

**MINUTES OF  
REGULAR MEETING OF THE DIRECTORS OF  
THE OKLAHOMA DEVELOPMENT FINANCE AUTHORITY  
December 13, 2023**

The Directors of the Oklahoma Development Finance Authority held a Regular Meeting at 10:00 a.m. on Wednesday, December 13, 2023, in the Conference Room of the Oklahoma Development Finance Authority, 9220 North Kelley Avenue, Oklahoma City, Oklahoma.

The following members of the Authority were PRESENT:

Mr. Keith Ventris, Chairman  
Mr. Bridger Cox, Vice Chairman  
Mr. Peter Carey, Secretary  
Mr. Hank Bradley, Member  
Mr. Matt Caldwell, Member  
Mr. D.R. Shipley, Member  
Mr. Hopper Smith, Ex-Officio

Others attending the meeting were members of the Oklahoma Development Finance Authority staff and other guests representing firms doing business with ODFA, who are listed on the Attendance Register which is kept in the original meeting file.

**ROLL CALL**

Chairman Ventris called the meeting to order and requested a roll call from the Assistant Secretary, after which he declared a quorum present.

In response to a question by Chairman Ventris, it was reported that notice of the Special Meeting of the Authority was filed in the office of the Oklahoma Secretary of State and public notice of this meeting was posted in prominent view at 9220 North Kelley Avenue, Oklahoma City, Oklahoma, twenty-four (24) hours prior to this meeting excluding Saturdays, Sundays, and legal holidays, all in compliance with the Oklahoma Open Meeting Act.

**APPROVAL OF MINUTES OF THE MEETING OF NOVEMBER 16, 2023**

Minutes of the meeting held November 16, 2023, had been sent electronically to the Board Members prior to the meeting and the reading was waived. Mr. Shipley made a motion to approve the minutes as transmitted. Mr. Carey seconded the motion. All members present voted Aye.

## FINANCIAL REPORT

Mr. Davis stated that on pages 11 and 12 of the board packets are the trended balance sheet and income statement for October 31st. Mr. Davis added that he received the November financials last night and he is reviewing those and will have those available for the January meeting. For the 4-month period ending October 31<sup>st</sup> the total revenues are \$932,000 compared to \$1,024,000 a year ago. The expenses are up \$459,000 versus \$384,000 from last year. This leaves a net income of \$473,000 versus \$640,000 for the same period a year ago. These financials are in line with the Authority's expectations. There is a little bit more activity in terms of the amount of projects that are closing than a year ago. Mr. Davis added that based on the pipeline that the Department of Commerce has this gap should close as we move forward.

Chairman Ventris asked if there were any questions or comments concerning the report. Hearing none, he asked if there was a motion. Mr. Carey made a motion to approve the financial report, as presented. Mr. Cox seconded the motion. All members present voted AYE.

## NEW LOAN APPLICATIONS/PROJECTS

### **A. Oklahoma Development Finance Authority (ODFA) – \$22,000,000 Oklahoma Community Economic Development Pooled Finance Act Award (American Airlines Program, Series 2023)**

*Discussion and possible with respect to a resolution acknowledging receipt of a Determination Letter from the Oklahoma Department of Commerce ("ODOC Determination Letter"); implementing the financial incentive described in the ODOC Determination Letter, namely, the Oklahoma Community Economic Development Pooled Finance Act (American Airlines Program), Series 2023, in an aggregate principal amount estimated at \$22,000,000 (the "Award"); approving and authorizing the execution and delivery of a Funding Agreement and other related documents; and containing additional matters relating thereto.*

Mr. Stoner stated that looking around the room we have a lot of opportunities and a lot of good projects. There are several members from the Oklahoma Department of Commerce with us that partner with us on these projects that offer incredible opportunities.

The Business Expansion Incentive Program pipeline report is on page 19 of the Board packet. This list includes the projects that are on the agenda today. There are a total of 82 individual projects in this program and \$119 million of the \$200 million capacity has now been spoken for assuming the approval of today's projects. There is still capacity, but this is a good thing for us to be able to look at monthly. Every month we are adding good projects here and you can see the number of projects in total.

