



MINUTES

The Board of Directors of TexAmericas Center met to conduct business at 11 Chapel Lane, Suite B, New Boston, TX 75570 on November 28, 2023.

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 Ben King.
3. Ben King, Vice Chairman of the Board, called the meeting to order at 12:10 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:**

Ben King	Justin Powell	Denis Washington	Jimmy Howell
Ron Collins	Marc Reiter	Robert Irwin	Dan Boyles
Kevin Avery	Craig McDuffie	Tim Ketchum	Robbin Bass

Directors Absent were:

Jim Roberts	Fred Meisenheimer	Steven Seals
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Staff and Others in Attendance were:

Scott Norton	Marla Byrd	Andrew Hill	Wes Jordan Jordan Law Firm
Troy Lemons Holliday, Lemons & Cox, P.C.	Judge Bobby Howell Bowie County Judge	Kyle Dooley Riverbend Water Resources District	Dale Hules Visitor

5. Ben King called for Public Comments for Non-Agenda Items. Comments are limited to five minutes. None noted.
6. Ben King called for Public Comments for Agenda Items. Comments are limited to five minutes. None noted.
7. Ben King 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. Investment/Finance

No other specific discussion in addition to the minutes in the board packet.

8. A motion was made by Ron Collins and seconded by Marc Reiter 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 October 24, 2023.
 - b. Approved Check Book Register and Deposit Summary from October 16, 2023– November 16, 2023.
 - c. Considered and took action upon **Resolution #20231128-01** approving the **Fiscal Year 2023 4th Quarter Scrap and Timber Sales Report**.
 - d. Considered and took action upon **Resolution #20231128-02** approving the **Fiscal Year 2023 4th Quarter Investment Report**.
 - e. Considered and took action upon **Resolution #20231128-03** authorizing the Executive Director/CEO to **execute contract for health insurance for employees for 2024**.
 - f. Considered and took action upon **Resolution #20231128-04** authorizing the Executive Director/CEO to **continue coverage with AMERITAS for employee dental benefits for 2024 and execute any documents if necessary**.
 - g. Considered and took action upon **Resolution #20231128-05** authorizing the Executive Director/CEO to **continue coverage with Superior Vision for employee vision benefits for 2024 and execute any documents if necessary**.
 - h. Considered and took action upon **Resolution #20231128-06** authorizing the Executive Director/CEO to **execute a contract and any necessary documents with PRINCIPAL for employee life and supplemental benefits for 2024**.
 - i. Considered and took action upon **Resolution #20231128-07** authorizing the Executive Director/CEO to **continue coverage with Colonial Life for employee supplemental benefits for 2024 and execute any documents if necessary**.
 - j. Considered and took action upon **Resolution #20231128-08** authorizing the Executive Director to **execute a contract and any necessary documents with Mutual of Omaha for employee supplemental benefits for 2024**.
9. Considered and took action upon **Resolution #20231128-09** approving the **Fiscal Year 2023 4th Quarter Financials**. Troy Lemons with Holliday, Lemons and Cox, P.C. presented the FY2023 4th 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 #20231128-10** authorizing the Execution of a **Memorandum of Understanding with Texas A&M University-Texarkana for Reduced Tuition/Scholarships for Full Time Employees of TexAmericas Center or any of its Tenants Located upon TexAmericas Center Property**. A motion was made by Denis Washington and seconded by Craig McDuffie. The motion carried unanimously by voice vote.
12. Considered and took action upon **Resolution #20231128-11** approving a **Service Agreement for Plan Administration with InWest Retirement Solutions, Inc., and Authorizing the Executive Director/CEO to Negotiate Final Terms and Execution of the Document**. A motion was made by Ron Collins and seconded Denis Washington. The motion carried unanimously by voice vote.
13. Considered and took action upon **Resolution #20231128-12** authorizing the Execution of **Modification to the Cooperative Agreement for Environmental Services Between TexAmericas Center and the United States of America for Extension of Time to Complete the Services and to**

Increase the Compensation Due to TexAmericas Center. A motion was made by Ron Collins and seconded by Marc Reiter. The motion carried unanimously by voice vote.

