

**MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF
TRINITY RIVER VISION AUTHORITY (“TRVA”)
HELD ON THE 13TH DAY OF JANUARY, 2021 AT 2:00 PM**

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

Present

G.K. Maenius
David Cooke
Bob Riley
Carlos Flores
James Hill

Directors Maenius, Cooke, Hill, Riley and Flores appeared via videoconference. Also in attendance were: Sandy Newby, Woody Frossard, Mick Maguire, Darrell Beason, and Debbie Witherspoon of the Tarrant Regional Water District (“TRWD”); Doug Rademaker of the City of Fort Worth (“COFW”); Mark Mazzanti; Travis James of TXP, Inc.; and Lee F. Christie and Ethel Steele of Pope, Hardwicke, Christie, Schell, Kelly & Taplett, L.L.P.

I. Call to Order

President Maenius convened the meeting at 2:05 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

No public comment.

III. Presentation(s)

On behalf of the City of Fort Worth (COFW), Doug Rademaker (COFW, Bridge Project Manager) presented an update on the bridge construction. Mr. Rademaker reported that construction continues on the bridges. He reported first on the White Settlement Bridge and advised the Board that five deck pour segments have been completed, the transverse tendon stressing and grouting are underway, abutment 6 cast-in-place coping is completed, abutment 6 approach slab is poured, and the pedestrian handrail installation is underway. He showed the

Board photographs and aerial drone video of each portion of the White Settlement Road Bridge construction progress. Next, Mr. Rademaker reported on the Henderson Street Bridge construction progress, and reported that the permanent metal deck form installation is underway, the post-tensioning T8 and T9 are installed, stressed and grouted, the block-outs are grouted, and abutments 1 and 6 back walls are poured and backfilled. He showed the Board photographs of each portion of the Henderson Street Bridge construction progress. Last, Mr. Rademaker reported on the construction progress on the North Main Street Bridge. He advised the Board that abutments 1 and 4 back walls with armor joints are completed and backfilled. He also reported that the deck and overhang mat steel, transverse tendon duct and electrical conduit installation are underway. He also showed the Board photographs of each portion of the North Main Street Bridge construction progress.

IV. Action Items

A1.

On a motion made by Director Cooke and seconded by Director Riley, the Directors voted to approve the minutes of the meeting held on November 4, 2020.

A2.

With the recommendation of Sandy Newby (TRWD, Chief Financial Officer), Director Hill made a motion to receive and file the Central City Finance Report of November 30, 2020. The motion was seconded by Director Flores and the vote in favor was unanimous. The Central City Finance Report of November 30, 2020 is attached hereto as Exhibit "A".

A3.

The Central City Flood Project Risk Management Report was deferred to later in the meeting.

V. Discussion Items

D1.

Update on TRWD Canals

Woody Frossard (Project Manager, Panther Island Central City Flood Project), provided an update on the TRWD canals. Mr. Frossard provided a narrative history of the process and plan for the 88 miles of the Trinity River and its major tributaries for the greater Fort Worth area. He also showed the Board photographs of the progression of events along the Trinity River.

IV. Action Items Continued

A3.

With the recommendation of Mark Mazzanti (TRVA, Flood Control Risk Management Coordinator), Director Maenius made a motion to receive and file the Central City Flood Project Risk Management Report. The motion was seconded by Director Flores and the vote in favor was unanimous.

V. Discussion Items Continued

D2.

Central City Project Outstanding Issues

Ms. Newby provided an update on the financial aspects of the Central City Project (the “Project”), including payments and reimbursements related to the Project, tax increment financing (TIF), and the Project Cost Funding Agreement. Travis James of TXP, Inc. provided an overview of the potential purchase of the Pier One building by the City of Fort Worth and the possible effect of such purchase on the TIF.

D3.

Darrell Beason (TRWD, Director of Operations), provided an update on La Grave Field. Mr. Beason reported that the initial goal has been to secure the site and stop additional damage.

He advised the Board the repairs have been made to fencing and jersey barriers and no trespassing signs have been installed. He also reported that the site has been mowed, trees have been removed from the bleachers, and vandalized debris from the internal restrooms, offices and locker rooms have been hauled away as well as dilapidated buildings and wooden structures. Mr. Beason advised the Board that a security guard is now on the site and additional security lighting is being researched. Finally, he advised the Board that the facility is structurally sound, however all electrical, plumbing and HVAC systems have been destroyed and/or stolen.

D4.

The next TRVA Board of Directors meeting was tentatively scheduled for February 3, 2021 pending confirmation of a quorum.

VI. Adjourn

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

at 3:45 P.M.



