



## MINUTES

The Board of Directors of TexAmericas Center met to conduct business at the Nash, Texas City Hall – Council Chambers, 119 Elm Street, Nash, Texas 75569 on May 22, 2018.

1. The Directors and public began to assemble while lunch was served. The Pledge of Allegiance and Reflection were led by Boyd Sartin and Scott Norton.
2. The meeting was called to order at 12:04 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.

3. **Directors in Attendance were:**

Boyd Sartin	Melford Pierce	Ben King	Gabe Tarr
Ron Collins	Don Morriss	Joe Dike	Vickie Higgins
Denis Washington	Cody Lorange		

**Directors Absent were:**

Steve Mayo	Fred Norton	Marc Reiter	Justin Powell
Jim Roberts			

**Staff and Others in Attendance were:**

Scott Norton	Marla Byrd	Eric Voyles	Jeff Whitten
Holly Sleek	Wes Jordan Jordan Law Firm	Rhonda Jones Holliday, Lemons & Cox, P.C.	Liz Fazio Hale Riverbend WRD
Chris Knauth Evans & Knauth, PLLC			

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. No comments noted.
5. Boyd Sartin called for discussion regarding the standing Committees of TexAmericas Center. Committees that met since the last board meeting were:
  - a. Infrastructure/REM
  - b. Executive
  - c. Investment/Finance

No further comments in addition to the minutes included in the packet.

Mr. King stepped out of the meeting briefly from 12:07 – 12:09 p.m.

6. A motion was made by Melford Pierce and seconded by Don Morriss 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 April 24, 2018.

- b. Approved Check Book Register and Deposit Summary from April 19, 2018 – May 15, 2018.
  - c. Considered and took action upon **Resolution #20180522-01** approving the **Fiscal Year 2018 2<sup>nd</sup> Quarter Scrap and Timber Sales Report**.
  - d. Considered and took action upon **Resolution #2018522-02** approving the **Fiscal Year 2018 2<sup>nd</sup> Quarter Investment Report**.
  - e. Approved the Board Calendar (July 2018 – July 2019)
7. Considered and took action upon **Resolution #20180522-03** approving the **Fiscal Year 2018 2<sup>nd</sup> Quarter Financials**. Rhonda Jones with Holliday, Lemons and Cox, P.C. presented the FY2018 2<sup>nd</sup> Quarter Financials. A motion was made by Ron Collins and seconded by Denis Washington. The motion carried unanimously by voice vote.
  8. Liz Fazio Hale, Executive Director/CEO of Riverbend Water Resources District, provided a regional water report.
  9. Considered and took action upon **Resolution #20180522-04** authorizing the Executive Director/CEO to **execute a hunting license for hunting areas number one through nine**. A motion was made by Don Morriss and seconded by Melford Pierce. Cody Lorange abstained from voting; otherwise, the motion carried unanimously by voice vote.
  10. Considered and took action upon **Resolution #20180522-05** authorizing the **transfer of the contract previously awarded to Knauth & Company, P.C. to Evans & Knauth, PLLC**. A motion was made by Joe Dike and seconded by Gabe Tarr. The motion carried unanimously by voice vote.
  11. Considered and took action upon **Resolution #20180522-06** authorizing the Executive Director/CEO to **execute change orders in an amount not to exceed 10% of the gross contract price or \$50,000.00 whichever is less**. A motion was made by Gabe Tarr and seconded by Denis Washington. The motion carried unanimously by voice vote.
  12. Considered and took action upon **Resolution #20180522-07** authorizing the Executive Director/CEO to **execute one or more contracts for the Renovation of an Area D Warehouse in an amount not to exceed \$270,000**. A motion was made by Joe Dike and seconded by Ron Collins. The motion carried unanimously by voice vote.
  13. Considered and took action upon **Resolution #20180522-08** approving the **Drainage Guidelines on TexAmericas Center Property**. Jeff Whitten presented the Drainage Guidelines to the Board. A motion was made by Melford Pierce and seconded by Gabe Tarr. The motion carried unanimously by voice vote.
  14. Heard a presentation from Denis Washington representing the Nominating Committee regarding nominations of Officer of the Board of Directors. Voting is not intended until the June 26, 2018 Board Meeting; however, the Committee's recommendations for the Executive Committee are as follows:

Chairman:	Boyd Sartin
Vice-Chairman:	Melford Pierce
Secretary	Ben King
Treasurer:	Gabe Tarr

Mr. Washington noted nominations could also be made from the floor at today's meeting or at the June 26<sup>th</sup> meeting prior to voting. No nominations were made from the floor at today's meeting.

15. Scott Norton and Eric Voyles provided the Executive Director/CEO Report and the EVP/CEDO Report.
16. A motion was made by Melford Pierce and seconded by Don Morriss to adjourn to Executive Session at 12:59 p.m. pursuant to the following Sections. The motion carried unanimously by voice vote. Mr. Dike left the meeting at this time.
  - 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.
17. A motion was made by Ron Collins and seconded by Melford Pierce at 1:32 p.m. to reconvene in Open Session. The motion carried unanimously by voice vote.
18. Considered and took action upon **Resolution #20180522-09 authorizing the conveyance of specific property to TAC EAST HOLDINGS COMPANY NO. 1.** A motion was made by Don Morriss and seconded by Gabe Tarr. The motion carried unanimously by voice vote.
19. Considered and took action upon **Resolution #20180522-10 authorizing the Executive Director/CEO to execute a second modification of lease with M2 Services Corporation to replace the existing legal description, to include Exhibit "A" at 320 Panther Creek, New Boston, TX 75570.** A motion was made by Gabe Tarr and seconded by Denis Washington. The motion carried unanimously by voice vote.
20. Considered and took action upon **Resolution #20180522-11 authorizing the Executive Director/CEO to execute a modification and extension of lease for a non-exclusive license to remove timber by 4X Industrial, LLC for salvage areas #1, #2 and #3, as depicted on Exhibit "A".** A motion was made by Gabe Tarr and seconded by Denis Washington. The motion carried unanimously by voice vote.

With no other business to discuss, a motion was made by Melford Pierce and seconded by Gabe Tarr to adjourn the meeting at 1:34 p.m. The motion carried unanimously by voice vote.

**The above and foregoing minutes of TexAmericas Center Board of Directors meeting, May 22, 2018 were read and approved on June 26, 2018.**

  
Ben King, Secretary