



August 28, 2012

Board Packet

NOTICE OF PUBLIC MEETING



AUGUST 28, 2012

11:30 A.M.

The Board of Directors of the TexAmericas Center will meet to conduct business on Tuesday, August 28, 2012 at 11:30 a.m. in the offices of TexAmericas Center, 107 Chapel Lane, New Boston, Bowie County, Texas.

AGENDA

1. Pledge of Allegiance and Reflection.
2. Call to Order.
3. Roll Call of Directors.
4. Public Comment Period. Members of the public may speak on any topic. Comments are limited to 5 minutes per speaker.
5. Hear and discuss reports from the standing Committees of TexAmericas Center. Committees that met since the last board meeting are: Executive Committee.
6. Consent Agenda:
 - a. Approve Minutes of Board Meeting from July 31, 2012.
 - b. Approve General Fund Check Book Register and Deposits Summary from July 24 2012 – August 17, 2012.
 - c. Approve Enterprise Fund Check Book Register and Deposits Summary July 24, 2012 – August 17, 2012.
 - d. Approve a **Resolution #20120828-06** authorizing the Executive Director to execute a lease with the **United States of America** for approximately 4.6 acres of land on what was the former Truck Entrance to Red River Army Depot.
7. Consider and take action on FY12 Budget Amendments.
8. Consider and take action upon **Resolution #20120828-01** authorizing the Executive Director/CEO to execute a construction contract for remodel of TexAmericas Center Headquarters
9. Consider and take action upon **Resolution #20120828-02** authorizing the Executive Director/CEO to execute a contract for sludge removal at the Water Treatment Plant not to exceed **\$80,000.00**.
10. FY13 Enterprise Fund Budget workshop.
11. Adjourn to Executive Session pursuant to the following Sections:

- 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 551.087 of the Texas Government Code; Deliberation regarding Economic Development Negotiations.
- d. Section 551.074 of the Texas Government Code; Personnel Matters.

12. Reconvene in Open Session

13. Consider and take action upon **Resolution #20120828-03** authorizing the Executive Director/CEO to execute a lease with **M2 Services** for **123 Texas Avenue**.

14. Consider and take action upon **Resolution #20120828-04** authorizing the Executive Director/CEO to execute a **Change Order with Heritage Construction** for X-Plant in the amount not to exceed **\$200,000.00**.

15. Consider and take action upon **Resolution #20120828-05** authorizing the Executive Director/CEO to execute a **Change Order with Sherrill Construction** for modifications to the **Elliott Lake Sewer Project** contract, shall be subject to Red River Army Depot's final approvals.

16. Adjournment.

Placeholder

for

Executive Committee

Minutes



**MINUTES
July 31, 2012
11:30 A.M.**

- 1. TexAmericas Center Board met at TexAmericas Center’s office located at 107 Chapel Lane, New Boston, Bowie County, Texas on Tuesday, July 31, 2012.
- 2. The Directors and public began to assemble at 11:30 a.m. where lunch was served and the meeting was called to order at 12:05 p.m. by Denis Washington, Chairman of the Board of Directors, who certified that the meeting was properly posted, being held in accordance with the Texas Open Meetings Act and that a quorum was present.
- 3. The Pledge of Allegiance and Reflection were led by Cyd Collins.

4. Directors in attendance were:

Denis Washington	Ron Collins	Gabe Tarr	Don Morriss
Boyd Sartin	Wayne Cranfill	Mark Mayo	Brenda Rochelle
Jim Roberts	Justin Powell	Mike Carter	Billy Sams
Jay Wommack	Leroy Jones		

Directors absent with excused absence:

Mike Ashford

Staff and others in attendance were:

Bill Cork	Cyd Collins	Scott Norton	Nate Hahm
Beth Corbin	Derrick McGary	Faith Phillips	Monica Griffin
Jerry Sparks	Bill Cox Holliday, Lemons & Cox	Mignon Hervey Mignon Hervey Design	Charles Sidock CAS Construction
Wes Jordan Jordan Law Firm	Bob Murray MTG Surveyors & Engineers	David Williams MTG Surveyors & Engineers	Paige Alexander Texarkana Gazette
Woody Morgan Citizen Tribune	Jerry Womble Red Carpet Employment Agency		

- 5. Denis Washington asked for public comments, limited to 5 minutes per speaker. No one spoke.
- 6. Heard presentations from standing Committees:
 - a. Investment/Finance Committee briefed the Board on 3rd Quarter Financials and Investment Reports, draft FY13 Budgets and Refunding/Refinancing the TWDB Bonds.
 - b. Hunting Committee briefed the Board on the changes to the FY13 Hunting Policy and the upcoming FY13 Hunting Season.
- 7. A motion was made by Don Morriss and seconded by Brenda Rochelle to approve items listed under the Consent Agenda. The motion carried unanimously by voice vote. Those items included:

- a. Approve Minutes of Board Meeting from June 24, 2012.
 - b. Approve General Fund Check Book Register and Deposits Summary from June 16, 2012 – July 20, 2012.
 - c. Approve Enterprise Fund Check Book Register and Deposits Summary June 16, 2012 – July 20, 2012.
 - d. Consider and take action upon a **Resolution #20120731-01** accepting the **FY13-3rd Quarter Investment Report**.
 - e. Consider and take action upon a **Resolution #20120731-02** accepting the **FY13-3rd Quarter Scrap Metal & Timber Report**.
8. Consider and take action on **Resolution #20120731-03** adopting the **Hunting Policy for 2012-2013 Season**. A motion was made by Mark Mayo and seconded by Gabe Tarr. The motion carried unanimously by voice vote.
 9. Bill Cork gave an update to the Board on the remodel of 11 and 107 Chapel Lane.
 10. Consider and take action upon **Resolution #20120731-04** authorizing the Executive Director/CEO to execute a **special warranty deed** for property underlying the **Red River Federal Credit Union**. A motion was made by Brenda Rochelle and seconded by Mike Carter. The motion carried unanimously by voice vote.
 11. Consider and take action on **Resolution #20120731-05** accepting the **FY13-3rd Quarter Financials**. A motion was made by Mark Mayo and seconded by Ron Collins. The motion carried unanimously by voice vote.
 12. Bill Cox and Faith Phillips gave an update to the Board on the General Fund Budget for FY12 and FY13
 13. A motion was made to adjourn to Executive Session by Brenda Rochelle and was seconded by Wayne Cranfill. The motion carried unanimously by voice vote.
 14. A motion was made by Wayne Cranfill and seconded Don Morriss by to reconvene into Open Session. The motion unanimously carried by voice vote.
 15. Consider and take action upon **Resolution #20120731-06** authorizing the Executive Director/CEO to execute Change Order 01 in the amount of **\$108,967.52** to **RK Hall** for work performed on **Bowie Parkway**. A motion was made by Gabe Tarr and seconded by Ron Collins. The motion carried by voice vote, after Brenda Rochelle announced her abstention.
 16. Consider and take action upon a **Resolution #20160731-07** authorizing the Executive Director/CEO to implement provision of Paragraph 6E and 6F of the January 18, 2010 contract with **Allison Engineering Group**. A motion was made by Gabe Tarr and seconded by Ron Collins. The motion carried unanimously by voice vote.
 17. Consider and take action upon a **Resolution #20120731-08** authorizing the Executive Director/CEO to execute a lease with **BAE Systems, Inc.** for **123 Texas Avenue**. Item died for lack of motion.

18. Consider and take action upon a **Resolution #20120731-09** authorizing the Executive Director/CEO to execute a lease with the **United States of America** for **Commercial Truck Gate** upon TexAmericas Center – Center Campus. A motion was made by Jim Roberts and seconded by Don Morriss. The motion carried unanimously by voice vote.

With no other business to discuss a motion was made by Gabe Tarr and seconded by Wayne Cranfill to adjourn meeting at 2:45 p.m. The motion unanimously carried by voice vote.

The above and foregoing minutes of TexAmericas Center Board of Directors meeting, July 31, 2012 were read and approved on the 28th day of August, 2012.

