elaine Petrus as Treasurer. The motion was seconded by Director Whitley and the vote in favor was unanimous.

A6.

With the recommendation of Saji Alummuttil (Project Manager, USACE), Director Whitley moved to approve and fund the geotechnical and environmental sampling Support Agreement with USACE for the TRV-Central City Project. The Support Agreement was initially approved by the Board on May 14, 2007, subject to a final determination of cost. USACE has made a final determination of cost, and has requested an adjustment payment of \$34,500.85. The motion was seconded by Director Henderson and the vote in favor was unanimous.

A7.

With the recommendation of Sandy Swinnea, Director Whitley moved to approve the execution of an Interlocal Agreement between TRVA and the Board of Directors of Tax Increment Reinvestment

Zone Number Nine. The Interlocal Agreement provides for the reimbursement to TRVA for expenses related to its Professional Services Agreement with Freese and Nichols, Inc. The motion was seconded by Director Boswell and the vote in favor was unanimous.

IV. Discussion Items

D1.

Rosa Navejar (Chair, TRVA Fair Contracting Committee) updated the Board on the status of the fair contracting vendor database. The purpose of the database is to accurately track contract awards for multiple project partners and to provide vendor outreach capabilities. Phase One, which includes the contract tracking module and the vendor database, is complete. The Fair Contracting Committee anticipates that the program will be available on the trinityrivervision.org website for online vendor registration by the spring of 2008.

D2.

J.D. Granger (Executive Director, TRVA) presented the Board with an executive summary of the past year's accomplishments. The presentation highlighted TRVA's progress over the past year, including the incorporation of TRVA, the construction of the downtown public education center and TRVA offices, the first TRV-Central City land acquisition and business relocation, website updates, community presentations, fair contracting workshops, and F.W.I.S.D. events.

D3.

The Board noted that the next meeting of TRVA is tentatively scheduled for 2:00 P.M. on Wednesday, December 5, 2007 at the Tarrant Regional Water District Administration Building, 800 E. North Side Drive, Fort Worth, Texas.

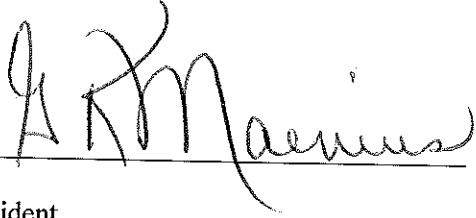
V. Executive Session

President Maenius next called an executive session at 2:42 P.M. under Section 551.072 of the Texas Government Code to deliberate the purchase or value of real property. The executive session concluded, and President Maenius reconvened the regular session at 3:03 P.M. noting that a quorum was present.

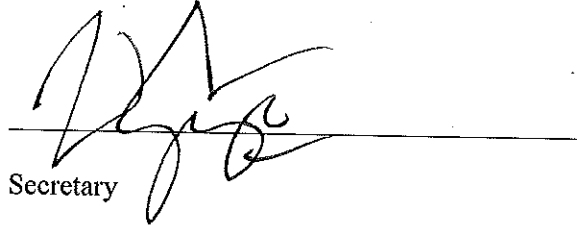
VI. Adjourn

There being no further business before the Board of Directors, the meeting was adjourned at 3:04

P.M.

A handwritten signature in cursive script, appearing to read "A R Maenius", written over a horizontal line.

President

A handwritten signature in cursive script, appearing to read "D. J. [unclear]", written over a horizontal line.

Secretary