



## MINUTES

The Board of Directors of TexAmericas Center met to discuss business at 11 Chapel Lane, Suite B, New Boston, TX 75570, on September 23, 2025.

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 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 Meetings Act and that a quorum was present.

4. **Directors in Attendance were:**

Jim Roberts	Ben King	Justin Powell	Ron Collins
Marc Reiter	Fred Meisenheimer	Kevin Avery	Jimmy Howell
Clay Parker	Robbin Bass	Dan Boyles	Steven Seals
Robert Irwin			

**Directors Absent were;**

Denis Washington	Craig McDuffie
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**Staff and Others in Attendance were:**

Scott Norton	Marla Byrd	Jeff Whitten	John Sesler
Eric Voyles	Holly Sleek	Wes Jordan Jordan Law Firm	Kyle Dooley Riverbend WRD
Troy Lemons Holliday, Lemons & Cox, P.C.	Mike Wentz EnviroSafe Demil		

5. Jim Roberts called for Public Comments for Non-Agenda Items. Comments are limited to five minutes. Scott Norton presented photos of the new rail locomotives displaying the Texas Military Preparedness Commission/State of Texas logo.
6. Jim Roberts called 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. Executive

b. Investment/Finance

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

8. Troy Lemons with Holliday, Lemons & Cox, P.C. presented the FY25 3<sup>rd</sup> Quarter Financials. Considered and took action upon **Resolution #20250923-01 approving the Fiscal Year 2025 3<sup>rd</sup> Quarter Financials**. A motion was made by Dan Boyles and seconded by Ron Collins. The motion carried unanimously by voice vote.
9. Scott Norton presented the FY25 Budget Revisions. Considered and took action upon **Resolution #20250923-02 approving the Fiscal Year 2025 Budget Revisions for TexAmericas Center. A copy of the proposed budget is located on the home page of the TexAmericas Center website, [www.texamericascenter.com](http://www.texamericascenter.com). TexAmericas Center does not have authority to impose ad valorem taxes upon real property; therefore, this budget proposal does not have any impact upon the taxes assessed upon homestead property**. A motion was made by Robbin Bass and seconded by Fred Meisenheimer. The motion carried unanimously by voice vote.
10. Scott Norton presented the FY26 Budget. Considered and took action upon **Resolution #20250923-03 approving the Fiscal Year 2026 Budget for TexAmericas Center. A copy of the proposed budget is located on the home page of the TexAmericas Center website, [www.texamericascenter.com](http://www.texamericascenter.com). TexAmericas Center does not have authority to impose ad valorem taxes upon real property; therefore, this budget proposal does not have any impact upon the taxes assessed upon homestead property**. A motion was made by Ron Collins and seconded by Justin Powell. The motion carried unanimously by voice vote.
11. A motion was made by Dan Boyles and seconded by Marc Reiter to approve the items listed under the Consent Agenda. Robert Irwin abstained from the vote; otherwise, the motion carried unanimously by voice vote. Those items were:
  - a. Approved Minutes of Board Meeting from August 26, 2025.
  - b. Approved Check Book Register and Deposit Summary from August 21, 2025 - September 16, 2025.
  - c. Considered and took action upon **Resolution #20250923-04 approving the Fiscal Year 2025 3<sup>rd</sup> Quarter Scrap and Timber Sales Report**.
  - d. Considered and took action upon **Resolution #20250923-05 approving the Fiscal Year 2025 3<sup>rd</sup> Quarter Investment Report**.
  - e. Considered and took action upon **Resolution #20250923-06 authorizing the Executive/CEO to approve the TexAmericas Center Investment Policy**.
  - f. Approved modification to the Annual Leave and Sick Leave policies and Compensation due to the Coronavirus for FY26 (through September 30, 2026).
  - g. Considered and took action upon **Resolution #20250923-07 authorizing the Executive Director/CEO to execute a contract with Holliday, Lemons and Cox, P.C. for professional accounting services for FY2026**.
  - h. Considered and took action upon **Resolution #20250923-08 authorizing the Executive Director/CEO to execute a contract with the Jordan Law Firm for professional legal services for FY2026**.
  - i. Considered and took action upon **Resolution #20250923-09 authorizing the Executive Director/CEO to execute a contract with Garrity and Knisely, PLLC for professional BRAC-related legal services for FY2026**.