14. Considered and took action upon **Resolution #20231128-13 authorizing the Execution of a Task Order to the Contract with Matrix Environmental Services, LLC.** A motion was made by Marc Reiter and seconded by Kevin Avery. The motion carried unanimously by voice vote.
15. Considered and took action upon **Resolution #20231128-14 authorizing the Executive Director/CEO to advertise for and execute a contract for clearing and grubbing activities on the Brazos Tract situated at the Southeast corner of the intersection of Cass Street and Oak Street upon the TAC East Campus in an amount not to exceed \$300,000.00.** A motion was made by Marc Reiter and seconded by Ron Collins. The motion carried unanimously by voice vote.
16. Staff Reports:
 - a. Scott Norton provided the Executive Director/CEO Report.
 - b. Executive Vice President/CEDO Report – No report- out with prospect
 - c. Executive Vice President/COO Report – No report – out with prospect
 - d. Vice President of Logistics Report – No report – out with prospect
 - e. Andrew Hill provided the Vice President of Finance Report.
 - f. General Manager of Railroad and Transload Ops Report – No report – out with prospect
17. A motion was made by Justin Powell and seconded by Kevin Avery to adjourn to Executive Session pursuant to the following Sections at 12:49 p.m. The motion carried unanimously by voice vote. Robbin Bass left the meeting at 12:54 p.m.
 - 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.
18. A motion was made by Justin Powell and seconded by Marc Reiter to reconvene in Open Session at 1:21 p.m. The motion carried unanimously by voice vote.
19. Considered and took action upon **Resolution #20231128-15 authorizing the negotiation and execution of a contract for the design and construction of a light manufacturing building upon TexAmericas Center property – East Campus.** A motion was made by Marc Reiter and seconded by Ron Collins. The motion carried unanimously by voice vote.
20. Considered and took action upon **Resolution #20231128-16 authorizing the negotiation and execution of a contract for the design and construction of a logistics building upon TexAmericas Center property – East Campus.** A motion was made by Justin Powell and seconded by Marc Reiter. The motion carried unanimously by voice vote.
21. Considered and took action upon **Resolution #20231128-17 authorizing the Executive Director/CEO to negotiate the terms of and industrial lease (build-to-suit) with Advanced Global Resources and upon final agreement as to the terms of said lease to execute the same.** A motion was made by Marc Reiter and seconded by Ron Collins. The motion carried unanimously by voice vote.

22. Considered and took action upon **Resolution #20231128-18** authorizing the **Executive Director/CEO to execute an amendment to the Real Estate Contract between Braven Environmental-Texarkana I, LLC and TexAmericas Center**. A motion was made by Justin Powell and seconded by Kevin Avery. The motion carried unanimously by voice vote.
23. Considered and took action upon **Resolution #20231128-19** authorizing the **Executive Director/CEO to execute a Real Estate Contract with New Alternative Green Energy, Inc., or Its Designee, For the Sale of Approximately 250 Acres; Requiring Capital Investment and Job Creation**. A motion was made by Craig McDuffie and seconded by Kevin Avery. The motion carried unanimously by voice vote.
24. Considered and took action upon **Resolution #20231128-20** authorizing the **Executive Director/CEO to execute a lease agreement for 123 Texas Avenue, New Boston, TX 75570 to BDS Global LLC, a subsidiary of Braswell Defense Services**. A motion was made by Craig McDuffie and seconded by Kevin Avery. The motion carried unanimously by voice vote.
25. Considered and took action upon **Resolution #20231128-21** authorizing the **Executive Director/CEO to execute a lease agreement for 139 Miller Street, New Boston, TX 75570 to Braswell Services, LLC DBA Braswell Defense Services**. A motion was made by Craig McDuffie and seconded by Kevin Avery. The motion was carried unanimously by voice vote.

With no other business to discuss, a motion was made by Craig McDuffie and seconded by Kevin Avery to adjourn the meeting at 1:25 p.m. The motion carried unanimously by voice vote.

The above and foregoing minutes of the TexAmericas Center Board of Directors meeting, November 28, 2023 were read and approved on January 23, 2024.



Justin Powell, Secretary