



## MINUTES

The Board of Directors of TexAmericas Center met to conduct business at 11 Chapel Lane, Suite B, New Boston, TX 75570 on May 23, 2023.

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 12:15 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	Ben King	Justin Powell	Denis Washington
Ron Collins	Jimmy Howell	Robert Irwin	Dan Boyles
Kevin Avery	Steven Seals		

**Directors Absent were:**

Craig McDuffie	Marc Reiter	Tim Ketchum	Kyle Davis
Fred Meisenheimer			

**Staff and Others in Attendance were:**

Scott Norton	Marla Byrd	Holly Sleek	Jeff Whitten
Eric Voyles	John Sesler	Wes Jordan Jordan Law Firm	Kyle Dooley Riverbend Water Resources District
Troy Lemons Holliday, Lemons & Cox, P.C.	Judge Bobby Howell Bowie County Judge		

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 Comment 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/FinanceNo other comments in addition to the minutes in the packet.

8. A motion was made by Ron Collins and seconded by Denis Washington 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 25, 2023.
  - b. Approved Check Book Register and Deposit Summary from April 18, 2023 – May 17, 2023.
  - c. Approved July 2023-July 2024 Board Calendar.
  - d. Considered and took action upon **Resolution #20230523-01 approving the Fiscal Year 2023 2<sup>nd</sup> Quarter Scrap and Timber Sales Report.**
  - e. Considered and took action upon **Resolution #20230523-02 approving the Fiscal Year 2023 2<sup>nd</sup> Quarter Investment Report.**
9. Considered and took action upon **Resolution #20230523-03 approving the Fiscal Year 2023 2<sup>nd</sup> Quarter Financials.** Troy Lemons with Holliday, Lemons & Cox, P.C. presented the FY23 2<sup>nd</sup> Quarter Financials. A motion was made by Dan Boyles and seconded by Ron Collins. 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 #20230523-04 authorizing the Executive Director/CEO to amend the Personnel Policy Manual.** A motion was made by Ron Collins and seconded by Dan Boyles. The motion carried unanimously by voice vote.
12. Considered and took action upon **Resolution #20230523-05 authorizing the Executive Director/CEO to execute a construction contract with Viking Building Services, LLC for roof repair to Building E-18 upon the TAC East Campus.** A motion was made by Ben King and seconded by Justin Powell. The motion carried unanimously by voice vote.
13. Denis Washington, Chair of the Nominating Committee, provided a report to the Board from the May 17, 2023 Nominating Committee Meeting. The recommendations of the Committee for the 2023-2024 Executive Officers are as follows:  
Chairman-Jim Roberts  
Vice-Chairman-Ben King  
Secretary-Justin Powell  
Treasurer-Denis Washington  
Jim Roberts called for nominations from the floor. None noted. Nominations will be called for at the June 27, 2023 board meeting as well before the Election of Officers.
14. Staff Reports:
  - a. Scott Norton provided the Executive Director/CEO Report.
  - b. Eric Voyles provided the Executive Vice President/CEDO Report
  - c. Jeff Whitten provided Executive Vice President/COO Report and gave a presentation of proposed changes to the Land Use and Site Design Policy.
  - d. John Sesler provided the Vice President of Logistics Report.
  - e. No Vice President of Finance Report.
  - f. John Sesler provided the General Manager of Railroad and Transload Ops Report.

15. A motion was made by Ron Collins and seconded by Denis Washington to adjourn to Executive Session at 1:06 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.

16. A motion was made by Justin Powell and seconded by Denis Washington to reconvene to Open Session at 1:38 p.m. The motion carried unanimously by voice vote.

With no other business to discuss, a motion was made by Justin Powell and seconded by Denis Washington to adjourn the meeting at 1:38 p.m. The motion carried unanimously by voice vote.

**The above and foregoing minutes of the TexAmericas Center Board of Directors meeting, May 23, 2023 were read and approved on June 27, 2023.**



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**Justin Powell, Secretary**