



MINUTES

The Board of Directors of TexAmericas Center met to conduct business at 11 Chapel Lane, Suite B, New Boston, TX 75570 on May 28, 2024.

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 12:11 p.m., certifying that the meeting was properly posted, being held in accordance with the Texas Open Meeting Act and that a quorum was present.

4. **Directors in Attendance were:**

Jim Roberts	Denis Washington	Ben King	Ron Collins
Jimmy Howell	Craig McDuffie	Robert Irwin	Tim Ketchum
Dan Boyles	Kevin Avery	Steven Seals	

Directors Absent were:

Justin Powell	Marc Reiter	Robbin Bass	Fred Meisenheimer
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Staff and Others in Attendance were:

Scott Norton	Marla Byrd	Jeff Whitten	Andrew Hill
John Sesler	Wes Jordan Jordan Law Firm	Judge Bobby Howell Bowie County Judge	Troy Lemons Holliday, Lemons & Cox, P.C.

Kyle Dooley

Riverbend Water Resources District

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. Infrastructure/REM
 - b. Executive
 - c. Nominating
 - d. Investment/Finance

Troy Lemons with HLC to present the Financials on this agenda.

8. A motion was made by Denis Washington and seconded by Craig McDuffie 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 23, 2024.
 - b. Approved Check Book Register and Deposit Summary from April 16, 2024 – May 22, 2024.
 - c. Approved July 2024-July 2025 Board Calendar
 - d. Considered and took action upon **Resolution #20240528-01 approving the Fiscal Year 2024 2nd Quarter Scrap and Timber sales Report.**
 - e. Considered and took action upon **Resolution #20240528-02 approving the Fiscal Year 2024 2nd Quarter Investment Report.**

9. Troy Lemons with Holliday, Lemons & Cox, P.C., presented the FY24 2nd Quarter Financials. Considered and took action upon **Resolution #20240528-03 approving the Fiscal Year 2024 2nd Quarter Financials.** A motion was made by Ron Collins and seconded by Dan Boyles. The motion carried unanimously by voice vote.

10. Kyle Dooley, Executive Director/CEO of Riverbend Water Resources District, provided the report regarding regional water.

11. Considered and took action upon **Resolution #20240528-04** authorizing the Executive Director/CEO to **advertise request for qualifications for grant writing services for all aspects of TexAmericas Center.** A motion was made by Ron Collins and seconded by Dan Boyles. The motion carried unanimously by voice vote.

12. Denis Washington presented the recommendations for the Nomination of Officers of the Board of Directors for 2024-2025 from the Nominating Committee that met on May 22, 2024. The slate of officers recommended were:

Chairman: Jim Roberts
Vice Chairman: Ben King
Secretary: Justin Powell
Treasurer: Denis Washington

Jim Roberts opened nominations from the floor. Hearing none, nominations were closed. Nominations may be made next month as well prior to voting on the slate of Officers at the June board meeting.

13. Staff Reports:
 - a. Scott Norton provided the Executive Director/CEO Report.
 - b. Eric Voyles was absent; therefore, there was no Executive Vice President/CEDO Report.
 - c. Jeff Whitten provided the Executive Vice President/COO Report and presented a draft of Thoroughfare plan.
 - 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.

14. A motion was made by Ben King and seconded by Craig McDuffie 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.
15. A motion was made by Ben King and seconded by Denis Washington to reconvene in Open Session at 1:26 p.m. The motion carried unanimously by voice vote.
16. Considered and took action upon **Resolution #20240528-05** authorizing the Executive Director/CEO to execute a lease agreement for 139 Miller Street, New Boston, TX to BDS Global LLC. A motion was made by Denis Washington and seconded by Dan Boyles. The motion carried unanimously by voice vote.
17. Considered and took action upon **Resolution #20240528-06** authorizing the Executive Director/CEO to execute a lease agreement for 112 North Technology Circle, New Boston, Texas to Rowe Casa Organics, LLC. A motion was made by Ben King and seconded by Dan Boyles. The motion carried unanimously by voice vote.
18. Considered and took action upon **Resolution #20240528-07** authorizing the Executive Director/CEO to negotiate and execute a fourth amendment to the real estate contract by and between TexAmericas Center and Braven Environmental-Texarkana I, LLC for the sale of approximately 74.564 acres; and establishing an effective date. A motion was made by Dan Boyles and seconded by Ben King. The motion carried unanimously by voice vote.
19. Considered and took action upon **Resolution #20240528-08** authorizing the Executive Director/CEO to execute a new bunker/igloo/magazine and storage space lease agreement for a total of 26 bunkers located in Area A, New Boston, TX upon the TAC-West Campus to General Dynamics Ordnance and Tactical Systems. A motion was made by Craig McDuffie and seconded by Ron Collins. The motion carried unanimously by voice vote.
20. Considered and took action upon **Resolution #20240528-09** authorizing the Executive Director/CEO to waive the requirement of pollution legal liability insurance in previously executed deeds and leases and future transactions; and providing for an effective date. A motion was made by Ben King and seconded by Denis Washington. The motion carried unanimously by voice vote.

With no other business to discuss, a motion was made by Denis Washington and seconded by Ron Collins to adjourn the meeting at 1:28 p.m. The motion carried unanimously by voice vote.

The above and foregoing minutes of the TexAmericas Center Board of Directors Meeting, May 28, 2024 were read and approved on June 25, 2024.



Justin Powell, Secretary