

**MINUTES OF
REGULAR MEETING OF THE DIRECTORS OF
THE OKLAHOMA DEVELOPMENT FINANCE AUTHORITY
August 28, 2024**

The Directors of the Oklahoma Development Finance Authority held a Regular Meeting at 10:00 a.m. on Wednesday, August 28, 2024, 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. Bridger Cox, Chairman
Mr. Peter Carey, Vice Chairman
Mr. Matt Caldwell, Secretary
Mr. Keith Ventris, Member
Mr. Hank Bradley, Member
Mr. D.R. Shipley, Member
Mr. Tim Bunson, Member

The following members of the Authority were ABSENT:

None

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 Cox 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 Cox, it was reported that notice of the 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.

Chairman Cox welcomed Mr. Tim Bunson to the Board with the Oklahoma Department of Commerce.

APPROVAL OF MINUTES OF THE MEETING OF JULY 31, 2024

Minutes of the meeting held July 31, 2024, had been sent electronically to the Board Members prior to the meeting and the reading was waived. Director Carey made a motion to approve the minutes as transmitted. Director Ventris 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 the first month of fiscal year 2025. The revenue was \$147,200 in July of 2024. A year ago, we were at \$359,000 which was higher because of the timing of OIEP and BEIP fee payments. The expenses are relatively flat at \$93,300 in July of this year versus \$90,000 a year ago. The operating net income was in line with expectations of \$54,000, versus \$269,000 a year ago. Mr. Davis concluded with he would be happy to answer any questions the board may have had.

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

NEW LOAN APPLICATIONS/PROJECTS

A. Oklahoma Development Finance Authority (ODFA) – \$20,000,000 The Oklahoma Development Finance Authority – Health System Refunding Revenue Notes (Duncan Regional Hospital)

Discussion and possible action with respect to a resolution authorizing the issuance of the Authority's Health Facilities Refunding Revenue Notes (Duncan Regional Hospital) in one or more series, in an aggregate principle amount not to exceed \$20,000,000 (The "Notes"); waiving competitive bidding and authorizing the sale of the notes on a negotiated basis and at a discount; approving and authorizing the execution and delivery of the notes, and a note agreement, loan agreement, tax compliance agreement and other related documents; and containing additional matters relating thereto.

Mr. Stoner introduced the agenda item and referred the Board to page 20 of the board packet for the application from Duncan Regional Hospital, Health System Refunding Notes. Duncan Regional is no stranger to the Authorities as we helped them in 2020 refund some bonds. Also in 2018, we issued bonds to help construct an emergency room. These new bonds will be used to

support various projects that can be found on page 25 of the board packet. Also, a TEFRA Hearing was held this morning in which no one showed up.

Mr. Stoner then introduced Mr. Bodie Bachelor as Bond Counsel for this project and Mr. Doug Volinski, CFO for Duncan Regional Hospital. Mr. Volinski then gave a brief overview of the project.

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

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

B. Oklahoma Development Finance Authority (ODFA) – \$400,000 Oklahoma Community Economic Development Pooled Finance Act Award (Fisher59, LLC Project, Series 2024)

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 (Fisher59, LLC Project), Series 2024, in an aggregate principal amount estimated at \$400,000 (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 pointed out that on pages 26 was an updated Business Expansion Incentive Program pooled usage and capacity report. There are currently ninety-five projects including the projects on the agenda today. There is \$105 million in outstanding projects and there is \$95 million of availability in the pool.

Mr. Stoner then introduced the agenda item for \$400,000 Oklahoma Community Economic Development Pooled Finance Act Award for Fisher59, Series 2024. Fisher59 is based in Denton, Texas but are looking to build a new distribution warehouse in Lawton, OK. The new warehouse is targeted at 110,000 square feet. Fisher59 is making a capital investment of \$20 million. They currently have 60 existing jobs and the opportunity to add 15-30 new employees with an annual payroll of \$4 million+.