Denis Washington, Chairman of the Board

Attest:

Wayne Cranfill, Secretary-Treasurer

TexAmericas Center General Fund
Check Register & Deposit Summary
July 24 - August 17, 2012

Date	Num	Name	Memo	Balance
07/24/2012	EFT	Regions	Credit Card Payment	(1,125.23)
07/24/2012	EFT	Regions	Credit Card Payment	(5,898.41)
07/24/2012	EFT	Regions	Credit Card Payment	(3,130.25)
07/24/2012	EFT	Regions	Credit Card Payment	(234.19)
07/25/2012	11575	McLarty Automall	Truck Purchase	(21,997.00)
07/25/2012			Funds Transfer	100,000.00
07/25/2012			Deposit	51,972.15
07/25/2012			Funds Transfer	(100,000.00)
07/25/2012			Funds Transfer	(75,000.00)
07/26/2012		QuickBooks Payroll Service	Payroll 7/27/12	(37,417.98)
07/26/2012	11574	Rail America	Hook Entrance Rail	(1,500.00)
07/27/2012	E-pay	United States Treasury	Payroll Liability Payment	(13,161.33)
07/27/2012	11576	Texas Child Support SDU	Payroll Liability Payment	(474.48)
07/27/2012	EFT	InWest Retirement Solutions	Payroll Liability Payment	(6,727.80)
07/30/2012	11577	Bowie County	Payroll Liability Payment	(10,862.78)
07/30/2012	11578	CenterPoint Energy	Natural Gas	(88.84)
07/30/2012	11579	Collins, Ron	Per Diem	(426.00)
07/30/2012	11580	Cork, Bill	Per Diem	(426.00)
07/30/2012	11581	Lavender, George	Per Diem	(426.00)
07/30/2012	11582	Tarr, Gabe	Per Diem	(426.00)
07/30/2012	11583	Washington, Denis	Per Diem	(426.00)
07/30/2012	11584	Windstream Communications, Inc.	Telephone Service	(591.96)
07/31/2012	11585	AT&T Mobility	Cell Phone Service	(1,439.88)
07/31/2012	11586	RK Hall Construction, Ltd.	Bowie Parkway Construction	(178,927.93)
07/31/2012	11587	Cork, Bill	Travel Reimbursement	(172.61)
07/31/2012			Deposit	268,059.82
07/31/2012			Interest	29.12
07/31/2012			Interest	40.03
08/01/2012	EFT	Capital One Bank, N.A.	Debt Service Payment	(13,330.37)
08/03/2012	11588	Guaranty Bond Bank	Cash for Travel	(250.00)
08/03/2012	11589	AEP Southwestern Electric Power Company	Electric Service	(1,153.01)
08/03/2012	11590	Bolls Distributing Co., Inc.	Office Water	(120.00)
08/03/2012	11591	Bowie County Distributing Co., Inc.	Fuel	(255.75)
08/03/2012	11592	Clean Sweep Building Maintenance	Custodial Service	(346.00)
08/03/2012	11593	Collins, Cyd	Per Diem	(426.00)
08/03/2012	11594	Conner & Duffer Insurance Agency	Insurance	(181.00)
08/03/2012	11595	Defense Finance and Accounting Services	Natural Gas	(113.26)
08/03/2012	11596	Dish Network	Satellite Service	(52.90)
08/03/2012	11597	Dot's Rentals & Sales	Equipment Rental	(63.00)
08/03/2012	11599	Express Employment Professionals	Temporary Labor	(3,260.00)
08/03/2012	11600	Garrity and Knisely	Legal Services	(8,174.00)
08/03/2012	11601	Hahm, Nate	Reimbursement	(758.43)
08/03/2012	11602	Hightech Signs	TAC-E Signage	(28,312.05)
08/03/2012	11603	Hunt, Eli	Telephone Reimbursement	(25.00)
08/03/2012	11604	I.T. Works	I.T. Services	(1,880.94)
08/03/2012	11605	Jordan Law Firm, L.L.P.	Legal Services	(8,470.00)
08/03/2012	11606	Julie's Deli	Catering for Meetings	(735.00)
08/03/2012	11607	Kingwood Forestry Services, Inc.	Forestry Consulting	(1,396.40)
08/03/2012	11608	McGary, Derrick	Per Diem	(831.00)
08/03/2012	11609	McWilliams & Associates	Consulting Services	(6,000.00)
08/03/2012	11610	Mignon Hervey	Office Remodel Design	(6,250.00)
08/03/2012	11611	MTG Engineers & Surveyors	Engineering Services	(2,357.00)
08/03/2012	11612	Norton, Scott	Per Diem	(426.00)
08/03/2012	11613	Office Equipment of Texarkana	Copier Usage	(440.50)
08/03/2012	11614	Red Carpet Employment Agency	Pre-Employment Screening	(50.00)
08/03/2012	11615	Shred-It	Office Shredding	(114.00)

TexAmericas Center General Fund
Check Register & Deposit Summary
July 24 - August 17, 2012

Date	Num	Name	Memo	Balance
08/03/2012	11616	Texarkana College	Sponsorship	(1,000.00)
08/03/2012	11617	Texarkana Gazette	Advertising	(150.00)
08/03/2012	11618	Valley View Consulting, LLC	Investment Services	(2,500.00)
08/03/2012	11619	Ward Dozer Service	Mechanical Site Prep	(33,278.00)
08/03/2012	11620	Washington, Denis	Reimbursement	(648.20)
08/03/2012	11621	Waste Management	Waste Disposal	(263.34)
08/03/2012	11622	Windstream Communications, Inc.	Telephone Service	(375.37)
08/03/2012	11623	Association of Defense Communities	ADC Conference	(2,902.50)
08/03/2012	11624	dye, van mol & lawrence	Marketing	(5,008.88)
08/07/2012			Deposit	211,846.35
08/08/2012			Funds Transfer	60,000.00
08/08/2012			Funds Transfer	(60,000.00)
08/09/2012		QuickBooks Payroll Service	Payroll 8/10/12	(37,069.09)
08/09/2012	EFT	Wright Express	Fuel	(255.50)
08/10/2012	E-pay	United States Treasury	Payroll Liability Payment	(13,751.88)
08/10/2012	11625	Texas Child Support SDU	Payroll Liability Payment	(474.48)
08/10/2012	ET	InWest Retirement Solutions	Payroll Liability Payment	(6,977.21)
08/10/2012			Deposit	55,317.28
08/10/2012	EFT	Regions	Credit Card Payment	(4,118.95)
08/10/2012	EFT	Regions	Credit Card Payment	(6,761.96)
08/15/2012	11626	Tarr, Gabe	Reimbursement	(806.15)
08/15/2012	11653	TexAmericas Center - Enterprise Fund	Intercompany Billing	(41.60)
08/16/2012			Deposit	295,329.42
08/16/2012			Deposit	24.51
08/17/2012	11627	3N1 Office Products, Inc.	Web Hosting	(15.00)
08/17/2012	11628	AEP Southwestern Electric Power Company	Electric Service	(26.46)
08/17/2012	11629	Bolls Distributing Co., Inc.	Office Water	(138.00)
08/17/2012	11630	Bowie County Distributing Co., Inc.	Fuel	(333.82)
08/17/2012	11631	Capital One Bank, N.A.	Debt Service Payment	(13,330.37)
08/17/2012	11632	Central Heat & Air	Office Repair	(137.48)
08/17/2012	11633	Corbin, Beth	Reimbursement	(8.92)
08/17/2012	11634	Dot's Rentals & Sales	Equipment Rental	(63.00)
08/17/2012	11635	Elliott Electric Supply, Inc.	Equipment Repair	(89.98)
08/17/2012	11636	Express Employment Professionals	Temporary Labor	(1,806.20)
08/17/2012	11637	Federal Express	Postage	(793.86)
08/17/2012	11638	I.T. Works	I.T. Services	(396.00)
08/17/2012	11639	Jordan Law Firm, L.L.P.	Legal Services	(3,944.42)
08/17/2012	11640	Leadership Texarkana	Membership Fee	(750.00)
08/17/2012	11641	Madison Services, Inc.	Property Maintenance	(3,434.63)
08/17/2012	11642	McGary, Derrick	Reimbursement	(60.00)
08/17/2012	11643	MTG Engineers & Surveyors	Engineering Services	(8,092.50)
08/17/2012	11644	NETEDR	Membership Fee	(50.00)
08/17/2012	11645	Norton, Scott	Reimbursement	(60.00)
08/17/2012	11646	Office Equipment of Texarkana	Copier Usage	(71.85)
08/17/2012	11648	Sparks, Jerry	Consulting Services	(500.00)
08/17/2012	11650	Texarkana New Holland / JCB Rental and Us	Tractor Purchase	(37,165.00)
08/17/2012	11651	Texarkana Regional Airport	Parking	(35.00)
08/17/2012	11652	Ward Dozer Service	Mechanical Site Prep	(10,220.00)
08/17/2012			Deposit	100.00
08/17/2012			Deposit	2,166.66
08/17/2012			Deposit	4,000.00
08/17/2012			Deposit	7,297.50
08/17/2012			Deposit	11,437.00
08/17/2012			Deposit	35,331.75
08/17/2012	August Payment	Capital One Bank, N.A.	Transfer	13,330.37