- j. Considered and took action upon **Resolution #20250923-10** authorizing the Executive Director/CEO to execute a professional engineering services agreement and various work orders with MTG Engineers and Surveyors for FY2026.
- k. Considered and took action upon **Resolution #20250923-11** authorizing the Executive Director/CEO to execute a professional engineering services agreement with E TTL Engineers and Consultants for FY2026.
- l. Consider and take action upon **Resolution #20250923-12** 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 FY2026.
- m. Considered and took action upon **Resolution #20250923-13** authorizing the Executive Director/CEO to execute a Marketing and Consulting Agreement with Copper Hill Inc., for FY2026.
- n. Considered and took action upon **Resolution #20250923-14** authorizing the Executive Director/CEO to execute a professional services agreement with Stantec Consulting Services, Inc. for wetland delineation services for FY2026.
- o. Considered and took action upon **Resolution #20250923-15** authorizing the Executive Director/CEO to execute a professional services agreement with EDP Best Practices Services, LLC for Economic Development and Planning Services for FY2026.
- p. Considered and took action upon **Resolution #20250923-16** authorizing the Executive Director/CEO to execute a professional Services agreement with Chartwell Agency for Economic Development Services for FY2026.
- q. Considered and took action upon **Resolution #20250923-17** authorizing the Executive Director/CEO to execute a Professional Services Agreement with Lockwood, Andrews & Newnam, Inc. for professional engineering services for FY2026.
- r. Considered and took action upon **Resolution #20250923-18** authorizing the Executive Director/CEO to execute a Professional Services Agreement with Westwood Professional Services for professional engineering services for FY2026.
- s. Considered and took action upon **Resolution #20250923-19** authorizing the Executive Director/CEO to execute a Professional Services Agreement with Halff Associates, Inc. for professional engineering services for FY2026.
- t. Considered and took action upon **Resolution #20250923-20** authorizing the Executive Director/CEO to execute a Professional Services Agreement with Tejas Archaeology for archaeological services for FY2026.
- u. Considered and took action upon **Resolution #20250923-21** authorizing the Executive Director/CEO to execute a Professional Services Agreement with Rone Engineering Services, LLC, DBA Certerra Rone Engineering for professional engineering services for FY2026.
- v. Considered and took action upon **Resolution #20250923-22** authorizing the Executive Director/CEO to execute a Professional Services Agreement with Select Global, LLC for economic development services for FY2026.
- w. Considered and took action upon **Resolution #20250923-23** authorizing the Executive Director/CEO to execute a Professional Services Agreement with Cromwell Architects Engineers, LLC for architectural and engineering services for FY2026.
- x. Considered and took action upon **Resolution #20250923-24** authorizing the Executive Director/CEO to execute a Professional Services Agreement with DCG Corplan Consulting, LLC for economic development services for FY2026.
- y. Considered and took action upon **Resolution #20250923-25** authorizing the Executive Director/CEO to execute a Professional Services Agreement with TGB Group LLC for engineering services for FY2026.

- z. Considered and took action upon **Resolution #20250923-26** authorizing the Executive Director/CEO to execute a **Professional Services Agreement with Joe Crews Architect, LLC for architectural services for FY2026**.
  - aa. Considered and took action upon **Resolution #20250923-27** authorizing the Executive Director/CEO to execute a **Line of Credit Note to Guaranty Bank & Trust in the amount of \$2,500,000.00**.
12. Kyle Dooley, Executive Director/CEO, Riverbend Water Resources District, provided a report regarding regional water.
13. Considered and took action upon **Resolution #20250923-28 approving the Fiscal Year 2025 Annual Audit Proposal Extension**. A motion was made by Ben King and seconded by Justin Powell. The motion carried unanimously by voice vote.
14. Considered and took action upon **Resolution #20250923-29 amending a Land Use & Site Design Policy & Map for all TexAmericas Center Campuses**. A motion was made by Fred Meisenheimer and seconded by Marc Reiter. The motion carried unanimously by voice vote.
15. Considered and took action upon **Resolution #20250923-30 authorizing the Executive Director/CEO to execute an addendum to the timber contract with Anderson Logging, LLC**. A motion was made by Ron Collins and seconded by Marc Reiter. The motion carried unanimously by voice vote.
16. Considered and took action upon **Resolution #20250923-31 authorizing the Executive Director/CEO to execute an amendment to the timber contract with Weyerhaeuser Co.** A motion was made by Marc Reiter and seconded by Fred Meisenheimer. The motion carried unanimously by voice vote.
17. Considered and took action upon **Resolution #20250923-32 authorizing the Executive Director/CEO to amend the Personnel Policy Manual**. A motion was made by Robbin Bass and seconded by Dan Boyles. The motion carried unanimously by voice vote.
18. Consider and take action upon **Resolution #20250923-33 authorizing the Executive Director/CEO to execute a Professional Services Contract with Montrose Environmental Solutions, Inc., for professional environmental services**. A motion was made by Robbin Bass and seconded by Fred Meisenheimer. The motion carried unanimously by voice vote.
19. Staff Reports:
- a. Scott Norton provided the Executive Director/CEO Report, specifically highlighting the Executive Director Annual Report.
  - b. Eric Voyles provided the Executive Vice President/CEDO Report.
  - c. Jeff Whitten provided Executive Vice President/COO Report.
  - d. John Sesler provided the Vice President of Logistics Report.
  - e. Scott Norton introduced Holly Sleek as the new Vice President of Finance and Holly Sleek provided a brief Vice President of Finance report.
  - f. John Sesler provided General Manager of Railroad and Transload Ops Report.
20. A motion was made by Marc Reiter and seconded by Fred Meisenheimer to adjourn to Executive Session pursuant to the following Sections at 1:05 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.
21. A motion was made by Marc Reiter and seconded by Fred Meisenheimer to reconvene in Open Session at 1:29 p.m. The motion carried unanimously by voice vote.
22. Considered and took action upon **Resolution #20250923-34 authorizing the Executive Director/CEO to execute a Lease Agreement at 150 Cypress Street, Hooks, TX to HP Logit Management, LLC.** A motion was made by Marc Reiter and seconded by Fred Meisenheimer. The motion carried unanimously by voice vote.
23. Considered and took action upon **Resolution #20250923-35 authorizing the execution of a Master Marketing Agreement with Outlier Energy, LLC; and providing for an effective date.** A motion was made by Robbin Bass and seconded by Clay Parker. The motion carried unanimously by voice vote.
24. Considered and took action upon **Resolution #20250923-36 approving the execution by the Executive Director/CEO of an Eighth Amendment to the Real Estate Contract by and between TexAmericas Center and Braven Environmental – Texarkana I, LLC for the sale of approximately 74.864 acres; and establishing an effective date.** A motion was made by Robbin Bass and seconded by Dan Boyles. The motion carried unanimously by voice vote.
25. Considered and took action upon **Resolution #20250923-37 authorizing the Execution by the Executive Director/CEO of TexAmericas Center of a Termination of Option to Purchase By and Between TexAmericas Center and Braven Environmental-I, LLC Regarding the 63.337 Acres; and Establishing an Effective Date.** A motion was made by Fred Meisenheimer and seconded by Clay Parker. The motion carried unanimously by voice vote.
26. Considered and took action upon **Resolution #20250923-38 authorizing the Chairman of the Board to negotiate and execute Amendment Eleven to the Management and Personal Services Contract with William Scott Norton to serve as Executive Director/CEO.** A motion was made by Justin Powell and seconded by Ben King. The motion carried unanimously by voice vote.

With no other business to discuss, a motion was made by Marc Reiter and seconded by Ben King to adjourn the meeting at 1:32 p.m. The motion carried unanimously by voice vote.

**The above and foregoing minutes of the TexAmericas Center Board of Directors Meeting, September 23, 2025, were read and approved on November 4, 2025.**



Justin Powell, Secretary