MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF THE FRANKLIN COUNTY WATER DISTRICT HELD: MARCH 24, 2003

THE STATE OF TEXAS

COUNTY OF FRANKLIN

FRANKLIN COUNTY WATER DISTRICT

On this the 24th day of March 2003, the Board of Directors of the Franklin County Water District convened in SPECIAL SESSION at their office located at 114 North Houston Street on the East side of the square in Mount Vernon, Texas, with the following members present:

ELDON WOLD GLENN MORRIS BILLY JORDAN DAN AGEE PRESIDENT VICE PRESIDENT SECRETARY DIRECTOR

and with the following members absent: DON MORRIS.

Also present were David Weidman and Sheila Donica.

The President called the meeting to order, declared a quorum present, and that the meeting was duly convened and ready to transact business.

Notice of this meeting was given, stating the time, place and purpose, all as required by Chapter 551 of the Government Code.

Invocation was given by Dan Agee.

At 5:01 p.m., the Board convened in Executive Session to consult with attorneys concerning Cypress Springs Marina / BLC litigation, pursuant to Texas Government Code Chapter 551.071 (1) (A). The Board reconvened in open session at 6:13 p.m., at which time the following action was taken.

MOTION was made by Billy Jordan, and SECONDED by Dan Agee, to authorize David Weidman and Paul Myers to negotiate on the District's behalf with BLC using the guidelines as discussed in the executive session. The President put the question and, after full discussion and deliberation thereon, all members present voted "AYE". NONE voted "NO".

There being no further business, the meeting was adjourned.

MINUTES approved this the 8th day of April 2003.

Eldon Wold, President

Glenn Morris, Vice President

Billy Jordan, Secretary

Dan Agee, Director