TexAmericas Center - Enterprise Fund Check Register & Deposit Summary

July 24 - August 17, 2012

Date	Num	Name	Memo	Amount
07/25/2012	3495	McLarty Automall	Truck Purchase	(43,994.00)
07/25/2012			Funds Transfer	75,000.00
07/25/2012			Deposit	176.18
07/30/2012	3496	Texas Commission on Environmental Quality	Education & Training	(222.00)
07/30/2012	3497	Windstream	Telephone Service	(525.92)
07/30/2012	3498	Robnett, Austin	Per Diem	(220.39)
07/30/2012	3499	Texas Commission on Environmental Quality	Education & Training	(111.00)
07/31/2012			Deposit	15.00
07/31/2012			Interest	85.40
07/31/2012	EFT	Regions Bank	Reverse Fees	23.00
07/31/2012			Service Charge	(23.00)
07/31/2012			Interest	1.86
07/31/2012	EFT	Regions Bank	Reverse Fee	23.00
07/31/2012			Service Charge	(23.00)
07/31/2012			Interest	0.23
07/31/2012	EFT	Regions Bank	Reverse Fee	23.00
07/31/2012			Service Charge	(23.00)
07/31/2012	EFT	Regions Bank	Reverse Fees	23.00
07/31/2012			Service Charge	(23.00)
07/31/2012			Interest	0.05
07/31/2012	1010	Heritage Constructors, Inc.	X Plant Construction	(152,782.20)
07/31/2012	0712-3		Check 1006 cleared for \$30 less than recorded	30.00
07/31/2012			Interest	1,924.08
07/31/2012			Interest	287.16
07/31/2012	EFT	The Bank of New York Mellon	Bond Payment	(571,732.50)
07/31/2012	EFT	Guaranty Bond Bank	Wire Transfer Fee	(15.00)
07/31/2012			Interest	212.89
07/31/2012			Interest	64.60
07/31/2012			Interest	891.78
08/03/2012	3501	AEP SWEPCO	Electric Service	(6,568.27)
08/03/2012	3502	Agricultural Services, Inc.	Chemicals	(570.00)
08/03/2012	3503	Airgas Mid South, Inc.	Fuel	(130.28)
08/03/2012	3504	Ana-Lab Corp.	Analyticals	(1,494.00)
08/03/2012	3505	Barfield's	Fuel	(21.00)
08/03/2012	3506	Bio-Aquatic Testing, Inc.	Analyticals	(620.00)
08/03/2012	3507	Dixie Utility Supply Inc	Repairs	(3,189.72)
08/03/2012	3508	Eagle Labs, Inc.	Chemicals	(4,143.00)
08/03/2012	3509	Elliott Electric Supply, Inc.	Repairs	(54.72)
08/03/2012	3510	Express Employment Professionals	Temporary Labor	(1,917.75)
08/03/2012	3511	Express Lube	Oil Change	(35.95)
08/03/2012	3512	Hunt, Eli	Per Diem	(142.00)
08/03/2012	3513	Jordan Law Firm, LLP	Legal Services	(630.00)
08/03/2012	3514	Master Pumps & Equipment	Repairs	(1,740.19)
08/03/2012	3515	Momar	Chemicals	(1,153.60)

TexAmericas Center - Enterprise Fund Check Register & Deposit Summary

July 24 - August 17, 2012

Date	Num	Name	Memo	Amount
08/03/2012	3516	Siemens Industry, Inc.	Industrial Pilot Study	(1,195.00)
08/03/2012	3517	TEEX	Education & Training	(3,350.00)
08/03/2012	3518	TexAmericas Center - General Fund	Intercompany Billing	(38,541.20)
08/03/2012	3519	USA Bluebook Inc.	Safety Equipment	(1,968.55)
08/03/2012	3520	Waste Management	Waste Disposal	(263.08)
08/03/2012	3521	Wood's Ice	Sampling Supplies	(242.50)
08/03/2012	3522	Wright Brothers Excavating	Repairs	(600.00)
08/03/2012	1011	Apex Geo Science, Inc.	X Plant Geotechnical	(2,965.50)
08/08/2012			Funds Transfer	50,000.00
08/09/2012	EFT	Wright Express	Fuel	(317.14)
08/10/2012			Deposit	1,555.66
08/15/2012	EFT	Regions Bank - P Card	Credit Card Payment	(2,345.89)
08/17/2012	3523	Ana-Lab Corp.	Analyticals	(4,075.00)
08/17/2012	3524	Berlin Packaging LLC	Sampling Supplies	(1,320.01)
08/17/2012	3525	Directorate of Public Works	Analyticals	(5,156.00)
08/17/2012	3526	Eagle Labs, Inc.	Chemicals	(1,190.50)
08/17/2012	3527	Elliott Electric Supply, Inc.	Repairs	(206.10)
08/17/2012	3528	Express Employment Professionals	Temporary Labor	(993.25)
08/17/2012	3529	Hach Company	Chemicals	(200.53)
08/17/2012	3530	Heritage Constructors, Inc.	Repairs	(1,451.25)
08/17/2012	3531	Hunt, Eli	Travel Reimbursement	(385.73)
08/17/2012	3532	Jordan Law Firm, LLP	Legal Services	(210.00)
08/17/2012	3533	Master Pumps & Equipment	Repairs	(5,856.00)
08/17/2012	3534	Momar	Chemicals	(2,217.60)
08/17/2012	3535	MTG Engineers & Surveyors	Consulting Services	(8,364.00)
08/17/2012	3536	MWF Construction-LLC	Dump Truck Purchase	(20,000.00)
08/17/2012	3537	Red Carpet Employment Agency	Pre-Employment Testing	(50.00)
08/17/2012	3538	TexAmericas Center - General Fund	Intercompany Billing	(67,947.51)
08/17/2012	3539	Texarkana Gazette	Advertising	(59.60)
08/17/2012	3540	Texas Excavation Safety System, Inc.	Subscription Fee	(46.55)
08/17/2012	3541	The Bank of New York Mellon	Bond Administration Fee	(300.00)
08/17/2012	3542	Waste Management	Waste Disposal	(944.29)
08/17/2012	3543	Wright Brothers Excavating	Repairs	(120.00)
08/17/2012	1012	Apex Geo Science, Inc.	X Plant Geotechnical	(9,422.21)



RESOLUTION NO. 20120828-06

RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR/CEO TO EXECUTE A LEASE FOR COMMERCIAL TRUCK GATE TO UNITED STATES OF AMERICA

WHEREAS, TexAmericas Center is a political subdivision of the State of Texas with the powers and authorities specified in Chapter 3503 of the Special District Local Laws Code of the State of Texas; and

WHEREAS, U.S. Corps of Engineers contacted TexAmericas Center to seek a lease renewal for parking space on Texas Ave., New Boston, TX 75570; and

WHEREAS, TexAmericas Center Board of Directors approved Resolution Number 20120731-09 at the July 31, 2012 regular meeting of the Board of Directors and authorized the Executive Director to execute a lease agreement; and

WHEREAS, the Executive Director executed and transmitted the originally agreed-to terms to the Corps of Engineers; and

WHEREAS, the Corps of Engineers received said lease agreement and desired additional changes which are memorialized in the lease agreement attached hereto;

NOW, THEREFORE, BE IT RESOLVED, by the Board of Directors of TexAmericas Center that the Executive Director/CEO shall be and he is hereby authorized to execute the attached lease, which shall now supersede the lease previously approved by this Board; and

BE IT FURTHER RESOLVED, by the Board of Directors of TexAmericas Center that the Center appreciates the collaborative effort of U. S. Corp of Engineers to negotiate this lease as well as to continue its business operations, preserve existing jobs.

