

**TEXAS MUNICIPAL LEAGUE
INTERGOVERNMENTAL RISK POOL
Board of Trustees Meeting**

**Administrative Offices
City of Live Oak
8001 Shin Oak Drive
Live Oak, TX 78233-2414**

August 29, 2023 (4:00 PM)

Trustees Present

Mary M. Dennis, Chair
Bert Lumbreras, Vice-Chair
J.W. ‘Buzz’ Fullen
Jeffrey Snyder
Austin Bleess
Kimberly Meismer
Chris Coffman
Opal Mauldin-Jones
Rickey Childers

Trustees Present (cont.)

Bennett Sandlin
Randy Criswell
Allison Heyward
Byron Black
Harlan Jefferson
Mike Land
Victor Flores
Holly Gray-Moore

Staff Present

Jeff Thompson
David Reagan
Lindsey Fields
Bo Joseph
Atul Poladia

Pursuant to Sec. 551.127, Tex. Gov’t Code, this meeting was a videoconference meeting. The Chair of the Board of Trustees was present at the location set forth above and the public was allowed to attend the meeting at that location to view the open portions of the meeting.

Chair Mary M. Dennis called the meeting of the Board of Trustees of the Texas Municipal League Intergovernmental Risk Pool to order at 4:00 PM on Tuesday, August 29th, 2023.

1. **Roll call and excused absences**

Jeff Thompson reported that Opal Mauldin-Jones, Allison Heyward, and Chris Coffman had not yet joined the meeting, but were expected to join the meeting shortly.

(Opal Mauldin-Jones and Allison Heyward joined the meeting 4:04 PM, and Chris Coffman joined the meeting at 4:06 PM.)

2. **Public Comment on Agenda Items**

Chair Mary M. Dennis opened the meeting to public comments on any item on the agenda for this meeting. No comments were made, and the Chair noted that there was no one from the public present at the meeting. Chair Mary M. Dennis closed the meeting to public comment.

Chair Mary M. Dennis Chair announced it was 4:03 PM and the Board of Trustees would go into Executive Session to discuss and deliberate the disposition of real property under Agenda Item 3. under Texas Government Code Section 551.072.

3. Consider options for the disposition of the Texas Municipal Center located at 1821 Rutherford Lane, Austin, Texas, and 1636 E. Anderson Lane, Austin, Texas, including offering to purchase all property interests from the TX Health Benefits Pool (a.k.a. TML Multistate Intergovernmental Risk Pool, TML Employee Benefits Pool, and TML Health Benefits Pool)

This Agenda Item was discussed in Executive Session

Chair Mary M. Dennis reconvened the meeting of the Board of Trustees in Open Session at 5:00 PM., on August 29, 2023.

Chair Mary M. Dennis called up Agenda Item 3. for the Board of Trustees' consideration.

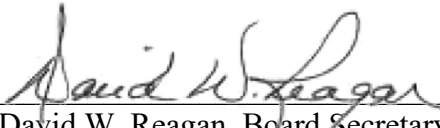
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MOTION by Bert Lumbreras, seconded by Byron Black, to approve the Terms of the Offer to Purchase Letter to the TX Health Benefits Pool as set forth in the Board's agenda packet. (Note: See Appendix A of these Minutes for the Terms of the Offer to Purchase Letter set forth in the Board's agenda packet). Motion carried with unanimous approval.

4. Adjournment

Chair Mary M. Dennis adjourned the meeting of the Texas Municipal League Intergovernmental Risk Pool Board of Trustees at 5:01 PM

Approved by the Board of Trustees on
October 20, 2023


David W. Reagan, Board Secretary

Appendix A

OFFER TO PURCHASE: TX Health Benefits Pool's 50% Portion of the Texas Municipal Center located at 1821 Rutherford Lane, Austin, Texas, and TX Health Benefits Pool's 50% Portion of the unimproved parcel of land located at 1636 East Anderson Lane, Austin, Texas, collectively "the properties".

This Offer to Purchase sets forth the terms and conditions upon which the Texas Municipal League Intergovernmental Risk Pool (TMLIRP) offers to purchase the above-referenced properties. It is understood that this constitutes an expression of our intent only and that any final and binding agreement shall be subject to due diligence by the parties and the preparation, negotiation, and execution of definitive legal documents (hereinafter referred to as the "Purchase and Sale Agreement"). This Offer to Purchase is valid until November 1, 2023.

Subject to the foregoing limitations, it is our intention to enter into a Purchase and Sale Agreement that contains, among others, the following terms and conditions:

1. Purchaser: Texas Municipal League Intergovernmental Risk Pool.
2. Seller: TX Health Benefits Pool (a/k/a TML Multistate Intergovernmental Risk Pool and/or TML Health Benefits Pool).
3. Description of the Properties: TX Health Benefits Pool's 50% interest in the building commonly known as the Texas Municipal Center located at 1821 Rutherford Lane, Austin, Texas together with any and all improvements therein and all of Seller's right, title, and interest in all common areas, amenities, appurtenances, fixtures, chattels, and all personal property and the underlying fee land, and TX Health Benefits Pool's 50% interest in the unimproved parcel of land located at 1636 East Anderson Lane, Austin, Texas. Seller shall sell Purchaser a 100% fee simple interest in the Properties, including any and all rights of the Seller in and associated with the Texas Municipal Center Office Condominiums, a condominiums project in Travis County, Texas.
4. Purchase Price/Terms: The Purchase Price of the Properties shall be \$7,000,000 (seven million dollars).
5. Purchase and Sale Agreement: Seller and Purchaser shall, in good faith, prepare and execute a mutually acceptable Purchase and Sale Agreement by February 1, 2024.
6. Closing Costs: The Purchaser and Seller shall each pay for their respective closing costs, attorney fees, and out-of-pocket expenses.
7. Lease: As part of the sale, TX Health Benefits Pool shall have the right to lease a portion of the Texas Municipal Center, up to the amount of office space TX Health Benefits Pool now occupies, until December 31, 2024, pursuant to mutually acceptable terms, including free rent.

It is understood that the purpose of this outline is to work toward acceptable terms by which to draft a Purchase and Sale Agreement which will be mutually acceptable to both parties. If the above terms are acceptable to Seller, please so indicate by executing below and returning the enclosed copy.

Texas Municipal League Intergovernmental Risk Pool

By: _____

Its: _____

Date: _____

AGREED AND ACCEPTED:

TX Health Benefits Pool:

By: _____

Its: _____

Date: _____