The first project summary is on page 22 of the board packet. This project is for the ODFA \$22,000,000 Oklahoma Community Economic Pooled Finance Act Award for American Airlines. There are several representatives from American Airlines to talk about their project application that was submitted for their facility in Tulsa. This is a multiphase for different projects including a \$27.4 million of new machinery and equipment. This will increase the capacity of engine overhauls by 50% over the next 2 years. There is also \$190 million in parts for the engine shop and another \$244 million over the next couple of years related to infrastructure and renovations at the Tulsa Base to include repaving an apron at the Tulsa Tech Ops Facility located in Tulsa, Oklahoma. This series of projects will create 308 new jobs at an average wage of \$58/hour.

The Oklahoma Department of Commerce has identified that the project is a net positive benefit to the State of Oklahoma and has recommended an incentive award of \$22,000,000 to be paid off over the next three years.

Mr. Stoner introduced Greg Emerson, Vice President of the Base Maintenance of Facilities to give an overview of the project and introduce a few other guests. Mr. Greg Emerson then gave a brief overview of the project.

Mr. Cox made a motion to approve the project. Mr. Shipley seconded the motion. Upon Roll Call, the vote was as follows:

AYE: Bradley, Caldwell, Carey, Cox, Shipley, Smith, Ventris  
NAY: NONE

**B. Oklahoma Development Finance Authority (ODFA) – \$1,800,000 Oklahoma Community Economic Development Pooled Finance Act Award (The City of Frederick Project), Series 2023**

*Discussion and possible with respect to a resolution acknowledging receipt of a Determination Letter from the Oklahoma Department of Commerce (“ODOC Determination Letter”); implementing the financial incentive described in the ODOC Determination Letter, namely, the Oklahoma Community Economic Development Pooled Finance Act (The City of Frederick Project), Series 2023, in an aggregate principal amount estimated at \$1,800,000; waiving competitive bidding and authorizing the sale of the Notes on a private placement basis; approving and authorizing the execution and delivery of the Notes and documents; and containing other matters relating thereto.*

Mr. Stoner stated this project is for \$1,800,000 Oklahoma Community Economic Development Pooled Finance Act Award for The City of Frederick.

The City of Frederick made an application through the public, private, partnership portion of the Business Expansion Incentive Program for a \$15.3 million project for construction and equipping a 5–8–person bed hospital. This will improve access to healthcare for residents of Frederick as well as Tillman County.

The Oklahoma Department of Commerce has identified that the project is a net positive benefit to the State of Oklahoma and has recommended an award amount of \$1,800,000 over the next three years. If approved, in addition to the P3 funds, financing the facility will occur from an ARPA appropriation from the Oklahoma legislature and a USDA guaranteed loan.

Mr. Stoner then introduced Mr. Kyle Davis, City Manager for the City of Frederick who then gave a brief overview of the project.

Mr. Caldwell made a motion to approve the project. Mr. Cox seconded the motion. Upon Roll Call, the vote was as follows:

AYE: Bradley, Caldwell, Carey, Cox, Shipley, Smith, Ventris  
NAY: NONE

**C. Oklahoma Development Finance Authority (ODFA) – \$9,600,000 Oklahoma Community Economic Development Pooled Finance Act Award (The City of Lawton Project), Series 2023**

*Discussion and possible with respect to a resolution acknowledging receipt of a Determination Letter from the Oklahoma Department of Commerce (“ODOC Determination Letter”); implementing the financial incentive described in the ODOC Determination Letter, namely, the Oklahoma Community Economic Development Pooled Finance Act (The City of Lawton Project), Series 2023, in an aggregate principal amount estimated at \$9,600,000; waiving competitive bidding and authorizing the sale of the Notes on a private placement basis; approving and authorizing the execution and delivery of the Notes and documents; and containing other matters relating thereto.*

Mr. Stoner introduced the next application for \$9,600,000 Oklahoma Community Economic Development Pooled Finance Act Award for the City of Lawton in combination with FISTA applied for the Public-Private Partnership (P3). This project is for \$16 million capital investment covering four different and unique projects not only lighting but also a SCIF (Sensitive Compartmented Information Facility) an incubator and STEM Lab.