PASSED AND APPROVED THIS 31st day of July, 2012.

Denis Washington, Chairman of the Board

ATTEST:

Wayne Cranfill, Secretary-Treasurer

Attached: Lease Agreement

Placeholder

for

RESO 20120828-06

RRAD Truck

Gate Lease

General Fund Budget Amendment 2013

	Actual YTD FY 2012	Original Budget FY 2012	Final Budget Amendment FY 2012
Revenues			
Leases	1,530,917	1,556,171	1,556,171
Franchise Fees	58,210	50,000	50,000
Personal Property Sales	616,713	200,000	625,000
Timber & Hunting Revenue	1,191,522	1,241,500	1,241,500
Interest	8,732	8,000	8,000
Grants	848,250	844,244	1,109,742
Army M&R	650,000	650,000	650,000
ESCA	-	591,756	-
Intergovernmental	244,500	-	250,000
Road Reclamation	-	-	-
Miscellaneous	2,304	50,000	50,000
Total Revenue	5,151,148	5,191,671	5,540,413
Expenditures			
Real Estate, Marketing & Sales	628,705	1,206,134	1,143,889
Hunting & Timber	275,609	301,213	342,100
Scrap & Materials Reclamation	217,134	204,010	251,981
Facility Operations & Infrastructure	1,581,543	1,788,628	2,207,481
General Government	584,502	727,983	799,756
ESCA	87,849	547,920	126,000
Total Expenditures	3,375,342	4,775,888	4,871,207
Revenues Over (Under) Expenditures	1,775,806	415,783	669,207
Other Financing Sources (Uses)	95,671	-	(55,000)
Change in Fund Balance	1,871,477	415,783	614,207
Beginning Fund Balance	2,425,027	2,425,027	2,425,027
Ending Fund Balance	4,296,504	2,840,810	3,039,234

General Fund Budget Amendment 2013 By Line Item

	Actual YTD FY 2012	Original Budget FY 2012	Final Budget Amendment FY 2012
Revenues			
Leases	1,530,917	1,556,171	1,556,171
Franchise Fees	58,210	50,000	50,000
Personal Property Sales	616,713	200,000	625,000
Timber & Hunting Revenue	1,191,522	1,241,500	1,241,500
Interest	8,732	8,000	8,000
Grants	848,250	844,244	1,109,742
Army M&R	650,000	650,000	650,000
ESCA	-	591,756	-
Intergovernmental	244,500	-	250,000
Miscellaneous	2,304	50,000	50,000
Total Revenue	5,151,148	5,191,671	5,540,413
Expenditures			
Salaries & Wages	537,386	894,230	815,689
Health Insurance	36,223	99,172	62,159
Pension	48,442	111,779	86,560
Payroll Taxes	44,108	70,715	61,889
Cell Phone	7,504	13,234	10,259
Workers Compensation	9,776	11,161	13,257
Training & Education	6,181	10,011	13,236
Uniforms	3,557	6,535	4,286
Other Employment Costs	2,315	3,105	3,757
Temporary Labor	26,782	24,000	30,000
Dues & Memberships	13,870	20,395	21,395
Conferences & Travel	57,971	95,250	93,990
Board Mtgs Spec Evts Comm	15,039	32,500	32,500
Small Tools & Equipment	8,481	12,000	11,000
Equipment Maintenance	8,899	10,500	11,500
Vehicle Repairs & Maintenance	4,027	8,250	8,250
Fuel	18,723	54,880	29,100
Cost of Sales & Leases	75,348	350,000	100,000
Cost of Personal Property Sales	87,138	80,000	100,000
Insurance	112,866	157,010	198,057
Building & Infrastructure Repairs	696,469	855,000	855,000
Lawn & Property Maintenance	39,973	108,000	108,000
Grounds Maintenance	34	27,500	2,500
Forestry	78,498	53,909	90,000
Hunting	4,192	9,763	11,500
Auditing	20,000	22,000	20,000
Accounting	17,826	40,000	25,000
Consulting	216,804	485,260	302,000
Marketing	98,880	137,008	176,000
Legal	137,820	185,000	185,000
Custodial	3,460	4,360	4,360
Computer, Reproduct & Maintenance	35,300	56,385	53,885
Office Supplies	8,302	10,500	10,500
Postage	2,937	2,500	3,500
Telephone & Internet	8,606	9,200	11,000
Utilities	10,245	12,500	18,800
Waste Management	2,887	4,000	4,000
Advertising	451	5,000	3,000
Miscellaneous	1,250	5,000	4,500
Capital Outlay	584,477	465,000	1,062,500
Debt Service	282,295	213,276	213,278
Total Expenditures	3,375,342	4,775,888	4,871,207
Revenues Over (Under) Expenditures	1,775,806	415,783	669,207
Other Financing Sources (Uses)	95,671	-	(55,000)
Change in Fund Balance	1,871,477	415,783	614,207

General Fund Budget Amendment 2013

ESCA

	Actual YTD FY 2012	Original Budget FY 2012	Final Budget Amendment FY 2012
Revenues			
ESCA	-	591,756	-
Total Revenue	-	591,756	-
Expenditures			
Salaries & Wages	-	274,333	-
Health Insurance	-	31,442	-
Pension	-	34,291	-
Payroll Taxes	-	21,722	-
Cell Phone	-	4,630	-
Workers Compensation	-	2,412	-
Training & Education	-	1,000	-
Uniforms	-	2,500	-
Other Employment Costs	-	750	-
Conferences & Travel	599	-	1,000
Small Tools & Equipment	-	2,000	-
Fuel	-	10,400	-
Insurance	-	2,440	-
Consulting	22,000	-	25,000
Legal	65,250	100,000	100,000
Capital Outlay	-	60,000	-
Total Expenditures	87,849	547,920	126,000
Revenues Over (Under) Expenditures	(87,849)	43,836	(126,000)

General Fund Budget Amendment 2013

Facility Operations & Infrastructure

	Actual YTD FY 2012	Original Budget FY 2012	Final Budget Amendment FY 2012
Revenues			
Franchise Fees	58,210	50,000	50,000
Army M&R	650,000	650,000	650,000
Grants	361,024	531,494	612,511
Intergovernmental	244,500	-	250,000
Miscellaneous Revenue	2,304	50,000	50,000
Total Revenue	1,316,038	1,281,494	1,612,511
Expenditures			
Salaries & Wages	128,618	205,253	254,197
Health Insurance	11,022	29,242	22,384
Pension	12,651	25,657	31,775
Payroll Taxes	11,424	16,429	20,410
Cell Phone	1,296	2,288	3,252
Workers Compensation	4,642	4,241	5,716
Training & Education	4,278	3,600	5,000
Uniforms	1,156	1,515	1,500
Other Employment Costs	805	1,473	1,000
Temporary Labor	7,574	6,000	9,000
Conferences & Travel	834	-	1,000
Small Tools & Equipment	2,968	6,000	4,000
Equipment Maintenance	4,401	8,000	6,000
Vehicle Repairs & Maintenance	1,466	3,500	3,500
Fuel	8,186	28,880	15,000
Insurance	110,159	149,690	191,887
Building & Infrastructure Repairs	696,469	845,000	855,000
Lawn & Property Maintenance	39,973	108,000	108,000
Grounds Maintenance	34	2,500	2,500
Consulting	29,943	250,000	75,000
Custodial	3,460	4,360	4,360
Utilities	58	-	1,000
Advertising	-	1,000	-
Miscellaneous	361	1,000	1,000
Capital Outlay	499,765	85,000	585,000
Total Expenditures	1,581,543	1,788,628	2,207,481
Revenues Over (Under) Expenditures	(265,505)	(507,134)	(594,970)

