



MINUTES

The Board of Directors of TexAmericas Center met to conduct business at 11 Chapel Lane, Suite B, New Boston, TX 75570 on February 27, 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 12:06 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	Denis Washington (12:15)	Ron Collins
Jimmy Howell	Marc Reiter	Robert Irwin	Dan Boyles
Kevin Avery	Robbin Bass		

Directors absent were:

Ben King	Craig McDuffie	Tim Ketchum	Steven Seals
Fred Meisenheimer			

Staff and others in attendance were:

Scott Norton	Marla Byrd	Eric Voyles	Jeff Whitten
John Sesler	Andrew Hill	Holly Sleek	Wes Jordan
			Jordan Law Firm
Judge Bobby Howell	Troy Lemons	Kyle Dooley	
Bowie County Judge	Holliday, Lemons & Cox, P.C.	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
 - b. Environmental
 - c. Executive
 - d. Investment/Finance

There were no additional comments in addition to the minutes provided in the board packet.


8. A motion was made by Ron Collins and seconded by Dan Boyles 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 23, 2024.
 - b. Approved Check Book Register and Deposit Summary from January 18, 2024– February 21, 2024.
 - c. Considered and took action upon **Resolution #20240227-01 approving the Fiscal Year 2024 1st Quarter Scrap and Timber Sales Report.**
 - d. Considered and took action upon **Resolution #20240227-02 approving the Fiscal Year 2024 1st Quarter Investment Report.**
9. Considered and took action upon **Resolution #20240227-03 approving the Fiscal Year 2024 1st Quarter Financials.** Troy Lemons with Holliday, Lemons & Cox, P.C. presented the FY2024 1st Quarter Financials. A motion was made by Dan Boyles and seconded by Jimmy Howell. 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 #20240227-04 amending the Regulations of TexAmericas Center (commonly referred to as By-Laws) by adding a new section 6.03 regarding negotiated contracts; and providing for an effective date.** A motion was made by Ron Collins and seconded by Justin Powell. The motion carried unanimously by voice vote.
12. 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 the Executive Vice President/COO Report.
 - 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.
13. A motion was made by Justin Powell and seconded by Ron Collins to adjourn to Executive Session pursuant to the following Sections at 12:49 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.
14. A motion was made by Justin Powell and seconded by Denis Washington to reconvene in Open Session at 1:18 p.m. The motion carried unanimously by voice vote.
15. Considered and took action upon **Resolution #20240227-05** authorizing the Executive Director/CEO **to amend the Personnel Policy Manual.** A motion was made by Ron Collins and seconded by Kevin Avery. The motion carried unanimously by voice vote.
16. Considered and took action upon **Resolution #20240227-06** authorizing the Executive Director/CEO **to execute a lease agreement for hardstand at 161 Arkansas Avenue, Lot B, New Boston, TX to**

Crowley Government Services, Inc. A motion was made by Jimmy Howell and seconded by Ron Collins. The motion carried unanimously by voice vote.

17. Considered and took action upon **Resolution #20240227-07 approving the assignment of a Commercial Contract to TexAmericas Center; Approving the Terms of the Assigned Contract; and Authorizing the Executive Director to Execute Closing Documents; and Establishing an Effective Date.** A motion was made by Ron Collins and seconded by Denis Washington. The motion carried unanimously by voice vote.

With no other business to discuss, a motion was made by Robert Irwin and seconded by Denis Washington to adjourn the meeting at 1:20 p.m. The motion carried unanimously by voice vote.

The above and foregoing minutes of the TexAmericas Center Board of Directors meeting, February 27, 2024 were read and approved on March 26, 2024.



Justin Powell, Secretary