



MINUTES

The Board of Directors of TexAmericas Center met to conduct business at 11 Chapel Lane, Suite B, New Boston, TX 75570 on February 22, 2022.

1. The Directors and public began to assemble at 11:30 a.m. while lunch was served.
2. The Reflection and the Pledge of Allegiance were led by Scott Norton and Jim Roberts.
3. Jim Roberts, Chairman of the Board, called the meeting to order at 12:08 p.m. certifying that the meeting was properly posted, being held in accordance with the Texas Open Meetings Act and that a quorum was present.

4. **Directors in Attendance were:**

Jim Roberts	Justin Powell	Ben King	Denis Washington
Jimmy Howell	Steven Seals	Craig McDuffie	Kevin Avery
Steve Mayo	Fred Meisenheimer	Tim Ketchum	

Directors Absent were:

Ron Collins	Marc Reiter	Kyle Davis	Dan Boyles
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Staff and Others in attendance were:

Scott Norton	Marla Byrd	Eric Voyles	Jeff Whitten
John Sesler	John Moran	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. Real Estate/Marketing
 - b. Environmental

- c. Executive
- d. Investment/Finance

No other comments in addition to the minutes provided in the packet.

8. A motion was made by Justin Powell and seconded by Fred Meisenheimer 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 January 25, 2022
 - b. Approved Check Book Register and Deposit Summary from January 19, 2022 – February 16, 2022.
 - c. Considered and took action upon **Resolution #20220222-01 approving the Fiscal Year 2022 1st Quarter Scrap and Timber Sales Report.**
 - d. Considered and took action upon **Resolution #20220222-02 approving the Fiscal Year 2022 1st Quarter Investment Report.**
9. Considered and took action upon **Resolution #20220222-03 approving the Fiscal Year 2022 1st Quarter Financials.** Troy Lemons with Holiday, Lemons and Cox, P.C. presented the FY2022 1st Quarter Financials. A motion was made by Denis Washington and seconded by Ben King. The motion carried unanimously by voice vote.
10. Kyle Dooley, Executive Director/CEO of Riverbend Water Resources District, provided a report regarding regional water.
11. Considered and took action upon **Resolution #20220222-04 approving the modification, renewal and extension of a real estate note and lien from Guaranty Bank and Trust for financing of the construction of a warehouse building in the principle sum of \$9,000,000.00.** A motion was made by Steve Mayo and seconded by Fred Meisenheimer. The motion carried unanimously by voice vote.
12. Considered and took action upon **Resolution #20220222-05 authorizing the Executive Director/CEO to execute a contract for financial accounting software with Tyler Technologies.** A motion was made by Fred Meisenheimer and seconded by Kevin Avery. The motion carried unanimously by voice vote.
13. Considered and took action upon **Resolution #20220222-06 authorizing the execution of a Task Order to the Contract with Matrix Environmental Services, LLC.** A motion was made by Steve Mayo and seconded by Justin Powell. The motion carried unanimously by voice vote.
14. Considered and took action upon **Resolution #20220222-07 authorizing the Executive Director/CEO to amend a Reimbursement Contract for Environmental Services Cooperative Agreement Expenses with the Texas Commission on Environmental Quality.** A motion was made by Denis Washington and seconded by Fred Meisenheimer. The motion carried unanimously by voice vote.
15. Considered and took action upon **Resolution #20220222-08 authorizing the Executive Director/CEO to execute a contract with Ax'em Timber Services, Inc. for the lump sum sale of forest products on Dip Road, Stand 3 upon TexAmericas Center East Campus.** A motion was made by Fred Meisenheimer and seconded by Ben King. The motion carried unanimously by voice vote.

16. Considered and took action upon **Resolution #20220222-09 authorizing the Executive Director/CEO to execute a contract with Beggs Logging, LLC for the lump sum sale of forest products on Maple Ave., Stand 7 upon TexAmericas Center East Campus.** A motion was made by Fred Meisenheimer and seconded by Justin Powell. The motion carried unanimously by voice vote.
17. Considered and took action upon **Resolution #20220222-10 authorizing the Executive Director/CEO to execute a contract with Watson Wood Company, LLC for the lump sum sale of forest products on Pit Road, Stand 22, upon TexAmericas Center East Campus.** A motion was made by Fred Meisenheimer and seconded by Steve Mayo. The motion carried unanimously by voice vote.
18. Considered and took action upon **Resolution #20220222-11 approving the Revised Hunting License Agreement with Kingwood Forestry Services, Inc., for Hunting Services.** A motion was made by Jimmy Howell and seconded by Denis Washington. The motion carried unanimously by voice vote.
19. Considered and took action upon **Resolution #20220222-12 authorizing the Executive Director/CEO to amend the Personnel Policy Manual.** A motion was made by Justin Powell and seconded by Fred Meisenheimer. The motion carried unanimously by voice vote.
20. Considered and took action upon **Resolution #20220222-13 authorizing the Transfer of Ownership of a 0.076 Acre Tract (Part of G Ponds) to TAC East Holdings Company No.1; Authorizing the Executive Director to Execute Documents for the Closing of Said Transaction; And Providing for an Effective Date.** A motion was made by Steve Mayo and seconded by Denis Washington. The motion carried unanimously by voice vote.
21. Staff Reports:
 - a. Scott Norton provided the Executive Director/CEO Report – specifically discussing Line of Credit.
 - b. Eric Voyles provided the Executive Vice President/CEDO Report.
 - c. Jeff Whitten provided the Executive Vice President/COO Report with two presentations as follows:
 - i. South Lamar to Area U-Presentation of utilities and infrastructure extension plan.
 - ii. Arkansas Ave. on Central Campus to 45 Acre Defense Park - Presentation of utilities and infrastructure extension plan.
 - d. John Sesler provided the Vice President of Logistics Report.
 - e. John Moran provided the Vice President of Finance Report.
 - f. John Sesler provided a brief report for the General Manager of Railroad and Transload Ops Report in Darrell Thompson's absence – specifically regarding the rock cars for the rail operation.
22. A motion was made by Denis Washington and seconded by Ben King to adjourn to Executive Session at 1:18 p.m. 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.

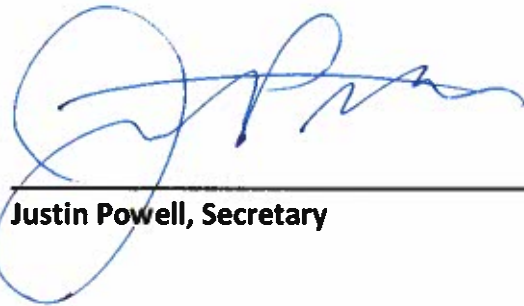
d. Section 551.087 of the Texas Government Code; Deliberation regarding Economic Development Negotiations.

23. A motion was made by Justin Powell and seconded by Denis Washington to reconvene in Open Session at 1:55 p.m. The motion carried unanimously by voice vote.

24. Considered and took action upon **Resolution #20220222-14** authorizing the Executive Director/CEO to execute a warehouse lease agreement at 556 Elm Circle, Hooks, TX 75561 in Area D, to TruBendz Technology, Inc. A motion was made by Steve Mayo and seconded by Fred Meisenheimer. The motion carried unanimously by voice vote.

With no other business to discuss, a motion was made by Steve Mayo and seconded by Fred Meisenheimer to adjourn the meeting at 1:56 p.m. The motion carried unanimously by voice vote.

The above and foregoing minutes of the TexAmericas Center Board of Directors Meeting, February 22, 2022, were read and approved on March 22, 2022.



Justin Powell, Secretary