General Fund Budget Amendment 2013

General Government

	Actual YTD FY 2012	Original Budget FY 2012	Final Budget Amendment FY 2012
Revenues			
Grants	372,888	200,295	385,202
Interest	8,732	8,000	8,000
Total Revenue	381,620	208,295	393,202
Expenditures			
Salaries & Wages	264,883	299,441	371,185
Health Insurance	13,682	19,622	19,915
Pension	30,358	37,430	46,398
Payroll Taxes	20,507	23,271	26,214
Cell Phone	4,403	4,182	3,947
Workers Compensation	430	1,086	773
Training & Education	1,623	5,061	5,836
Uniforms	1,208	1,560	1,311
Other Employment Costs	50	-	547
Temporary Labor	11,453	12,000	12,000
Dues & Memberships	9,165	15,255	15,255
Conferences & Travel	31,933	37,990	39,990
Board Mtgs Spec Evts Comm	10,734	25,500	25,500
Auditing	20,000	22,000	20,000
Accounting	17,826	40,000	25,000
Consulting	73,500	87,000	82,000
Computer, Reproduct & Maintenance	35,300	56,385	53,885
Office Supplies	8,302	10,500	10,500
Postage	2,937	2,500	3,500
Telephone & Internet	8,606	9,200	11,000
Utilities	6,588	7,500	9,000
Waste Management	2,887	4,000	4,000
Advertising	451	2,000	2,000
Miscellaneous	510	2,500	2,500
Capital Outlay	7,166	2,000	7,500
Total Expenditures	584,502	727,983	799,756
Revenues Over (Under) Expenditures	(202,882)	(519,688)	(406,553)

General Fund Budget Amendment 2013

Hunting & Timber

	Actual YTD FY 2012	Original Budget FY 2012	Final Budget Amendment FY 2012
Revenues			
Timber Revenue	1,185,222	1,204,000	1,204,000
Hunting Revenue	6,300	37,500	37,500
Grants	46,233	37,250	43,610
Total Revenue	1,237,755	1,278,750	1,285,110
Expenditures			
Salaries & Wages	40,335	47,093	47,093
Health Insurance	3,319	6,289	4,840
Pension	4,033	5,887	5,887
Payroll Taxes	3,550	3,756	3,756
Cell Phone	448	1,067	1,020
Workers Compensation	2,450	1,399	4,000
Training & Education	260	250	300
Uniforms	195	500	300
Other Employment Costs	437	-	441
Dues & Memberships	285	370	370
Conferences & Travel	236	2,000	2,000
Small Tools & Equipment	1,468	2,000	2,000
Equipment Maintenance	130	500	500
Vehicle Repairs & Maintenance	963	1,250	1,250
Fuel	1,625	5,200	3,000
Insurance	1,022	1,220	1,543
Building & Infrastructure Repairs	-	10,000	-
Forestry	78,498	53,909	90,000
Hunting	4,192	9,763	11,500
Consulting	76,086	78,260	90,000
Marketing	-	1,000	1,000
Utilities	780	-	1,800
Advertising	-	1,000	1,000
Miscellaneous	379	500	500
Capital Outlay	54,918	68,000	68,000
Total Expenditures	275,609	301,213	342,100
Revenues Over (Under) Expenditures	962,146	977,537	943,010

General Fund Budget Amendment 2013

Real Estate, Marketing & Sales

	Actual YTD FY 2012	Original Budget FY 2012	Final Budget Amendment FY 2012
Revenues			
Leases	1,530,917	1,556,171	1,556,171
Grants	3,262	27,955	5,919
Total Revenue	1,534,179	1,584,126	1,562,090
Expenditures			
Salaries & Wages	20,844		54,426
Health Insurance	405		2,420
Pension	-		-
Payroll Taxes	1,854		4,311
Cell Phone	678		1,020
Workers Compensation	43		131
Training & Education	-		2,000
Uniforms	130		300
Other Employment Costs	140		591
Temporary Labor	676		1,000
Dues & Memberships	4,420	4,770	5,770
Conferences & Travel	24,369	55,260	50,000
Board Mtgs Spec Evts Comm	4,305	7,000	7,000
Vehicle Repairs & Maintenance	316	500	500
Fuel	1,554	2,600	2,600
Cost of Sales & Leases	75,348	350,000	100,000
Insurance	155	1,220	1,542
Grounds Maintenance	-	25,000	
Consulting	15,275	70,000	30,000
Marketing	98,880	136,008	175,000
Legal	72,570	85,000	85,000
Utilities	1,820	5,000	5,000
Miscellaneous	-	500	
Capital Outlay	22,628	250,000	402,000
Debt Service	282,295	213,276	213,278
Total Expenditures	628,705	1,206,134	1,143,889
Revenues Over (Under) Expenditures	905,474	377,992	418,201
Other Financing Sources (Uses)			
Draw on Line of Credit	95,671	-	95,671
Line of Credit Paydown	-	-	(150,671)
Total Other Financing Sources (Uses)	95,671	-	(55,000)
Change in Fund Balance	1,001,145	377,992	363,201

General Fund Budget Amendment 2013

Scrap & Materials Reclamation

	Actual YTD FY 2012	Original Budget FY 2012	Final Budget Amendment FY 2012
Revenues			
Personal Property Sales	616,713	200,000	625,000
Grants	64,843	47,250	62,500
Total Revenue	681,556	247,250	687,500
Expenditures			
Salaries & Wages	82,706	68,110	88,788
Health Insurance	7,795	12,577	12,600
Pension	1,400	8,514	2,500
Payroll Taxes	6,773	5,537	7,198
Cell Phone	679	1,067	1,020
Workers Compensation	2,211	2,023	2,637
Training & Education	20	100	100
Uniforms	868	460	875
Other Employment Costs	883	882	1,178
Temporary Labor	7,079	6,000	8,000
Conferences & Travel	-	-	-
Small Tools & Equipment	4,045	2,000	5,000
Equipment Maintenance	4,368	2,000	5,000
Vehicle Repairs & Maintenance	1,282	3,000	3,000
Fuel	7,358	7,800	8,500
Cost of Personal Property Sales	87,138	80,000	100,000
Insurance	1,530	2,440	3,085
Utilities	999	-	2,000
Advertising	-	1,000	-
Miscellaneous	-	500	500
Capital Outlay	-	-	-
Total Expenditures	217,134	204,010	251,981
Revenues Over (Under) Expenditures	464,422	43,240	435,519

Enterprise Fund Budget Amendment 2012

	Actual YTD FY 2012	Original Budget FY 2012	Final Budget Amendment FY 2012
Revenues			
Charges for Services	2,180,566	2,530,051	2,530,051
Total Revenue	2,180,566	2,530,051	2,530,051
Expenses			
Water	875,530	1,332,830	1,214,204
Waste Water	495,464	671,168	663,134
Industrial Waste Water	471,855	707,906	701,396
Total Expenses	1,842,849	2,711,904	2,578,734
Net Operating Revenues Over (Under) Expenses	337,717	(181,853)	(48,683)
Nonoperating Revenues (Expenses)	168,243	567,370	157,370
Change in Unrestricted Net Assets	505,960	385,517	108,687
Beginning Unrestricted Net Assets	1,964,880	1,964,880	1,964,880
Ending Unrestricted Net Assets	2,470,840	2,350,397	2,073,567
Capital Outlay	1,782,330	712,000	2,625,000

