



MINUTES

The Board of Directors of TexAmericas Center met to conduct business at the Nash, Texas City Hall – Training Facility, 119 Elm Street, Nash, Texas 75569 on September 26, 2017.

1. The Directors and public began to assemble at 11:30 a.m. while lunch was served. The meeting was called to order at 12:06 p.m. by Boyd Sartin, Chairman of the Board, who certified that the meeting was properly posted, being held in accordance with the Texas Open Meetings Act and that a quorum was present.

2. The Pledge and Reflection were led by Scott Norton.

3. **Directors in Attendance were:**

Boyd Sartin	Melford Pierce	Ben King	Gabe Tarr
Ron Collins	Don Morriss	Jim Roberts	Vickie Higgins
Marc Reiter			

Directors Absent were:

Justin Powell	Cody Lorance	Fred Norton	Mike Brock
Denis Washington	Steve Mayo		

Staff and Others in attendance were:

Scott Norton	Marla Byrd	Holly Sleek	Ashley Byrd
Wes Jordan <small>Jordan Law Firm</small>	Judge James Carlow <small>Bowie County Judge</small>	Rhonda Jones <small>Holliday, Lemons & Cox, P.C.</small>	David Williams <small>MTG Engineers</small>
Liz Fazio Hale <small>Riverbend Water Resources</small>	Landon Huffer <small>Schimming Company</small>		

4. Boyd Sartin called for public comments. Members of the public may speak on any topic and comments are limited to 5 minutes per speaker. None noted.
5. Boyd Sartin called reports from the standing Committees of TexAmericas Center. Committees that met since the last board meeting were:
 - a. Executive
 - b. Investment/FinanceNo additional comments noted from the minutes included in the board packet.
6. Considered and took action upon **Resolution #20170926-01** approving the **Fiscal Year 2017 3rd Quarter Financials**. Rhonda Jones with Holliday, Lemons & Cox, P.C. presented the 3rd Quarter Financials. A motion was made by Don Morriss and seconded by Melford Pierce. The motion carried unanimously by voice vote.

7. Considered and took action upon **Resolution #20170926-02** approving the **Fiscal Year 2017 Budget Revisions for TexAmericas Center**. Scott Norton presented the FY17 Budget Revisions. A motion was made by Ron Collins and seconded by Gabe Tarr. The motion carried unanimously by voice vote.
8. Considered and took action upon **Resolution #20170926-03** approving the **Fiscal Year 2018 Budget for TexAmericas Center**. Scott Norton presented the FY18 Budget. A motion was made by Don Morriss and seconded by Ron Collins. The motion carried unanimously by voice vote.
9. A motion was made by Gabe Tarr and seconded by Ben King 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, 2017.
 - b. Approved Check Book Register and Deposit Summary from August 17, 2017 – September 20, 2017.
 - c. Considered and took action upon **Resolution #20170926-04** approving the **Fiscal Year 2017 3rd Quarter Scrap and Timber Sales Report**.
 - d. Considered and took action upon **Resolution #20170926-05** approving the **Fiscal Year 2017 3rd Quarter Investment Report**.
 - e. Considered and took action upon **Resolution #20170926-06** authorizing the Executive Director/CEO to approve the **TexAmericas Center Investment Policy**.
 - f. Considered and took action upon **Resolution #20170926-07** authorizing the Executive Director/CEO to execute a contract with **Holliday, Lemons and Cox, P.C. for professional accounting services for FY2018**.
 - g. Considered and took action upon **Resolution #20170926-08** authorizing the Executive Director/CEO to execute a contract with the **Jordan Law Firm for professional legal services for FY2018**.
 - h. Considered and took action upon **Resolution #20170926-09** authorizing the Executive Director/CEO to execute a contract with **Garrity and Knisely for professional BRAC-related legal services for FY2018**.
 - i. Considered and took action upon **Resolution #20170927-10** authorizing the Executive Director/CEO to execute a professional services contract with **McWilliams Governmental Affairs Consultants for governmental communications services for FY2018**.
 - j. Considered and took action upon **Resolution #20170926-11** authorizing the Executive Director/CEO to execute a professional engineering services agreement and various work orders with **MTG Engineers and Surveyors for FY2018**.
 - k. Considered and took action upon **Resolution #20170926-12** authorizing the Executive Director/CEO to execute a professional engineering services agreement with **ETTL Engineers and Consultants for FY2018**.
 - l. Considered and took action upon **Resolution #20170926-13** 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 FY2018**.
 - m. Considered and took action upon **Resolution #20170926-14** authorizing the Executive Director/CEO to execute a **Marketing and Consulting Agreement with Point Trade Services, Inc., for FY18**.
 - n. Considered and took action upon **Resolution #20170926-15** authorizing the Executive Director/CEO to execute a professional services agreement for economic development services with **World Economic Development Alliance (WEDA) for FY18**.
 - o. Considered and took action upon **Resolution #20170926-16** authorizing the Executive Director/CEO to execute a **Line of Credit Note to Guaranty Bank & Trust in the amount of \$1,500,000.00**.

