



MINUTES

The Board of Directors of TexAmericas Center met to conduct business at the Nash City Hall-Training Facility, 119 Elm Street, Nash, TX 75569 on September 24, 2019.

1. The Directors and public began to assemble at 11:30 a.m. 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 12:03 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:**

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|-------------|---------------|-------------|--------------|
| Boyd Sartin | Jim Roberts | Ben King | Gabe Tarr |
| Don Morriss | Justin Powell | Fred Norton | Jimmy Howell |
| Steve Mayo | | | |

Directors Absent were:

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|-------------------|----------------|-------------|-------------|
| Denis Washington | Cody Lorange | Ron Collins | Marc Reiter |
| Fred Meisenheimer | Vickie Higgins | | |

Staff and Others in Attendance were:

| | | | |
|--------------|-----------------|------------------------------|--------------------|
| Scott Norton | Marla Byrd | Jeff Whitten | Eric Voyles |
| Holly Sleek | Wes Jordan | Rhonda Jones | Judge James Carlow |
| | Jordan Law Firm | Holliday, Lemons & Cox, P.C. | Bowie County Judge |

Kyle Dooley
Riverbend Water Resources District

4. Boyd Sartin called for public comments related to the Public Comment Period for Non-Agenda Items and comments are limited to five minutes. None noted.
5. Boyd Sartin called for public comments related to the Public Comment Period for Agenda Items and comments are limited to five minutes. None noted.
6. Boyd Sartin, Chairman of the Board, took a moment to recognize Judge James Carlow, Bowie County Judge, who was retiring at the end of the month. He, along with Gabe Tarr and Wes Jordan spoke briefly, thanking Judge Carlow for his service and shared some stories. Mr. Sartin and Scott Norton presented Judge Carlow with a plaque from TexAmericas Center thanking him for his many years of service to TAC and the community.

7. Boyd Sartin called for reports from the standing Committees of TexAmericas Center. Committees that met since the last board meeting were:
 - a. Executive
 - b. Investment/Finance

No additional comments in addition to the minutes provided in the board packet.

8. Considered and took action upon **Resolution #20190924-01** approving the **Fiscal Year 2019 3rd Quarter Financials**. Rhonda Jones with Holliday, Lemons & Cox, P.C. presented the FY19 3rd Quarter Financials. A motion was made by Don Morriss and seconded by Justin Powell. The motion carried unanimously by voice vote.
9. Considered and took action upon **Resolution #20190924-02** approving the **Fiscal Year 2019 Budget Revisions for TexAmericas Center**. Scott Norton presented the FY19 Budget Revisions. A motion was made by Justin Powell and seconded by Don Morriss. The motion carried unanimously by voice vote.
10. Considered and took action upon **Resolution #20190924-03** approving the **Fiscal Year 2020 Budget for TexAmericas Center**. Scott Norton presented the FY20 Budget. A motion was made by Don Morriss and seconded by Gabe Tarr. The motion carried unanimously by voice vote.
11. A motion was made by Justin Powell and seconded by Steve Mayo 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 27, 2019.
 - b. Approved Check Book Register and Deposit Summary from August 22, 2019 – September 18, 2019.
 - c. Considered and took action upon **Resolution #20190924-04** approving the **Fiscal Year 2019 3rd Quarter Scrap and Timber Sales Report**.
 - d. Considered and took action upon **Resolution #20190924-05** approving the **Fiscal Year 2019 3rd Quarter Investment Report**.
 - e. Considered and took action upon **Resolution #20190924-06** authorizing the Executive Director/CEO to approve the **TexAmericas Center Investment Policy**.
 - f. Considered and took action upon **Resolution #20190924-07** authorizing the Executive Director/CEO to execute a contract with Holliday, Lemons and Cox, P.C. for professional accounting services for FY2020.
 - g. Considered and took action upon **Resolution #20190924-08** authorizing the Executive Director/CEO to execute a contract with the Jordan Law Firm for professional legal services for FY2020.
 - h. Considered and took action upon **Resolution #20190924-09** authorizing the Executive Director/CEO to execute a contract with Garrity and Knisely for professional BRAC-related legal services for FY2020.
 - i. Considered and took action upon **Resolution #20190924-10** authorizing the Executive Director/CEO to execute a professional services contract with McWilliams Governmental Affairs Consultants for governmental communications services for FY2020.
 - j. Considered and took action upon **Resolution #20190924-11** authorizing the Executive Director/CEO to execute a professional engineering services agreement and various work orders with MTG Engineers and Surveyors for FY2020.
 - k. Considered and took action upon **Resolution #20190924-12** authorizing the Executive Director/CEO to execute a professional engineering services agreement with E TTL Engineers and Consultants for FY2020.