The application was reviewed by the Oklahoma Department of Commerce, and they have made a recommendation of an incentive award of \$400,000 that will be paid out over the next three years.

Mr. Stoner then introduced Mr. Brett Walford and Mr. Mitchell Herr of Fisher59, LLC who then gave a brief overview of the project.

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

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

C. Oklahoma Development Finance Authority (ODFA) – \$2,000,000 Oklahoma Community Economic Development Pooled Finance Act Award (Henniges Automotive, Inc. Project, Series 2024)

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 (Henniges Automotive, Inc. Project), Series 2024, in an aggregate principal amount estimated at \$2,000,000 (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 presented Agenda Item C. for ODFA \$2,000,000 Oklahoma Community Economic Development Pooled Finance Act Award going to Henniges Automotive, Inc., Series 2024. Henniges Automotive, Inc. is in Federick, Oklahoma. Henniges Automotive, Inc. will be making a \$19.7 million capital investment.

The Oklahoma Department of Commerce has recommended an incentive award of \$2,000,000 over the next five years. They currently have 213 jobs; and they will bring on 27 new jobs with an annual payroll of \$12.5 million. Mr. Stoner introduced Mr. Ronnie Cross who then gave an overview of the project.

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

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

D. Oklahoma Development Finance Authority (ODFA) – \$225,000 Oklahoma Community Economic Development Pooled Finance Act Award (Okfuskee County Project, Series 2024)

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 (Okfuskee County Project), Series 2024, in an aggregate principal amount estimated at \$225,000 (the “Award”); approving and authorizing the execution and delivery of a Funding Agreement and other related documents; and containing additional matters relating thereto.

Ms. Jody Harris presented Agenda Item D. for ODFA \$225,000 Oklahoma Community Economic Development Pooled Finance Act Award going to Okfuskee County, Series 2024. Okfuskee County will be making a \$463,145 capital investment.

The Oklahoma Department of Commerce has recommended an incentive award of \$225,000 over the next three years. Platinum Cross Welding will be supporting the infrastructure improvements with their withholding taxes. They currently have 60 jobs; and they will bring on 4 new jobs with an annual payroll of \$2.9 million. Ms. Harris introduced Kyle Linaweaver with Platinum Cross who then gave an overview of the project.

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

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

E. Oklahoma Development Finance Authority (ODFA) – \$1,800,000 Oklahoma Community Economic Development Pooled Finance Act Award (Republic Paperboard Company, LLC Project, Series 2024)

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 (Republic Paperboard Company, LLC Project), Series 2024, in an aggregate principal amount estimated at \$1,800,000 (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 presented Agenda Item E. for ODFA \$1,800,000 Oklahoma Community Economic Development Pooled Finance Act Award going to Republic Paperboard Company, LLC Project, Series 2024. Republic Paperboard Company, LLC is in Lawton, Oklahoma. Republic Paperboard Company, LLC will be making a \$13.5 million capital investment.

The Oklahoma Department of Commerce has recommended an incentive award of \$1,800,000 over the next four years. They currently have 158 jobs; and they will bring on 14 new jobs with an annual payroll of \$16.1 million. Mr. Stoner introduced Mr. Sverre Gunnarschja who then gave an overview of the project.

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

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

F. Oklahoma Development Finance Authority (ODFA) – \$375,000 Oklahoma Community Economic Development Pooled Finance Act Award (Wagoner Hospital Authority Project, Series 2024)

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 (Wagoner Hospital Authority Project), Series 2024, in an aggregate principal amount estimated at \$375,000 (the “Award”); approving and authorizing the execution and delivery of a Funding Agreement and other related documents; and containing additional matters relating thereto.

Ms. Jody Harris presented Agenda Item F. for ODFA \$375,000 Oklahoma Community Economic Development Pooled Finance Act Award going to Wagoner Hospital Authority, Series 2024. Wagoner Hospital Authority will be making a \$750,000 capital investment to upgrade temperature and humidity control equipment in the hospital. This will allow the hospital to keep ICU and surgery rooms open on a more consistent basis and improve healthcare services in the local community.