10. Boyd Sartin and Scott Norton presented a commission check to Landon Huffer with Schimming Company.
11. Liz Fazio Hale, Executive Director/CEO of Riverbend Water Resources District, presented a report regarding regional water.
12. Considered and took action upon **Resolution #20170926-17** authorizing the Executive Director/CEO to execute a right-of-way easement and road dedication of property known as **Walnut Road upon TexAmericas Center-West property**. A motion was made by Ron Collins and seconded by Marc Reiter. The motion carried unanimously by voice vote.
13. Considered and took action upon **Resolution #20170926-18** authorizing the Executive Director/CEO to amend a **Reimbursement Contract for Environmental Services for Cooperative Agreement Expenses with the Texas Commission on Environmental Quality**. A motion was made by Gabe Tarr and seconded by Ron Collins. The motion carried unanimously by voice vote.
14. Considered and took action upon **Resolution #20170926-19** authorizing the Executive Director/CEO to execute an **Economic Development Incentive Agreement with Bowie County, Texas**. A motion was made by Don Morriss and seconded by Ron Collins. The motion carried unanimously by voice vote.
15. Considered and took action upon **Resolution #20170926-20** authorizing the Executive Director/CEO to execute a **construction contract for parking lot rehabilitation at 228 Texas Avenue, New Boston, Texas 75570**. A motion was made by Marc Reiter and seconded by Melford Pierce. The motion carried unanimously by voice vote.
16. Scott Norton presented the Executive Director/CEO report and gave an update on Economic Development.
17. A motion was made by Ben King and seconded by Melford Pierce at 1:02 p.m. to adjourn to Executive Session pursuant to the following Sections. 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.
18. A motion was made by Ben King and seconded by Melford Pierce at 1:37 p.m. to reconvene in Open Session. The motion carried unanimously by voice vote.
19. Considered and took action upon **Resolution #20170926-21** authorizing the Executive Director/CEO to amend the **Personnel Policy Manual**. A motion was made by Ron Collins and seconded by Gabe Tarr. The motion carried unanimously by voice vote.
20. Considered and took action upon **Resolution #20170926-22** authorizing the Executive Director/CEO to execute a **lease modification with Expal USA, Inc. for space at 557 Elm Circle,**

Hooks, TX 75561. A motion was made by Ben King and seconded by Marc Reiter. The motion carried unanimously by voice vote.

21. Considered and took action upon **Resolution #20170926-23** authorizing the Executive Director/CEO to **execute a lease modification and extension with Premier Fire & Security, Inc. for space at 180 Arkansas Avenue, Lot A & Lot B, and 175 Arkansas Avenue, New Boston, TX 75570.** A motion was made by Ron Collins and seconded by Don Morriss. The motion carried unanimously by voice vote.
22. Considered and took action upon **Resolution #20170926-24** authorizing the Executive Director/CEO to **execute a lease modification with Bristol General Contractors, LLC for space at 180 Arkansas Avenue, Lot C and Lot D, New Boston, TX 75570.** A motion was made by Don Morriss and seconded by Melford Pierce. The motion carried unanimously by voice vote.
23. Considered and took action upon **Resolution #20170926-25** authorizing the Chairman of the Board to **negotiate and execute Amendment Three to Management and Personal Services Contract with William Scott Norton to serve as Executive Director/CEO.** A motion was made by Melford Pierce and seconded by Ben King. The motion carried unanimously by voice vote.
24. Considered and took action upon **Resolution #20170926-26** authorizing the Executive Director/CEO to **execute Change Order No. 1 with RBIS, LLC for the Expal Sewer Improvements subject to Economic Development Administration concurrence and approval.** A motion was made by Ron Collins and seconded by Melford Pierce. The motion carried unanimously by voice vote.

With no other business to discuss, a motion was made by Don Morriss and seconded by Melford Pierce to adjourn the meeting at 1:39 p.m. The motion carried unanimously by voice vote.

The above and foregoing minutes of TexAmericas Center Board of Directors meeting, September 26, 2017 were read and approved on October 24, 2017.



Ben King, Secretary