Enterprise Fund Budget Amendment 2012 By Line Item

	Actual YTD FY 2012	Original Budget FY 2012	Final Budget Amendment FY 2012
Revenues			
Charges for Services			
Army Water Charge	635,098	713,169	713,169
Army Waste Water Charge	527,069	599,509	599,509
Army Industrial Waste Water Charge	979,273	1,164,339	1,164,339
Commercial & Residential Water Charge	20,250	32,834	32,834
Commercial & Residential Waste Water Charge	18,876	20,200	20,200
Total Revenue	2,180,566	2,530,051	2,530,051
Expenses			
Labor	578,741	1,024,105	856,066
Analyticals	122,673	115,300	147,500
Repairs	272,184	325,000	385,000
Other Maintenance	7,499	27,000	11,500
Equipment Maintenance, Repair & Fuel	30,761	42,000	44,500
Equipment Rental	2,918	16,000	11,000
Materials	239,223	313,000	286,000
Supplies	34,752	29,400	40,800
Permits	16,930	21,000	22,000
Utilities	72,398	119,440	104,440
Waste Disposal	73,393	165,000	170,000
Consulting	94,799	182,197	129,300
Overhead	296,578	332,462	370,628
Total Expenses	1,842,849	2,711,904	2,578,734
Net Operating Revenues Over (Under) Expenses	337,717	(181,853)	(48,683)
Nonoperating Revenues (Expenses)			
Interest Income	46,984	25,000	25,000
Facility Charges	869,999	1,042,370	1,042,370
Interest Expense	(338,740)	(500,000)	(500,000)
Principal Payments	(410,000)	-	(410,000)
Loss on Sale of Fixed Assets	-	-	-
Total Nonoperating Revenues (Expenses)	168,243	567,370	157,370
Change in Unrestricted Net Assets	505,960	385,517	108,687
Beginning Unrestricted Net Assets	1,964,880	1,964,880	1,964,880
Ending Unrestricted Net Assets	2,470,840	2,350,397	2,073,567
Capital Outlay			
Bond	1,114,960	-	1,700,000
Non-Bond	578,646	-	800,000
O&M	88,724	712,000	125,000
Total Capital Outlay	1,782,330	712,000	2,625,000

Enterprise Fund Budget Amendment 2012

Water

	Actual YTD FY 2012	Original Budget FY 2012	Final Budget Amendment FY 2012
Revenues			
Charges for Services			
Army Water Charge	635,098	713,169	713,169
Commercial & Residential Water Charge	20,250	32,834	32,834
Total Revenue	655,348	746,003	746,003
Expenses			
Labor	304,953	520,597	441,350
Analyticals	9,419	12,500	17,500
Repairs	148,188	135,000	160,000
Other Maintenance	5,180	20,000	6,000
Equipment Maintenance, Repair & Fuel	13,876	15,000	19,500
Equipment Rental	206	10,000	5,000
Materials	110,486	151,000	130,000
Supplies	17,759	13,700	20,100
Permits	728	2,000	2,000
Utilities	33,875	57,440	57,440
Waste Disposal	44,980	125,000	125,000
Consulting	37,591	107,197	45,000
Overhead Allocation	148,289	163,396	185,314
Total Expenses	875,530	1,332,830	1,214,204
Net Operating Revenues Over (Under) Expenses	(220,182)	(586,827)	(468,201)

Enterprise Fund Budget Amendment 2012

Waste Water

	Actual YTD FY 2012	Original Budget FY 2012	Final Budget Amendment FY 2012
Revenues			
Charges for Services			
Army Waste Water Charge	527,069	599,509	599,509
Commercial & Residential Waste Water Charge	18,876	20,200	20,200
Total Revenue	545,945	619,709	619,709
Expenses			
Labor	166,449	294,287	247,346
Analyticals	60,161	50,000	70,000
Repairs	88,429	70,000	115,000
Other Maintenance	1,504	5,000	3,500
Equipment Maintenance, Repair & Fuel	10,115	17,000	15,000
Equipment Rental	1,984	4,000	4,000
Materials	25,254	36,000	30,000
Supplies	7,088	8,600	9,600
Permits	8,375	1,000	10,000
Utilities	21,785	40,000	25,000
Waste Disposal	10,931	15,000	15,000
Consulting	4,416	48,000	7,500
Overhead Allocation	88,973	82,281	111,188
Total Expenses	495,464	671,168	663,134
Net Operating Revenues Over (Under) Expenses	50,481	(51,459)	(43,425)

Enterprise Fund Budget Amendment 2012

Industrial Waste Water

	Actual YTD FY 2012	Original Budget FY 2012	Final Budget Amendment FY 2012
Revenues			
Charges for Services			
Army Industrial Waste Water Charge	979,273	1,164,339	1,164,339
Total Revenue	979,273	1,164,339	1,164,339
Expenses			
Labor	107,339	209,221	167,370
Analyticals	53,093	52,800	60,000
Repairs	35,567	120,000	110,000
Other Maintenance	815	2,000	2,000
Equipment Maintenance, Repair & Fuel	6,770	10,000	10,000
Equipment Rental	728	2,000	2,000
Materials	103,483	126,000	126,000
Supplies	9,905	7,100	11,100
Permits	7,827	18,000	10,000
Utilities	16,738	22,000	22,000
Waste Disposal	17,482	25,000	30,000
Consulting	52,792	27,000	76,800
Overhead Allocation	59,316	86,785	74,126
Total Expenses	471,855	707,906	701,396
Net Operating Revenues Over (Under) Expenses	507,418	456,433	462,943

Enterprise Fund Budget Amendment 2012
Overhead to be Allocated

	Actual YTD FY 2012	Original Budget FY 2012	Final Budget Amendment FY 2012
Expenses			
Office Labor	205,131	250,973	254,186
Travel	5,116	4,000	6,000
Meals & Meetings	4,027	5,200	5,200
Insurance	34,778	41,550	45,550
Accounting	16,619	30,000	20,000
Legal	14,489	-	17,500
Computer, Reproduct & Maintentance	11,811	15,192	15,192
Office Supplies	1,482	2,500	2,500
Postage	1,600	2,500	2,500
Waste Management	-	3,500	-
Licenses & Fees	983	1,000	1,000
Advertising	542	500	1,000
Total Expenses	296,578	356,915	370,628
Allocation of Overhead:			
Water	148,289	163,396	185,314
Waste Water	88,973	82,281	111,188
Industrial Waste Water	59,316	86,785	74,126
Total Overhead Allocated	296,578	332,462	370,628



RESOLUTION NO. 20120828-01

AUTHORIZING THE EXECUTIVE DIRECTOR/CEO TO EXECUTE A CONSTRUCTION CONTRACT WITH CAS CONSTRUCTION FOR REMODEL OF TEXAMERICAS CENTER HEADQUARTERS

WHEREAS, TexAmericas Center is a political subdivision of the State of Texas with the powers and authorities specified in Chapter 3503 of the Special District Local Laws Code of the State of Texas; and

WHEREAS, TexAmericas Center facilitated a qualifications-based competitive bidding process for a design & build contract to perform the remodeling work at 11 Chapel Lane upon TexAmericas Center's Central Campus, and

WHEREAS, a team led by Hervey Design, CAS Construction and Architect William Patton were awarded the contract, and

WHEREAS, the initial design phase of the project has been completed and is acceptable to TexAmericas Center, and

WHEREAS, TexAmericas Center has negotiated a contract for the actual construction of the project, and

WHEREAS, TexAmericas Center has already obligated \$41,340 in fiscal year 2012 for the design and project management and demolition for the contract against a budget of \$400,000, and

WHEREAS, due to the likely change in fiscal year during the construction of the project and TexAmericas Center's accrual based accounting structure it is contemplated that unspent balance will be carried forward into fiscal year 2013;

NOW, THEREFORE, BE IT RESOLVED, by the Board of Directors of TexAmericas Center that the Executive Director/CEO shall be and he is here by authorized to enter into a construction contract with CAS Construction for the remodel of TexAmericas Center Headquarters in accordance with the terms presented in the attached contract and in an amount not to exceed **\$XXX,XXX.XX**.

PASSED and APPROVED this 28th day of August, 2012.

Denis Washington, Chairman of the Board

ATTEST:

Wayne Cranfill, Secretary-Treasurer

Attached: Construction Contract

Placeholder

for

RESO 20120828-01

Office Remodel

Contract/Specs



RESOLUTION NO. 20120828-02

**AUTHORIZING THE EXECUTIVE DIRECTOR/CEO TO EXECUTE A CONTRACT FOR
SLUDGE REMOVAL AT THE WATER TREATMENT PLANT TO TERRA RENEWAL**

WHEREAS, TexAmericas Center is a political subdivision of the State of Texas with the powers and authorities specified in Chapter 3503 of the Special District Local Laws Code of the State of Texas; and

WHEREAS, TexAmericas Center facilitated a competitive bidding process for the removal of sludge in the lagoons at the Water Treatment Plant on Red River Army Depot and produced a low bidder, Terra Renewal, in the amount not to exceed \$80,000 and with the additional terms attached hereto;

NOW, THEREFORE, BE IT RESOLVED, by the Board of Directors of TexAmericas Center that the Executive Director/CEO shall be and he is here by authorized to enter into a service contract with Terra Renewal for the removal of sludge at the Water Treatment Plant in accordance with the terms presented in the attached contract not to exceed the amount of \$80,000.

PASSED and APPROVED this 28th day of August, 2012.

Denis Washington, Chairman of the Board

ATTEST:

Wayne Cranfill, Secretary-Treasurer

Attached: Sludge Removal Service Contract



1100 E Campbell Rd, Suite 220
Richardson, TX 75081

Proposal for Services

Tuesday, August 14, 2012

Phillip Grant
TexAmericas Center (TAC)
107 Chapel Lane
New Boston, TX 75570
903-280-5704

Sales Rep	Tracy Rupp
Sales Rep Contact	832-205-5167
Division	Daily Service
Project	Sludge Disposal

This proposal, along with the attached terms and conditions, shall serve as Terra Renewal's proposal to perform the referenced services for the above referenced company ("customer"). Pricing included in this proposal is contingent upon (1) acceptance of the proposal and terms and conditions acknowledged through the signing and return of this document via fax to the location listed below, (2) the acceptance of the proposal prior to the price expiration date listed below, (3) the acceptance of the proposal and agreement between Terra Renewal and the customer on the scheduling of the project prior to the proposal expiration date listed below.

Proposal Expires

Disposal Method	Land Application
Estimated Lab Cost	N/A
Lab Frequency	N/A
Permitting Agency	
Estimated Volume	See Comments

Pricing		
Unit of Sale	See Comments	Current Diesel Price Per Gallon
Proposed Unit Price	See Comments	\$3.88
Mobilization	\$4,800.00	
Additional Comments:		
2,000,000 gallons or more	\$0.113	
1,000,000-1,999,999	\$0.115	
Up to 999,999	\$0.117	
Scope Notes: Terra will remove and dispose of all vegetation in the lagoons as directed by Owner		
Sludge to be land applied on Permit #WQ0004943000		

Scheduling:

Pricing based on Terra Renewal crews maximizing all daylight hours during project term and operating on at least a 70 hour work week, consisting of weekdays plus Saturdays and Sundays (if agreed upon). Crews are dispatched to projects on first come first serve basis. Should a project require completion under "emergency" status, require rescheduling of booked projects, and/or require the unplanned utilization of subcontractors, pricing will be renegotiated.

Weather:

In the event that inclement weather causes a delay in the completion of a project, downtime will not count toward completion penalties. Prolonged weather events may require the rescheduling of a project and/or price renegotiation.

Incremental Costs:

Costs associated with rental of equipment to complete a project and/or landfill fees above and beyond that calculated in this proposal will be passed through to the customer at no greater than a 10% markup to cover administrative and downtime costs. Equipment rental fees will be charged in full week or month prices.

Fuel Price Variation:

Proposed pricing based on the current diesel price per gallon noted above. Price will be adjusted up or down 1% for every \$0.25 over or under the current diesel price at the time the project is performed. (If diesel prices are \$0.25 per gallon higher than the noted current price at the time of the project, the price will increase by 1%.)

Thank you for the opportunity to present this proposal. Should you choose to accept the proposal and the attached terms and conditions, please sign below and return to Stephanie Bowden via fax at 972-692-8143. If you have any questions, please feel free to contact your Sales Representative at the number listed above.

Authorized Representative

Date

Terra Renewal Services, Inc.
Event Services
Terms and Conditions

Customer:	TexAmericas Center (TAC)	Location:	New Boston, TX
-----------	--------------------------	-----------	----------------

It is hereby agreed between Terra Renewal Services, Inc. ("TERRA RENEWAL") and the above-named Customer ("Customer") that Customer operates certain food processing facilities and/or water/wastewater treatment facilities at the location(s) specified above that generate wastewater residuals (the "Residuals"); and that TERRA RENEWAL, a wastewater residuals service provider, is willing and able to manage said Residuals in a commercially reasonable manner. Customer and TERRA RENEWAL agree to do business in accordance with the terms and conditions contained in the proposal of TERRA RENEWAL to Customer dated August 14, 2012, and these Terms and Conditions and all changes and modifications to such proposal (together, the "Proposal").

TERRA RENEWAL agrees to provide transportation, storage, land application, and record-keeping/reporting services (the "Services") for Customer in the respect of the Residuals at the identified location(s). TERRA RENEWAL will provide Customer with periodic invoicing for Services according to the pricing structure set forth in the Proposal. TERRA RENEWAL shall provide some or all of the following tanks and/or equipment as necessary to perform the Services (as determined in TERRA RENEWAL' sole discretion): AgChem TerraGators with injection systems, farm tractors with injection buggies, semi-trucks with sealed aluminum vacuum tanker trailers (approx. capacity of 7,500 gallons with maximum allowable payload of about 6,000 gallons) equipped with vacuum pumps, transfer tank(s) provided at Customer's plant (such tank(s) shall remain the property of TERRA RENEWAL, TERRA RENEWAL shall have the right to remove or replace tank(s) at its sole discretion, and Customer shall be responsible for any costs associated with the installation and maintenance of such tank(s)), and 420,000-gallon, 210,000-gallon, and/or 20,000-gallon inclement weather storage tanks located near certain land application sites.

TERRA RENEWAL will be responsible for the registration, authorization, and/or permitting of the land application activities with the appropriate regulatory agencies and shall pay the related regulatory fees, unless otherwise noted in the Proposal. TERRA RENEWAL will be responsible for obtaining samples and the required lab analysis of the Residuals. TERRA RENEWAL will pay for the lab analysis and will invoice Customer for such lab analysis expenses with no markup. TERRA RENEWAL will land apply the Residuals for beneficial use as fertilizer/soil amendment or dispose of the material using a disposal method approved by the appropriate permitting agency. When TERRA RENEWAL applies the Residuals via the subsoil injection method such application will be according to sound agronomic rates. TERRA RENEWAL may remove and separately dispose of oil/grease from the Residuals prior to land application. TERRA RENEWAL is responsible for determining application rates based upon cover crops and analytical testing of the Residuals. TERRA RENEWAL will keep records of Residuals application and report to Customer and regulatory agencies as needed. TERRA RENEWAL will be responsible for providing commercially reasonable handling of the Residuals once collected by TERRA RENEWAL, including cleanup of any spills.

Customer represents that the nature of Residuals are non-hazardous, suitable for land application and representative of samples provided at the time of the Proposal. No other materials will be included in the Residuals without the approval of TERRA RENEWAL. Customer shall make all reasonable efforts to insure that trash, feathers, gloves, and other solid debris are not included in Residuals. The makeup and content of the Residuals shall remain the responsibility of Customer, and at no time shall such responsibility be transferred to TERRA RENEWAL. Customer shall be responsible for any and all claims or liabilities that may arise from or to any third parties or regulatory agencies relating to the content or makeup of the Residuals. TERRA RENEWAL only accepts responsibility for providing commercially reasonable hauling and land application services to Customer as provided hereunder.

