



MINUTES

The Board of Directors of TexAmericas Center met to conduct business at 11 Chapel Lane, Suite B, New Boston, TX 75570 on September 26, 2023.

1. The Directors and public began to assemble at 11:30 a.m. while lunch was served.
2. The Reflection and Pledge of Allegiance were led by Scott Norton and Jim Roberts.
3. Jim Roberts, Chairman of the Board, called the meeting to order at 12:13 p.m., certifying that the meeting was properly posted, being held in accordance with the Texas Open Meetings Act and that a quorum was present.

4. **Directors in Attendance were:**

Jim Roberts	Justin Powell	Ben King	Ron Collins
Jimmy Howell	Kevin Avery	Craig McDuffie	Marc Reiter
Fred Meisenheimer	Robert Irwin	Steven Seals	Robbin Bass

Directors Absent were:

Denis Washington	Tim Ketchum	Dan Boyles
------------------	-------------	------------

Staff and Others in Attendance were:

Scott Norton	Marla Byrd	Andrew Hill	Holly Sleek
Eric Voyles	John Sesler	Jeff Whitten	Wes Jordan
			Jordan Law Firm
Troy Lemons	Kyle Dooley		
Holliday, Lemons & Cox, P.C.	Riverbend Water Resources		

5. Jim Roberts called for Public Comments for Non-Agenda Items. Comments are limited to five minutes. None noted.
6. Jim Roberts called for Public Comments for Agenda Items. Comments are limited to five minutes. None noted.
7. Jim Roberts called for reports from the standing Committees of TexAmericas Center. Committees that met since the last board meeting were:
 - a. Executive
 - b. Investment/FinanceNo other comments other than the minutes provided in the board packet.
8. Considered and took action upon **Resolution #20230926-01 approving the Fiscal Year 2023 3rd Quarter Financials**. A motion was made by Ron Collins and seconded by Justin Powell. The motion carried unanimously by voice vote.

9. Considered and took action upon **Resolution #20230926-02 approving the Fiscal Year 2023 Budget Revisions for TexAmericas Center.** A motion was made by Fred Meisenheimer and seconded by Ron Collins. The motion carried unanimously by voice vote.
10. Considered and took action upon **Resolution #20230926-03 approving the Fiscal Year 2024 Budget for TexAmericas Center.** A motion was made by Marc Reiter and seconded by Ron Collins. The motion carried unanimously by voice vote.
11. A motion was made by Marc Reiter and seconded by Justin Powell to approve the items listed under the Consent Agenda. The motion carried unanimously by voice vote. Those items were:
 - a. Approved Minutes of Board Meeting from August 22, 2023.
 - b. Approved Check Book Register and Deposit Summary from August 16, 2023 - September 20, 2023.
 - c. Considered and took action upon **Resolution #20230926-04 approving the Fiscal Year 2023 3rd Quarter Scrap and Timber Sales Report.**
 - d. Considered and took action upon **Resolution #20230926-05 approving the Fiscal Year 2023 3rd Quarter Investment Report.**
 - e. Considered and took action upon **Resolution #20230926-06 authorizing the Executive/CEO to approve the TexAmericas Center Investment Policy.**
 - f. Approved modification to the Annual Leave and Sick Leave policies and Compensation due to the Coronavirus for FY24 (through September 30, 2024).
 - g. Considered and took action upon **Resolution #20230926-07 authorizing the Executive Director/CEO to execute a contract with Holliday, Lemons and Cox, P.C. for professional accounting services for FY2024.**
 - h. Considered and took action upon **Resolution #20230926-08 authorizing the Executive Director/CEO to execute a contract with the Jordan Law Firm for professional legal services for FY2024.**
 - i. Considered and took action upon **Resolution #20230926-09 authorizing the Executive Director/CEO to execute a contract with Garrity and Knisely, PLLC for professional BRAC-related legal services for FY2024.**
 - j. Considered and took action upon **Resolution #20230926-10 authorizing the Executive Director/CEO to execute a professional services contract with McWilliams Strategies, LLC for governmental communications services for FY2024.**
 - k. Considered and took action upon **Resolution #20230926-11 authorizing the Executive Director/CEO to execute a professional engineering services agreement and various work orders with MTG Engineers and Surveyors for FY2024.**
 - l. Considered and took action upon **Resolution #20230926-12 authorizing the Executive Director/CEO to execute a professional engineering services agreement with E TTL Engineers and Consultants for FY2024.**
 - m. Considered and took action upon **Resolution #20230926-13 authorizing the Executive Director/CEO to execute a contract and work order with Kingwood Forestry Services, Inc. for certain forestry and hunting management services for FY2024.**
 - n. Considered and took action upon **Resolution #20230926-14 authorizing the Executive Director/CEO to execute a Marketing and Consulting Agreement with Copper Hill Inc., (formerly Point Trade Services) for FY2024.**
 - o. Considered and took action upon **Resolution #20230926-15 authorizing the Executive Director/CEO to execute a professional services agreement with Stantec Consulting Services, Inc. for wetland delineation services for FY2024 (Formerly Cardno, Inc.).**

- p. Considered and took action upon **Resolution #20230926-16** authorizing the Executive Director/CEO to execute a professional services agreement with **EDP Best Practices Services, LLC for Economic Development and Planning Services for FY2024.**
 - q. Considered and took action upon **Resolution #20230926-17** authorizing the Executive Director/CEO to execute a professional Services agreement with **Chartwell Agency for Economic Development Services for FY2024.**
 - r. Considered and took action upon **Resolution #20230926-18** authorizing the Executive Director/CEO to execute a **Professional Services Agreement with Lockwood, Andrews & Newnam, Inc. for professional engineering services for FY2024.**
 - s. Considered and took action upon **Resolution #20230926-19** authorizing the Executive Director/CEO to execute a **Professional Services Agreement with Westwood Professional Services for professional engineering services for FY2024.**
 - t. Considered and took action upon **Resolution #20230926-20** authorizing the Executive Director/CEO to execute a **Professional Services Agreement with Halff Associates, Inc. for professional engineering services for FY2024.**
 - u. Considered and took action upon **Resolution #20230926-21** authorizing the Executive Director/CEO to execute a **Professional Services Agreement with Tejas Archaeology for archaeological services for FY2024.**
 - v. Considered and took action upon **Resolution #20230926-22** authorizing the Executive Direction/CEO to execute a **Professional Services Agreement with Rone Engineering Services, LTD for professional engineering services for FY2024.**
 - w. Considered and took action upon **Resolution #20230926-23** authorizing the Executive Director/CEO to execute a **Line of Credit Note to Guaranty Bank & Trust in the amount of \$2,500,000.00.**
12. Considered and took action upon **Resolution #20230926-24** authorizing the Executive Director/CEO to execute a **Professional Services Agreement with SelectGlobal, LLC for economic development services for FY2024.** A motion was made by Jimmy Howell and seconded by Justin Powell. The motion carried unanimously by voice vote.
13. Kyle Dooley, Executive Director/CEO with Riverbend Water Resources District, provided a report regarding regional water.
14. Considered and took action upon **Resolution #20230926-25** assigning the duties of building official to existing staff at **TexAmericas Center.** A motion was made by Ron Collins and seconded by Steven Seals. The motion carried unanimously by voice vote.
15. Considered and took action upon **Resolution #20230926-26** authorizing the Executive Director/CEO to execute a contract with **Madison Services, Inc. for mowing and maintenance services.** A motion was made by Justin Powell and seconded by Fred Meisenheimer. The motion carried unanimously by voice vote.
16. Considered and took action upon **Resolution #20230926-27** authorizing the Executive Director/CEO to advertise a request for qualifications for design/build services for a proposed **light manufacturing building.** A motion was made by Justin Powell and seconded by Fred Meisenheimer. The motion was carried unanimously by voice vote.
17. Considered and took action upon **Resolution #20230926-28** authorizing the Executive Director/CEO to advertise a request for qualifications for design/build services for a proposed

logistics building. A motion was made by Marc Reiter and seconded by Fred Meisenheimer. The motion carried unanimously by voice vote.

18. Staff Reports:

- a. Scott Norton provided the Executive Director/CEO Report; specifically, the ED Annual Report for FY2023.
- b. Eric Voyles provided the Executive Vice President/CEDO Report.
- c. Jeff Whitten provided the Executive Vice President/COO Report.
- d. John Sesler provided the Vice President of Logistics Report.
- e. Andrew Hill provided the Vice President of Finance Report.
- f. John Sesler provided the General Manager of Railroad and Transload Ops Report.

19. A motion was made by Ron Collins and seconded by Fred Meisenheimer to adjourn to Executive Session pursuant to the following Sections at 1:23 p.m. The motion carried unanimously by voice vote.

- a. Section 551.071 of the Texas Government Code; Consultation with attorney regarding legal issues relating to pending or contemplated litigation.
- b. Section 551.072 of the Texas Government Code; Deliberation of the purchase, exchange, lease, or value of real property.
- c. Section 551.074 of the Texas Government Code; Personnel Matters.
- d. Section 551.087 of the Texas Government Code; Deliberation regarding Economic Development Negotiations.

Mr. Robert Irwin and Mr. Fred Meisenheimer left the meeting at 1:26 p.m.


20. A motion was made by Ben King and seconded by Ron Collins to reconvene in Open Session at 1:43 p.m. The motion carried unanimously by voice vote.

21. Considered and took action upon **Resolution #20230926-29 authorizing the Executive Director/CEO to execute a lease agreement to Advanced Global Resources, LLC for 320 and 320-A Panther Creek Drive, New Boston, TX 75570.** A motion was made by Justin Powell and seconded by Ron Collins. The motion carried unanimously by voice vote.

22. Considered and took action upon **Resolution #20230926-30 authorizing the Chairman of the Board to negotiate and execute Amendment Nine to Management and Personal Services Contract with William Scott Norton to serve as Executive Director/CEO.** A motion was made by Ben King and seconded by Ron Collins. The motion carried unanimously by voice vote.

With no other business to discuss, a motion was made by Marc Reiter and seconded by Ben King to adjourn the meeting at 1:44 p.m. The motion carried unanimously by voice vote.

The above and foregoing minutes of the TexAmericas Center Board of Directors meeting, September 26, 2023 were read and approved on October 24, 2023.



Justin Powell, Secretary