President



Secretary

CENTRAL CITY FLOOD CONTROL PROJECT - SUMMARY

	Estimated Cost	Actuals Thru 11/30/2020	Remaining
Total USACE Flood Control Project	\$946,307,262	\$329,929,289	\$616,377,973
Total TXDOT Bridges Project	\$114,586,942	\$110,789,577	\$3,797,365
Total Local Projects	\$71,307,309	\$3,507,109	\$67,800,200
Total Contingency	36,408,910	\$1,163,874	\$35,245,036
Total Project	1,168,610,423	445,389,849	723,220,574

USACE - CENTRAL CITY FLOOD CONTROL PROJECT

		Estimated Cost	Actuals Thru 11/30/2020	Remaining
LOCAL				
TRWD	Preliminary Design	\$18,225,972	\$18,225,972	\$0
	Land Acquisition	\$68,028,266	\$63,771,115	\$4,257,151
	Flood Control Cash Match	\$50,900,362	\$31,647,074	\$19,253,288
	Relocation	\$59,790,856	\$53,658,512	\$6,132,344
	Demolition	\$15,802,874	\$6,773,000	\$9,029,874
	Environmental	\$38,098,850	\$34,909,237	\$3,189,613
	TRVA Program Coordination	\$27,197,476	\$20,917,473	\$6,280,003
CITY OF FW	Sewer & Water Relocation	\$71,680,516	\$18,514,498	\$53,166,018
	Storm Water Relocation	\$23,549,203	\$4,756,619	\$18,792,584
	Franchise Utilities	\$20,169,474	\$10,251,722	\$9,917,752
	Local Street Mods	\$5,521,441	\$3,378,791	\$2,142,650
	CFW Program Management	\$6,635,424	\$1,503,551	\$5,131,873
Local Subtotal		\$405,600,714	\$268,307,564	\$137,293,150
FEDERAL / STATE MATCH				
EDI HUD	Land (Offsets Local Above)	\$4,487,035	\$4,485,535	\$1,500
USACE	Preliminary Design	\$7,372,888	\$7,372,888	\$0
	Valley Storage	\$124,231,564	\$59,730,302	\$64,501,262
	Ecosystem Restoration	\$38,551,750	\$0	\$38,551,750
	North Bypass Channel	\$74,290,882	\$10,510,296	\$63,780,586
	South Bypass Channel	\$104,401,759	\$9,367,370	\$95,034,389
	Flood Gates & Pump System	\$99,385,763	\$662,870	\$98,722,893
	Dams & Channel Expansion	\$85,528,943	\$0	\$85,528,943
	USACE Prog Mgmt/Contingency	\$48,356,327	\$1,139,538	\$47,216,789
LOCAL	Less Local Flood Cash Match	(\$45,900,363)	(\$31,647,074)	(\$14,253,289)
Federal/State Subtotal		\$540,706,548	\$61,621,725	\$479,084,823
Total USACE Flood Control Project		\$946,307,262	\$329,929,289	\$616,377,973

Note: September 2020 Quarterly Report was the last update from USACE.

TXDOT - BRIDGES PROJECT

		Estimated Cost	Actuals Thru 11/30/2020	Remaining
LOCAL				
TRWD	Land Acquisition	\$31,006,251	\$28,304,561	\$2,701,690
CITY OF FW	Bridge Costs Local Share	\$33,973,387	\$33,733,372	\$240,015 \$0
	CFW Project Management	\$0	\$351,970	(\$351,970)
Local Subtotal		\$64,979,638	\$62,389,903	\$2,589,735
FEDERAL / STATE MATCH				
TXDOT/STATE	Henderson Street	\$17,598,353	\$18,755,079	(\$1,156,726)
	White Settlement	\$17,792,487	\$18,486,554	(\$694,067)
	Main	\$11,414,779	\$11,158,041	\$256,738
	Contingency - Federal	\$2,801,685	\$0	\$2,801,685
Federal/State Subtotal		\$49,607,304	\$48,399,674	\$1,207,630
Total TXDOT Bridges Project		\$114,586,942	\$110,789,577	\$3,797,365

LOCAL PROJECTS (with or without flood project)

		Estimated Cost	Actuals Thru 11/30/2020	Remaining
LOCAL				
TRWD	Marine Creek/Stockyards Connection	\$10,245,376	\$0	\$10,245,376
	Bypass Local Share (hardscape & softscape)	\$21,834,669	\$3,507,109	\$18,327,560
	TRVA Program Coordination	\$3,100,000	\$0	\$3,100,000
CITY OF FW	Panther Island Sewer and Water	\$15,827,650	\$0	\$15,827,650
	Panther Island Storm Drainage	\$13,631,000	\$0	\$13,631,000
	Gateway Park	\$6,668,614	\$0	\$6,668,614
Total Local Projects		\$71,307,309	\$3,507,109	\$67,800,200

LOCAL CONTINGENCY

		Estimated Cost	Actuals Thru 11/30/2020	Remaining
LOCAL				
	TRVA Programmatic Review		\$466,222	
	Bond Issuance Costs		\$690,917	
	Debt Service Costs		\$6,735	
	Total Contingency	\$36,408,910	\$1,163,874	\$35,245,036