The Oklahoma Department of Commerce has identified that the project is a net positive benefit to the State of Oklahoma and has recommended an award amount of \$9,600,000 to be captured over the next three years.

Mr. Stoner introduced Dr. Krista Ratliff, President and CEO of FISTA, who then gave a brief overview of the project.

Mr. Smith made a motion to approve the project. Mr. Carey seconded the motion. Upon Roll Call, the vote was as follows:

AYE: Bradley, Caldwell, Carey, Cox, Shipley, Smith, Ventris  
NAY: NONE

**D. Oklahoma Development Finance Authority (ODFA) – \$450,000 Oklahoma Community Economic Development Pooled Finance Act Award (Ecoat.us Project), Series 2023**

*Discussion and possible with respect to a resolution acknowledging receipt of a Determination Letter from the Oklahoma Department of Commerce (“ODOC Determination Letter”); implementing the financial incentive described in the ODOC Determination Letter, namely, the Oklahoma Community Economic Development Pooled Finance Act (Ecoat.us Project), Series 2023, in an aggregate principal amount estimated at \$450,000; waiving competitive bidding and authorizing the sale of the Notes on a private placement basis; approving and authorizing the execution and delivery of the Notes and documents; and containing other matters relating thereto.*

Mr. Stoner stated that this Item D. is for \$450,000 Oklahoma Community Economic Development Pooled Finance Act Award for Ecoat.us. Ecoat.us is in Seminole, Oklahoma. This is a privately held entity that has been in Seminole since the early 1990’s. They have patented solutions for oil and gas as well as HVAC solutions for coating systems. With a capital investment of over \$5.3 million, Ecoat.us is constructing a company headquarters building in Seminole as well as allowing them to construct an additional 16,000 square foot manufacturing facility based on new contracts that they have been able to secure and renovate some of the existing space for repurposed operations. This will also result 36 new jobs with an average salary of \$47,000.

The Department of Commerce has identified that the project is a net positive benefit to the State of Oklahoma and has recommended an incentive award of \$450,000 to be paid out over the next three years.

Mr. Stoner then introduced Mr. Sam Adkisson, President/CEO and his son Adam Adkisson, Executive Vice President, who then gave a brief overview of the project.

Mr. Cox made a motion to approve the project. Mr. Caldwell seconded the motion. Upon Roll Call, the vote was as follows:

AYE: Bradley, Caldwell, Carey, Cox, Shipley, Smith, Ventris  
NAY: NONE

**E. Oklahoma Development Finance Authority (ODFA) – \$700,000 Oklahoma Community Economic Development Pooled Finance Act Award (Pliant LLC Project), Series 2023**

*Discussion and possible with respect to a resolution acknowledging receipt of a Determination Letter from the Oklahoma Department of Commerce ("ODOC Determination Letter"); implementing the financial incentive described in the ODOC Determination Letter, namely, the Oklahoma Community Economic Development Pooled Finance Act (Pliant LLC Project), Series 2023, in an aggregate principal amount estimated at \$700,000; waiving competitive bidding and authorizing the sale of the Notes on a private placement basis; approving and authorizing the execution and delivery of the Notes and documents; and containing other matters relating thereto.*

Ms. Harris introduced the project for Pliant, LLC (a subsidiary of Berry Global). This facility first applied for Business Expansion Incentive Program in 2012. The Authority also worked with their facility in Pryor in 2022. Pliant LLC is wanting to finance capital investment at its facility in McAlester. With a capital investment of \$17.7 million, Pliant, LLC is planning to renovate their existing facility and purchase a new flexographic printing press at their facility in McAlester. This expansion will create 21 new jobs with an average wage over \$48,000.

