

**MINUTES OF
REGULAR MEETING OF THE DIRECTORS OF
THE OKLAHOMA DEVELOPMENT FINANCE AUTHORITY**

August 27, 2025

The Directors of the Oklahoma Development Finance Authority held a Regular Meeting at 10:00 a.m. on Wednesday, August 27, 2025, 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. Peter Carey, Served as Chair/Vice Chairman
Mr. Matt Caldwell, Secretary
Mr. Hank Bradley, Member
Mr. Keith Ventris, Member
Ms. Patty Broome, Member
Mr. John Budd, Member

The following member was ABSENT:

Mr. Bridger Cox, Chairman

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

Vice Chairman Carey serving as Chair 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 Carey, 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.

APPROVAL OF MINUTES OF THE MEETING OF JULY 30, 2025

The minutes of the meeting held July 30, 2025, had been sent electronically to the Board Members prior to the meeting and the reading was waived. Director Caldwell 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 15 and 16 of the board packets are the trended balance sheet and income statement. We just began FY' 26 and revenues for one month were \$458,000 versus \$147,000 this same period a year ago. This is a 211% increase and is kind of a timing issue. Last year a lot of these fees hit in August rather than July, so we expect to see a leveling up with the August financials. