

**MINUTES OF THE ANNUAL MEETING OF THE BOARD OF DIRECTORS OF
TRINITY RIVER VISION AUTHORITY (“TRVA”)
HELD ON THE 5th DAY OF NOVEMBER, 2008 AT 1:30 P.M.**

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

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

Also in attendance were: J.D. Granger, Steve Christian, Sandy Swinnea, Woody Frossard, Lisa Cabrera, Shanna Cate, Laura Mayberry and Wesley Cleveland of TRVA; Adelaide Leavens representing Streams and Valleys, Inc.; Ann Scruggs of Pinnacle Consulting Management, Inc.; Jared Harrell and Lee Christie of Pope, Hardwicke, Christie, Schell, Kelly & Ray, L.L.P.; Max B. Baker of the *Fort Worth Star-Telegram*; Don Funderlic of CDM; David Hargrove and Bob Riley of BLG-LaGrave; and Chris Keffer of Trinity River Communications.

I. Call to Order

President Maenius convened the meeting at 1:34 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 Oliver and seconded by Director Henderson, the Directors unanimously voted to approve the minutes from the meetings held October 1 and October 7, 2008.

A2.

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

A4.

With the recommendation of Shanna Cate (Planning and Development Manager, TRVA), Director Henderson moved to receive and file the quarterly Fair Contracting Report. The motion was seconded by Director Oliver and the vote in favor was unanimous.

A5.

With the recommendation of Lee Christie (General Counsel, TRVA), Director Oliver moved to elect officers as follows: G.K. Maenius (President), Dale Fisseler, (Vice President), Elaine Petrus (Treasurer) and J.D. Granger (Secretary). 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.

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. continues with the work on the cost analysis component focusing on financial scenarios and cost sensitivity analysis. Mr. Frossard also discussed a recent trip by the Tarrant Regional Water District (TRWD) operations staff to study the physical flood model. The staff observed the model as it relates to trash collection and other operational and maintenance issues. Additionally, Mr. Frossard informed the Board that the United States Army Corps of Engineers (USACE) is moving towards awarding contracts for excavation work by the end of this calendar year.

B.

Shanna Cate informed the Board that work continues on the development standards and

guidelines for “peripheral zones,” which are potential development areas that abut Trinity Uptown and will potentially benefit from river improvements. This work effort should finish by the end of this calendar year, with the exception of two zones which will be looked at in more detail over the next few months.

C.

Shanna Cate announced a “Go Gateway” party on the Trinity River scheduled for November 22, 2008 from 1:00 P.M. to 5:00 P.M. on the site next to Hope Church at the corner of I-30 and Beach Street. The event will be free, open to the public, and will include numerous family activities such as a “Will Skate for Food” skate boarding contest, a wake skate demonstration on the river, face painting, horseback rides, live music, hot air balloon rides, and more. Board members will receive flyers to forward on to staff members and co-workers. The “Go Gateway” party will celebrate the start of construction in the Riverside Oxbow area of the Gateway Park Master Plan. Woody Frossard further informed the Board about the grading work planned for this area, which will include the movement of approximately 300,000 cubic yards of soil. This pilot project will be a voluntary removal program, whereby a qualified contractor will be chosen to remove and keep the soil at no charge to the Project. The program has potential to save up to \$3 million dollars in Project costs by accelerating the soil removal process.

D.

Adelaide Leavens (Executive Director, Streams and Valleys, Inc.) updated the Board on the TRV-Neighborhood and Recreational Enhancement Plan. The TRV partners will solicit public feedback on a 10-year capital improvement plan for projects within the Trinity River corridor at a final public meeting to be held November 5, 2008, at 6:00 P.M. at the Fort Worth Botanic Gardens. Additionally, Ms. Leavens informed the Board that Streams and Valleys hosted its annual fundraising event, Friends of the River Party in the Village and 5K, on October 23, 2008. Over 1,500 people attended the event and Streams and Valleys raised net proceeds of approximately \$99,000. Ms. Leavens thanked the event’s governmental sponsors, TRWD and the City of Fort Worth, for all that they did to make this event possible.

V. Executive Session

President Maenius next called an executive session at 1:57 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 2:20 P.M., noting that a quorum was present.

A6.

With the recommendation of Steve Christian (TRVA, Real Property Director), Director Henderson moved to purchase certain real property located at 935 North Main Street, Fort Worth, Tarrant County, Texas for the TRV-Central City Project. Director Fisseler seconded the motion and the vote in favor was unanimous.

A7.

With the recommendation of Steve Christian (TRVA, Real Property Director), Director Fisseler moved to purchase certain real property consisting of approximately 21.839 acres of land situated in the E.M. Daggett Survey, Abstract No. 431, and the B.E. Waller Survey, Abstract No. 1659, Fort Worth, Tarrant County, Texas for the TRV-Central City Project. Director Oliver seconded the motion and the vote in favor was unanimous.

D2.

The Board noted that the next meeting of TRVA is tentatively scheduled for 1:00 P.M. or 1:30 P.M. (pending a quorum) on Wednesday, December 3, 2008 at the TRWD Administration Building, 800 E. Northside Drive, Fort Worth, Texas.

VI. Adjourn

There being no further business before the Board of Directors, the meeting was adjourned at 2:22 P.M.

President

Secretary