Ms. Harris then introduced Philip Rawson, Comptroller and Terry Lanham, Plant Engineer who then gave an overview of their company and project.

The Oklahoma Department of Commerce has identified that the project is a net positive benefit to the State of Oklahoma and has recommended an incentive award amount of \$700,000 to be paid over the next three years.

Mr. Cox made a motion to approve the project. Mr. Shipley seconded the motion. Upon Roll Call, the vote was as follows:

AYE:	Bradley, Caldwell, Carey, Cox, Shipley, Smith, Ventris
NAY:	NONE

## **REVIEW AND POSSIBLE APPROVAL OF TRAVEL CLAIMS**

Mr. Cox made a motion to approve the travel claim. Mr. Shipley seconded the motion. All members present voted AYE.

## **PRESIDENT'S REPORT**

Mr. Davis reported that this was another great agenda today and with the Special Meeting that we had on November 16<sup>th</sup> to address the Michelin's announcement, this Board has met 12 times this year. Mr. Davis added that this is amazing, and this is truly a working Board. Mr. Davis added that he hasn't had the time to count how many projects the Board has seen but he will give a recap of the calendar year 2023 in January. There were five new projects today and two of them were P3. Just as Mr. Stoner pointed out we have 84 active projects where \$200 million is the capacity

for the program. This program still has \$82 million that is available. For many years, this resource has been vital for economic development in helping Oklahoma companies business expansion, retention and support for our existing Oklahoma companies.

Mr. Davis then gave a quick update on the Oklahoma Innovation Expansion Program, Series 2023. The Authority is currently working with 166 companies and have disbursed \$8.6 million to those companies through December. This program ends June 2024 and is working well.

Mr. Davis reported that they have had their first month of collections from Michelin, so we have a good idea where the levels might be. It looks like it will take about 14 months to get to \$5 million that was authorized. These collections will continue to be monitored. As the waves of reduction in force happen, there could be severance packages so this level might spike. Mr. Davis does not think it will be a smooth trend line. If there are additional dollars to be had the Authority will visit with the Department of Commerce and we might be back before the board asking for additional authorization. There is a demand for this money and there are interesting projects. It will take a handful of months as the schedule plays out, but we are receiving phone calls and questions. There are resources through the Department of Commerce and there is a task force that Michelin is shoulder to shoulder with the State and the City of Ardmore, Ardmore Development Authority. Mr. Davis added that he has made himself available to participate in that task force when it makes sense. As we move forward, we will be spending more time in Ardmore.

Mr. Davis added that the Authority has wrapped up its bond issuance for the year. The Master Lease Real Property, Series 2023B, for \$10.1 million. This included the Murray State Student Union renovation and a video board for the University of Oklahoma. This issue has a 12 ½ year average life at 4.45% true interest cost. This was a tax-exempt financing and was very competitive. Following that we went out with the last issuance of the year, which was the Master Lease Equipment, Series 2023A for \$3.6 million for 15 airplanes for OU for their program. These bonds hit the market just right and we were able to tighten up the interest cost by about 8 basis points. These bonds have an 8.9 average life at 3.83% true interest cost.

Mr. Davis stated that for the remainder of his career with the Authorities there will continue to be work on the utility securitization and the administration of that program.

Lastly, Mr. Davis added that this has been an amazing year and he is excited to see all the projects and he loves seeing the Board room full. There are Board members that have been here a long time and you probably remember showing up and its just the staff and we do a financial report, President's report and go home. Now, we are doing a lot of business for the State of Oklahoma.

Mr. Davis stated that this concluded his President's Report. Chairman Ventris made note that no formal action was taken during the President's report.

**ADJOURNMENT**

Chairman Ventris asked if there were any announcements. Hearing none, he asked if there was a motion to adjourn. Mr. Cox made a motion to adjourn. Mr. Caldwell seconded the motion. All members present voted AYE.

These minutes officially approved and adoption this 31<sup>st</sup> day of Jan, 2024.

*Keith Ventris*

Chairman

SEAL

*Pete Cox*

Assistant Secretary