

**MINUTES OF A MEETING OF THE BOARD OF DIRECTORS OF
TRINITY RIVER VISION AUTHORITY ("TRVA")
HELD ON THE 13th DAY OF MAY, 2009 AT 2:00 P.M.**

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

Present
G.K. Maenius
Elaine Petrus
Victor Henderson
Dale Fisseler

Also in attendance were: J.D. Granger, Woody Frossard, Sandy Swinnea, Steve Christian, Shanna Cate, Lisa Cabrera and Laura Mayberry of TRVA; Randle Harwood representing the City of Fort Worth; Adelaide Leavens representing Streams and Valleys, Inc.; Lee Christie and Jared Harrell of Pope, Hardwicke, Christie, Schell, Kelly & Ray, L.L.P.; Don Funderlic and Candy Watkins of CDM; Marty Leonard and Rachel Navejar of the Tarrant Regional Water District; Chris Keffer of Trinity River Communications; James Toal and Cassie King of Gideon Toal; Rosa Navejar of the Fort Worth Hispanic Chamber of Commerce; Bill Hanna of the *Fort Worth Star-Telegram*; Bob Riley and David Hargrove of BLG; Laura Alexander of First Southwest; Brian Newby of Cantney Hanger; and Peter Vaky of the City of Fort Worth.

I. Call to Order

President Maenius convened the meeting at 2:19 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 Fisseler, the Directors unanimously voted to approve the minutes from the meeting held on April 1, 2009 with a correction noted by Director Henderson.

A2.

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

A3.

With the recommendation of Ms. Swinnea, Director Petrus moved to receive and file the TRV–Central City Finance Report. The motion was seconded by Director Fisseler and the vote in favor was unanimous.

A4.

With the recommendation of Rosa Navejar (Chair, TRVA Fair Contracting Committee), Director Henderson moved to receive and file the Quarterly Fair Contracting Report. The motion was seconded by Director Petrus and the vote in favor was unanimous.

IV. Discussion Items

D1.

Update on TRV Master Plan Projects

A.

Woody Frossard (Project Manager, TRVA) updated the Board on the TRV–Central City Project. The Project Management Plan currently under development by Freese and Nichols, Inc.

is progressing with a focus on refining the schedule, cost and financial modeling and completion of the IT dashboard component. The target completion date for the Project Management Plan is July of 2009.

B.

Shanna Cate (Planning and Development Manager, TRVA) informed the Board that a TRVA Citizen Advisory Committee meeting was held in April. At that meeting, staff gave an overall update on the various components of the TRV Project and received feedback from the attendees. Per the Board's request, staff distributed a copy of the current TRVA Citizen Advisory Committee membership list and asked the Board to provide suggested updates in order to maintain participation and representation of a broad sector of the community. Additionally, Ms. Cate and James Toal (Gideon Toal) presented the Board with an update on the Trinity Uptown Urban Plan. Design and engineering of utility relocations within the TRV project area have made it necessary to further refine the Trinity Uptown Urban Plan to accommodate for future utility right-of-way needs. In addition, the expected land use change in the former Tarrant County College District zone required reevaluation of the street grid and density recommended for that area. The revised Trinity Uptown Urban Plan takes into account the changes in channel width, density changes, storm water components related to the proposed interior canal alignments, transportation networks, view corridors and pedestrian access.

Ms. Swinnea also updated the Board on the expected revenue projections for the TRV Tax Increment Financing (TIF) District. Based on current market conditions and updates to the Trinity Uptown Urban Plan, a model has been produced that can be used to analyze expected tax income for the Trinity Uptown area on a parcel-by-parcel basis. This model has allowed staff to project income for TIF lifetimes of 24 - 40 years. Based on this projected income and current

cost estimates, staff believes that the TIF will create a revenue stream exceeding the present TRV federal project needs.

C.

There were no updates on the TRV-Gateway Park Master Plan.

D.

Cassie King (Gideon Toal) presented the Board with an overview of the Neighborhood and Recreational Enhancement Plan (NREP). The NREP is a 10-year action plan for capital improvement projects within the Trinity River Corridor. The NREP is based on input from the community as to what improvements are desired for the Trinity River and related tributaries. The NREP includes additional hike and bike trails, trailheads, trail signage, security, lighting and other requested amenities. The priority list recommended in the NREP is based on community desires, feasibility, and funding capabilities of TRV project partners. Ms. King informed the Board that the NREP will be presented to the Tarrant Regional Water District Board of Directors, Streams and Valleys, Inc., City of Fort Worth Parks and Recreation Board and City Council for final adoption.

V. Executive Session

President Maenius next called an executive session at 3:34 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. The executive session concluded, and President Maenius reconvened the regular session, at 3:58 P.M., noting that a quorum was present.

A5.

With the recommendation of Steve Christian (Real Property Director, TRVA), Director

Fisseler moved to recommend approval of the acquisition of certain real property located at 702 North Henderson Street, Fort Worth, Tarrant County, Texas to the Board of Directors of the Tarrant Regional Water District for the TRV-Central City Project at the negotiated purchase price, a resolution of which is attached hereto as Exhibit "1." The motion was seconded by Director Henderson and the vote in favor was unanimous.

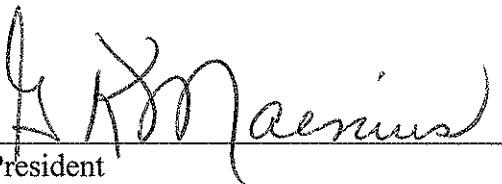
D2.

The Board noted that the next meeting of TRVA is tentatively scheduled for 2:00 P.M. on Wednesday, June 18, 2009 at the Tarrant Regional Water District Administration Building, 800 E. North Side Drive, Fort Worth, Texas.

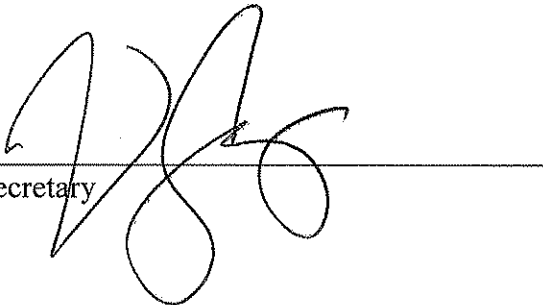
VI. Adjourn

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

at 4:00 P.M.



President



Secretary