

MINUTES

AMARILLO ECONOMIC DEVELOPMENT CORPORATION BOARD OF DIRECTORS

February 18, 2025

The meeting of the Amarillo EDC Board of Directors meeting was held at FirstBank Southwest Tower, 600 S Tyler, Ed Davis Conference Room- 9th Floor, Amarillo, Amarillo, TX at 9:00 a.m. on February 18, 2025. Board members in attendance were:

Voting Members	Board Position	Present	No. Meetings Held	No. Meetings Attended
ALEX FAIRLY	CHAIRMAN	Y	6	5
DIPAK PATEL	VICE-CHAIR/SECRETARY	N	12	10
HOWARD SMITH	DIRECTOR	Y	4	4
JOSH CRAFT	DIRECTOR	Y	4	4
DON TIPPS	DIRECTOR	Y	4	4

Also, in attendance were the following staff members & City Staff:

DOUG NELSON	SR. VICE-PRESIDENT
HOLLIE SHANKLE	VICE PRESIDENT
CAYLAR HARPER	DIRECTOR MARKETING & WORKFORCE INITIATIVES
PAUL SIMPSON	DIRECTOR OF BUSINESS RETENTION & EXPANSION
ANNALISA BAILEY	EXECUTIVE ASSISTANT
BRITTANI OCHOA	ADMINISTRATIVE ASSISTANT
GRAYSON PATH	CITY MANAGER (EX-OFFICIO)

ITEM 1: Chairman Fairly established that a quorum was present and called the meeting to order at 9:02 am.

ITEM 2: Chairman Fairly opened the meeting for public comment. The following individuals spoke:
Alejandro Magallanes
Michael Fisher

ITEM 3: Chairman Fairly adjourned the meeting into executive session at 9:12 am.

No action was taken during the executive session because none is permitted by law.

The public session was reconvened at 10:00 AM

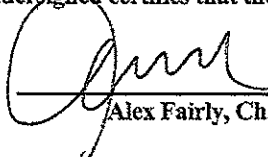
ITEM 4: Chairman Fairly requested a motion to approve the minutes from January 15, 2025, and January 31, 2025. Director Craft made a motion to approve the January 15th and January 31st minutes. Director Tipps seconded the motion. The motion was approved unanimously.

ITEM 5: Chairman Fairly opened the discussion to take appropriate action on the pending litigation of Amarillo EDC vs. 314 Easy Math, LLC, et al. Chairman Fairly requested a motion to reject the settlement that was put forward by 314 Easy Math and ratifying the proof of the filing of the suit, the expenditures related to it, the engagement of Underwood to represents us, and continue pursuit of the recovery of defense of the counter parts. Director Tipps made the motion. Director Smith seconded the motion. The motion passed 4-0 vote.

ITEM 6: Chairman Fairly introduced an extension for POB. He stated there he would abstain from this vote due to potential conflict then excused himself and left the board room while discussion was being held. Sr. Vice President Nelson stated the extension would push the commencement of operation deadlines for 2 years and corresponding dates in the LIA. Director Craft made a motion to accept the extension of POB. Director Smith seconded the motion. The extension passed 3-0 vote.

- ITEM 7: Chairman Fairly opened discussion about the Amended and Restated Bylaws of Amarillo EDC. Director Craft made a motion to approve the Amended and Restated Bylaws of Amarillo EDC. Director Tipps seconded the motion. The motion passed 4-0 vote.
- ITEM 8: Chairman Fairly opened the discussion to take appropriate action on appointment, employment, duties and compensation of the Sr. Vice President and an Interim President & CEO. Chairman Fairly asked for a motion to name Sr. Vice President Doug Nelson to be Interim President & CEO with temporary increase of salary of \$4,000 a month and a temporary decrease of contractual time to TPRDC from 35% to 15% for the duration of the time he serves as Interim. Director Smith made a motion to appoint Sr. Vice President Nelson as Interim President & CEO. Director Craft seconded the motion. The motion passed 4-0 vote.
- ITEM 9: Interim President & CEO Nelson presented a resolution that makes him an authorized signer of Board-authorized contracts, deeds, and other instruments on behalf of Amarillo EDC. Director Tipps made a motion to approve Interim President & CEO Nelson to be authorized signer of Board-authorized contracts, deeds, and other instruments on behalf of Amarillo EDC. Director Smith seconded the motion. The motion passed 4-0 vote.
- ITEM 10: Chairman Fairly opened the discussion to start the process on finding a new CEO. Interim President Nelson explained the process of how the RFP will work. Once it is sent out to Search Firms, the Board will then review and interview the firms before they start their search. Chairman Fairly made a statement that they will need help with firms and RFP, he asked Interim President Nelson to help with those. Chairman Fairly also asked Director Tipps to be on a committee to help him with the RFP to send out to the search firms. Director Tipps agreed.
- ITEM 11: Interim President Nelson presented the Quarterly Investment report. Director Craft made a motion to approve the report. Director Tipps seconded the motion. The motion was approved 4-0 vote.
- ITEM 12: **Staff Financial & Operation Reports:**
- Interim President Nelson stated the sales tax collections decreased 7.76% this month. Sales tax collections are down by .82% year to date.
- Interim President Nelson gave an update on Financials.
- Interim President Nelson gave an update on the Special Warranty Deed for CVMR. He stated we now own the property again.
- ITEM 13: The next meeting of the Amarillo EDC Board of Directors is scheduled for Monday, March 17, 2025, at 9:00 am.
- ITEM 14: The February 18, 2025, meeting of the Amarillo EDC Board of Directors was adjourned at 10:45 am

The undersigned certifies that the foregoing information is correct.