- l. Considered and took action upon **Resolution #20190924-13** 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 FY2020.**
 - m. Considered and took action upon **Resolution #20190924-14** authorizing the Executive Director/CEO to execute a **Marketing and Consulting Agreement with Point Trade Services, Inc., for FY2020.**
 - n. Considered and took action upon **Resolution #20190924-15** authorizing the Executive Director/CEO to execute a **professional services agreement for economic development services with World Economic Development Alliance (WEDA) for FY2020.**
 - o. Considered and took action upon **Resolution #20190924-16** authorizing the Executive Director/CEO to execute a **Professional Services Agreement with Braun Intertec Corporation for Geotechnical Services for FY2020.**
 - p. Considered and took action upon **Resolution #20190924-17** authorizing the Executive Director/CEO to execute a **Line of Credit Note to Guaranty Bank & Trust in the amount of \$1,500,000.00.**
12. Kyle Dooley, Executive Director/CEO with Riverbend Water Resources District, along with Steve Mayo, provided a report regarding regional water.
13. Considered and took action upon **Resolution #20190924-18** authorizing the Executive Director/CEO to **amend the Personnel Policy Manual.** A motion was made by Gabe Tarr and seconded by Justin Powell. The motion carried unanimously by voice vote.
14. Considered and took action upon **Resolution #20190924-19** authorizing the Executive Director/CEO to **execute a contract with Kingwood Forestry for a Forestry Management Plan for 2021-2030.** A motion was made by Don Morriss and seconded by Boyd Sartin. The motion carried unanimously by voice vote.
15. Considered and took action upon **Resolution #20190924-20** authorizing the **acquisition of Pollution and Remediation Legal Liability Insurance from Indian Harbor Insurance Company as required by Environmental Services Cooperative Agreement.** A motion was made by Gabe Tarr and seconded by Don Morriss. The motion carried unanimously by voice vote.
16. Considered and took action upon **Resolution #20190924-21** authorizing the Executive Director/CEO to **execute a Design and Bid Contract with Lockheed Martin for building improvements to Building 333.** A motion was made by Don Morriss and seconded by Justin Powell. The motion carried unanimously by voice vote.
17. Staff Reports:
 - a. Scott Norton provided the Executive Director/CEO Report.
 - b. Eric Voyles provided Executive Vice President/CEDO Report.
 - c. Jeff Whitten provided the VP of Operations Report.
18. A motion was made by Gabe Tarr and seconded by Ben King to adjourn to Executive Session pursuant to the following Sections at 12:53 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.

19. A motion was made by Gabe Tarr and seconded by Ben King to reconvene in Open Session at 1:13 p.m. The motion carried unanimously by voice vote.

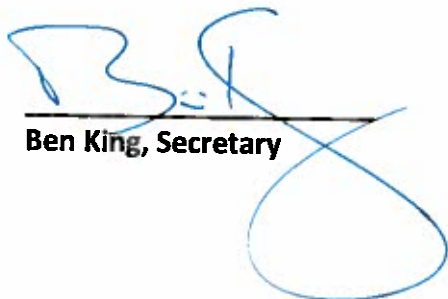
20. Considered and took action upon **Resolution #20190924-22** authorizing the **Executive Director/CEO to execute a new lease agreement for warehouse and storage space at 22 Huckleberry Street, Hooks, TX 75561 in Area U, to Expal USA, Inc.** A motion was made by Justin Powell and seconded by Steve Mayo. The motion carried unanimously by voice vote.

21. Considered and took action upon **Resolution #20190924-23** authorizing the **Executive Director/CEO to execute a new lease agreement for a multi-commodity transload facility at 695 Oak Street, Hooks, TX 75561, Area BB, to Spring Creek Holdings, LLC DBA Spring Creek Enterprises.** A motion was made by Steve Mayo and seconded by Don Morriss. The motion carried unanimously by voice vote.

22. Considered and took action upon **Resolution #20190924-24** authorizing the Chairman of the Board to **negotiate and execute Amendment Five to Management and Personal Services Contract with William Scott Norton to serve as Executive Director/CEO.** A motion was made by Gabe Tarr and seconded by Steve Mayo. The motion carried unanimously by voice vote.

With no other business to discuss, a motion was made by Don Morriss and seconded by Justin Powell to adjourn the meeting at 1:15 p.m. The motion carried unanimously by voice vote.

The above and foregoing minutes of TexAmericas Center Board of Directors meeting, September 24, 2019 were read and approved on October 22, 2019.



Ben King, Secretary