

**MINUTES OF THE ANNUAL MEETING OF THE BOARD OF DIRECTORS OF
TRINITY RIVER VISION AUTHORITY ("TRVA")
HELD ON THE 9th DAY OF NOVEMBER, 2011 AT 2:00 PM**

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

Present

G.K. Maenius
Vic Henderson
Jim Oliver
Thomas Higgins
Roy C. Brooks

Also in attendance were: JD Granger, Steve Christian, Sandy Newby, Jenna Brummett, Woody Frossard, Shanna Cate, Matt Oliver, Shelby Lyon and Jeni Bell of TRVA; Rachel Navejar and Marty Leonard of the Tarrant Regional Water District; Mark Rauscher and Jay Chapa of the City of Fort Worth; Lee Christie and Ethel Steele of Pope, Hardwicke, Christie, Schell, Kelly & Ray, L.L.P.; Christine Jacoby and Charley Moek of Shaw; Adelaide Leavens of Streams and Valleys and Lawrence Colvin of the Fort Worth Mountain Bikers' Association.

I. Call to Order

President Maenius convened the meeting at 2:08 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 meeting held on October 5, 2011.

A2.

With the recommendation of Sandy Newby (Chief Financial Officer, TRVA), Director Henderson 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. Newby, Director Brooks made a motion to receive and file the 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 Brooks made a motion 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 (TRVA, General Counsel), Director Brooks moved to re-elect as officers President G.K. Maenius, Vice-President Tom Higgins, Treasurer Elaine Petrus and Secretary JD Granger. The motion was seconded by Director Oliver and the vote in favor was unanimous.

A6.

Jim Oliver (TRVA, Board Member), made a motion to adopt a resolution recognizing Saji Alummuttil (USACE, Project Manager) for his exemplary service and dedication to the Trinity River Vision Project. 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. In the last two (2) months, Trinity Uptown has hosted two (2) successful events including Musicarte de Fort Worth, benefiting the Fort Worth Hispanic Chamber of Commerce scholarship fund and Ranch Bash sponsored by 95.9 the Ranch. Public education continues to soar. Over the last two (2) months, TRVA staff have given 13 presentations to community groups and have set up educational booths at four (4) community events. On average the TRVA Education Center is attracting over 125 public visitors per month who visit to learn about the project. Additionally, new signage is being installed to advise the public of TRV construction at Henderson and White Settlement.

B.

Woody Frossard (TRVA, Project Manager) next gave an update on Trinity Uptown/Central City Projects. Environmental cleanup at the Trinity Uptown site referred to as "Cytec" is progressing. The contractor has moved approximately 30,000 cubic yards of dirt from the site. The site will be filled with excess dirt located at the former auto impound location. Based on current findings, the contract is anticipated to stay on schedule. Additionally, Mr. Frossard told the Board that the USACE design contract for Gateway Park Sections A & C is underway. Meetings have been held regarding parks, environmental, and transportation including haul routes and traffic impacts. Mark Rauscher (City of Fort Worth, TRV Director) advised the Board that last month the North Central Texas Council of Governments (NCTCOG) announced that it has secured \$15 million in federal bridge funding. These funds, in combination

with \$23 million that Congresswoman Kay Granger had already secured will meet the \$38 million needed to construct the new bridges at Henderson Street and North Main Street. City staff plans to submit 90% design plans for the Henderson Street Bridge to the Texas Department of Transportation (TXDOT) by the end of this month – one (1) month ahead of schedule. Later this week, a meeting is scheduled with Downtown Fort Worth Inc, to discuss bridge construction and traffic flows into downtown. Mr. Rauscher also noted that the Water and Sanitary Sewer relocation contract associated with Henderson Street Bridge construction was awarded last month and is anticipated to take six (6) months to complete. Additionally, a draft franchise agreement with Atmos Energy is under review and staff anticipates resolution of outstanding issues by the end of the month. An agreement with Oncor is making progress with recent meetings held to address land issues.

C.

Mr. Rauscher next provided an update on the Gateway Park Master Plan. He introduced Mr. Lawrence Colvin, President of the Fort Worth Mountain Bikers' Association (FWMBA) who provided a presentation on mountain bike trail progress at Gateway Park. Mr. Colvin informed the Board that the FWMBA has constructed seven (7) miles of trail in Marion Samson Park and four (4) miles of trail in Gateway Park. FWMBA is slated to begin work in November on an additional five and a half miles of trail at Gateway consistent with what was envisioned in the Gateway Park Master Plan. All of the work for the new trails is by FWMBA volunteers, who have expended over 7,000 man-hours in building and maintaining the trails.

D.

Rachel Navejar (TRWD, Neighborhood and Recreational Enhancement Coordinator), next provided the TRWD report on the TRV- Experience. Ms. Navejar noted that the Tarrant Regional Water District was a proud sponsor of the Musicarte de Fort Worth event held in

Trinity Uptown which achieved approximately \$60,000 in profit and attracted over 12,000 attendees. Additionally, the Trinity Trails hosted the annual Mud Run on the Clear Fork which drew over 1,000 participants. Ms. Navejar also noted that design of the Airfield Falls Trailhead continues to proceed. The TRWD is currently in the process of retaining a firm that will remove the wings and tailfins from the donated plane and deliver them to the trailhead location.

D2.

The Board noted that the next regularly scheduled meeting is set for December 7, at 2:00 P.M. at TRWD. Staff will confirm a quorum prior to the meeting date.

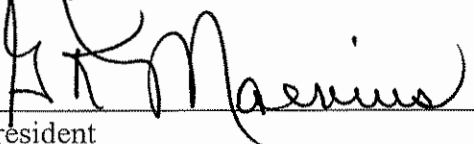
V. Executive Session

President Maenius next called an executive session at 2:59 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 3:27 P.M., noting that a quorum was present.

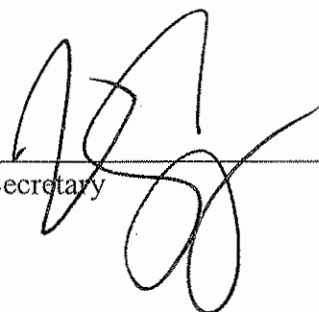
VI. Adjourn

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

at 3:28 P.M.



President



Secretary