Alex Fairly, Chairman

DATE OF MEETING: 2/18/25 AGENDA ITEM: 6
NAME: Alex Fairly

AMARILLO ECONOMIC DEVELOPMENT CORPORATION
CHAPTER 171 AFFIDAVIT ON ABSTENTION FROM VOTING

STATE OF TEXAS §
COUNTY OF POTTER §

I, Alex Fairly, a member of the Amarillo Economic Development Corporation Board of Directors, file this affidavit in accordance with the provisions of Chapter 171 of the Texas Local Government Code, and hereby on oath state the following:

A. **Business Entity** Name of Entity: Producer Owned Beef Oper., LLC

I and/or person(s) related to me* have a substantial interest in a business entity that would be specially affected economically by the matter presently pending before the AEDC. The nature and extent of the interest is:

_____ Ownership of 10 percent or more of the voting stock or shares of the business entity;
or ownership of either 10 percent or more or \$15,000 or more of the fair market value of
the business entity.

_____ Funds received from the business entity exceed 10 percent of gross income for the
preceding year.

B. **Real Property**

X I and/or person(s) related to me*, have an interest in real property that has a fair
market value of \$2,500 or more, and it is reasonably foreseeable that the action presently
pending before the AEDC will have a special economic effect on the value of the
property, distinguishable from the effect on the public.

*For purposes of this affidavit, "person(s)" refers to first degree by consanguinity (parents or child, natural or adoptive), or first degree by affinity (spouse, step child, mother-in-law, father-in-law, daughter-in-law, son-in-law). (In cases of divorce or death, if a child is living, the marriage is considered as continuing, even after divorce or death.)

As a result of this interest, I will refrain from participating in discussion and voting on the item(s).

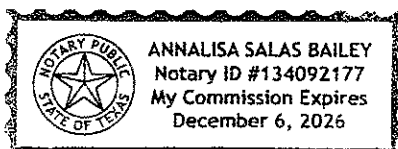
[Signature]
Signature of Board Member

2/18/25
Date

BEFORE ME, the undersigned authority, on this day personally appeared Alex Fairly, who
on oath stated that the above facts are within his personal knowledge and are true and correct.

SWORN TO AND SUBSCRIBED BEFORE ME on this 18th day of February.

[SEAL]



Annalisa Salas Bailey
NOTARY PUBLIC

MY COMMISSION EXPIRES: 12/6/2026

LOCAL GOVERNMENT OFFICER CONFLICTS DISCLOSURE STATEMENT

FORM CIS

(Instructions for completing and filing this form are provided on the next page.)

This questionnaire reflects changes made to the law by H.B. 23, 84th Leg., Regular Session.

This is the notice to the appropriate local governmental entity that the following local government officer has become aware of facts that require the officer to file this statement in accordance with Chapter 176, Local Government Code.

OFFICE USE ONLY

Date Received

1 Name of Local Government Officer

Alex Fairly

2 Office Held

Chairman Board

3 Name of vendor described by Sections 176.001(7) and 176.003(a), Local Government Code

Produce Owned Beef Oper. LLC

4 Description of the nature and extent of each employment or other business relationship and each family relationship with vendor named in item 3.

Loan / Equity Interest

5 List gifts accepted by the local government officer and any family member, if aggregate value of the gifts accepted from vendor named in item 3 exceeds \$100 during the 12-month period described by Section 176.003(a)(2)(B).

Date Gift Accepted _____ Description of Gift _____

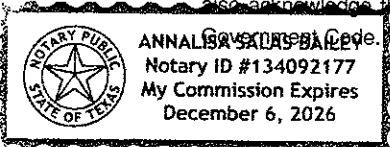
Date Gift Accepted _____ Description of Gift _____

Date Gift Accepted _____ Description of Gift _____

(attach additional forms as necessary)

6 SIGNATURE

I swear under penalty of perjury that the above statement is true and correct. I acknowledge that the disclosure applies to each family member (as defined by Section 176.001(2), Local Government Code) of this local government officer. I also acknowledge that this statement covers the 12-month period described by Section 176.003(a)(2)(B), Local



[Signature]
Signature of Local Government Officer

Please complete either option below:

(1) Affidavit

NOTARY STAMP/SEAL

Sworn to and subscribed before me by *Alex Fairly* this the *18th* day of *February*, 20 *25*, to certify which, witness my hand and seal of office.

Annalisa Bailey
Signature of officer administering oath

Printed name of officer administering oath

Title of officer administering oath

OR

(2) Unsworn Declaration

My name is _____, and my date of birth is _____.

My address is _____, _____, _____, _____, _____.
(street) (city) (state) (zip code) (country)

Executed in _____ County, State of _____, on the _____ day of _____, 20____.
(month) (year)

Signature of Local Government Officer (Declarant)