The following two local business will be directly impacted by the infrastructure development project at the hospital: Wagoner Hospital Authority and Elastomer Specialties, Inc.

The Oklahoma Department of Commerce has recommended an incentive award of \$375,000 over the next 3 years. These two businesses employ more than 270 Oklahomans with an annual payroll more than \$18.1 million with a potential job creation of 13 new jobs.

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

AYE: Bradley, Bunson, Caldwell, Carey, Cox, Shipley, Ventris

NAY: NONE

REVIEW AND POSSIBLE APPROVAL OF TRAVEL CLAIMS

Director Shipley made a motion to approve the travel claims. Director Caldwell seconded the motion. All members present voted AYE.

PRESIDENT'S REPORT

Mr. Davis reported that the Chair has already recognized Mr. Tim Bunson from the Oklahoma Department of Commerce who has been on board for two months. Currently, the Oklahoma Department of Commerce does not have a director. Mr. Bunson is the Chief of Staff and General Counsel. It is in the department's Oklahoma Administrative Code that allows their Chief of Staff to serve as the Acting Director if that position is open.

The Operations and Business Development report is on pages 34-35. Today there were five businesses on the agenda for the Business Expansion Incentive Program. Today's agenda was heavy with Southwest Oklahoma projects. There was also eastern, northeastern and a healthcare project. Healthcare touching rural communities is vitally important. We had infrastructure; business retention, all these projects are making businesses stronger. These are businesses that are owned by out of state companies like Republic paper this enables them to remain in Oklahoma a lot longer.

On pages 27 through 29 is a summary for the BEIP projects. There are 95 projects out with \$105.5 million and we still have \$94.5 million remaining in capacity and the pipeline is very strong. The OIEP, Series 2024 is going very well. There were 177 companies approved and qualified to receive payments. This program is a pay for performance. The companies must spend 10% of their capex before they receive any payment. There has been good penetration with the companies that have stepped forward and met this requirement. The first payments went out in July and as of August \$2.25 million has gone out of the roughly \$14 million.

The Master Lease Real Property, Series 2024 we are looking at another issuance mid to late October. The interest rates are moving in our direction and there will be new money and refundings. We are hoping to bring more projects in for refunding. Previously, they weren't in the money in terms of cost savings that we like to see. Hopefully, we will be able to help more institutions for Higher Ed.

Last week, there was an annual conference for Select Oklahoma Economic Development organization with nearly 500 people in attendance. Director Ventris was in attendance, our group did a presentation of the public, private partnership (P3 presentation). Jody and Jeremy did a great job alongside Gary Jones, the former state auditor that is now the City Manager of Altus. The board has seen him a lot with five projects we have helped him with. He is a great advocate for

the P3 program. There are very little communities that would not be able to utilize this program. So, we are going to push for this program. There are communities that need to know about this program. Mr. Jones stated he would travel around the state to help get the word out for this program.

Mr. Davis talked about the election last night with Representative Wallace seeking his 6th term as House A & B Chair. He was defeated, so we will have a new face with a new House A & B Chair. There was another incumbent defeated Senator Cowboy Stephens. There are several people terming out with term limits; and there were several people that decided not to run anymore so there will be a lot of new faces.

Lastly, Mr. Davis added that Representative Hill was interested in coming to a meeting with other legislators so that they can see what we do for Oklahoma

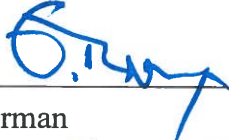
Mr. Davis stated that this concluded his President's Report, and he would answer any questions the board members might have.


Chairman Cox made note that no formal action was taken during the President's report.

ADJOURNMENT

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

These minutes officially approved and adoption this 25th day of Sept., 2024.



Chairman
SEAL 

Assistant Secretary