When a project timeline is agreed upon as part of this proposal, the time for completion will not begin until all analysis has been completed, provided to TERRA RENEWAL, and the material has been approved and permitted for the intended disposal method by the appropriate permitting agency.

Customer agrees to compensate TERRA RENEWAL in accordance with the Proposal plus all applicable sales, gross receipts and similar taxes and assessments applicable to the TERRA RENEWAL services, whether assessed now or in the future. TERRA RENEWAL may adjust pricing if requests for services arise that are outside the normal course of business as set forth in the proposal or for emergencies. TERRA RENEWAL may charge Customer for cleaning fields and equipment of debris, trash, and other foreign matter that Customer includes in Residuals stream. Terms for payment are Net 14 days from invoice date subject to a credit review performed at the discretion of TERRA RENEWAL. Customer shall compensate TERRA RENEWAL at the rate of \$95.00 per hour after the first hour for loading/waiting time at Customer plants in cases where TERRA RENEWAL' trucks are detained due to Customer's personnel and/or equipment or other conditions outside of the control of TERRA RENEWAL. Customer will ensure TERRA RENEWAL and its employees; agents or independent contractors have access to and from Residuals storage and loading areas. Customer will not interfere unreasonably with the removal operations of TERRA RENEWAL and its employees, agents or independent contractors in monitoring the performance of TERRA RENEWAL hereunder. Customer shall cooperate to the full extent possible in assisting TERRA RENEWAL in obtaining all federal, state, and local permits, licenses and authorizations that TERRA RENEWAL is required to obtain in order to perform the services hereunder. Customer shall obtain and comply with all necessary federal, state and local permits, licenses and authorizations, if any, which Customer is required to obtain in order to perform its obligations hereunder and, upon request by TERRA RENEWAL, Customer shall permit TERRA RENEWAL to inspect said permits, licenses and authorizations.

The relationship between TERRA RENEWAL and Customer is that of an independent contractor, with Customer being interested only in the removal, transportation and land application of the Residuals in a timely and proper manner. TERRA RENEWAL is not an employee, agent or servant of Customer. It is agreed that TERRA RENEWAL is not the partner of Customer and that the parties are not engaged in a partnership or joint venture and Customer is hereby excluded from any liability for debts or liabilities of TERRA RENEWAL. TERRA RENEWAL shall at all times during the term of this Agreement keep its property and equipment insured with collision insurance and keep same insured against liability for bodily injury and property damage with a responsible insurance company with said insurance to provide minimum coverage of \$2,000,000 for each person and \$2,000,000 for each occurrence.

The terms of the Proposal are incorporated herein by reference. These Terms and Conditions and the Proposal shall be interpreted and construed in accordance with the laws of Texas. These Terms and Conditions shall supersede and replace all other Terms and Conditions in effect prior to date specified above. Either Customer or TERRA RENEWAL may terminate the Proposal on thirty (30) days prior written notice, or as otherwise provided in the Proposal.



RESOLUTION NO. 20120828-03

RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR/CEO TO EXECUTE A LEASE FOR 123 TEXAS AVENUE TO M2 SERVICES

WHEREAS, TexAmericas Center is a political subdivision of the State of Texas with the powers and authorities specified in Chapter 3503 of the Special District Local Laws Code of the State of Texas; and

WHEREAS, M2 Services contacted TexAmericas Center to seek a lease arrangement for storage space and related facilities at 123 Texas Avenue, New Boston, TX 75570; and

WHEREAS, the parties have come to the attached terms of agreement for said lease.

NOW, THEREFORE, BE IT RESOLVED, by the Board of Directors of TexAmericas Center that the Executive Director/CEO shall be and he is hereby authorized to execute the attached lease; and

BE IT FURTHER RESOLVED, by the Board of Directors of TexAmericas Center that the Center appreciates the collaborative effort of M2 Services to negotiate this lease as well as to continue its business operations, preserve existing jobs and contribute to the tax base in Bowie County, Texas.

PASSED AND APPROVED THIS 28th day of August, 2012.

Denis Washington, Chairman of the Board

ATTEST:

Wayne Cranfill, Secretary-Treasurer

Attached: Lease Agreement

Placeholder

for

RESO 20120828-03

M2 Services

Lease 123

Texas Ave.



RESOLUTION #20120828-04

**RESOLUTION AUTHORIZING CHANGE ORDER NUMBER FOUR (4) TO HERITAGE
CONSTRUCTORS, INC. - TEXAS WATER DEVELOPMENT BOARD PROJECT NUMBER:
21520: SEWER PLANT PROJECT (\$200,000)**

WHEREAS, TexAmericas Center is a political subdivision of the State of Texas with the powers and authorities specified in Chapter 3503 of the Special District Local Laws Code of the State of Texas; and

WHEREAS, TexAmericas Center has issued certain bonds sponsored by the Texas Water Development Board (TWDB) to support certain water and sewer utility improvements; and

WHEREAS, TexAmericas Center has proposed, subject to TWDB approval of certain plans and specifications for such improvements indicated by TWDB project number 21520; and

WHEREAS, TexAmericas Center has sought, through a competitive process, bids for the construction of a major upgrade to the domestic sewer treatment plant; and

WHEREAS, TexAmericas Center awarded a construction contract to Heritage Constructors, Inc. for the replacement of the area Sewer Plant by Resolution No. 20120124-09; and

WHEREAS, Heritage Constructors, Inc. has requested a change order to perform project management for project completion; subcontract a professional engineer; release all asserted and unasserted claims to date; and will be responsible for incorporation changes and modifications to existing plans. This scope of work is presented as change order number four (4) to the basic construction contract with a net increase of \$200,000.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of TexAmericas Center that change order number four (4) to the above referenced contract is approved and the Executive Director/CEO shall be and he is hereby authorized to execute change order number four (4) for an increase in contract amount not to exceed \$200,000.

PASSED and APPROVED this 28th day of August, 2012.

Denis Washington, Chairman of the Board

ATTEST:

Wayne Cranfill, Secretary-Treasurer

Attached: Change Order number four (4)

Placeholder for

RESO 20120828-04

CO#4

Heritage Construction
Sewer Plant Project



RESOLUTION NO. 20120828-05

**RESOLUTION AUTHORIZING CHANGE ORDER NUMBER ONE (1) TO SHERRILL
CONSTRUCTION CO. FOR THE ELLIOTT LAKE SEWER PROJECT IN THE AMOUNT
OF \$XXXXXXXX**

WHEREAS, TexAmericas Center is a political subdivision of the State of Texas with the powers and authorities specified in Chapter 3503 of the Special District Local Laws Code of the State of Texas; and

WHEREAS, the total project cost of \$903,331.16 is fully inclusive of all project related costs; and

WHEREAS, one funding source is a task order from Red River Army Depot in the amount of \$343,052.52 and the second funding source is the Wastewater Facility Charge Reserves (Restricted Cash-FC-Wastewater) in the amount of \$560,278.64; and

WHEREAS, Sherrill Construction Co. has submitted a satisfactory construction bid in the amount of \$654,610.35 and has met all TexAmericas Center requirements to be qualified to do work for TexAmericas Center and is committed to begin the project in a timely fashion; and

WHEREAS, Red River Army Depot has requested a change order to avoid the removal of trees from the Elliott Lake Recreational Facility. This scope of work is presented as change order number one (1) to the basic construction contract with a net increase of \$XXXXXXXX.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of TexAmericas Center that the Executive Director/CEO shall be and he is hereby authorized to award a contract to Sherrill Construction Co. for the services provided for as per approved plans and specifications; and

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of TexAmericas Center that the Executive Director/CEO shall be and he is hereby authorized to sign a task order from Red River Army Depot in the amount of \$343,052.52.

PASSED and APPROVED this 28th day of August, 2012

Denis Washington, Chairman of the Board

ATTEST:

Wayne Cranfill, Secretary-Treasurer

Attached: Contract

Placeholder for

RESO 20120828-05

CO#1

Sherrill Construction
Elliott Lake Project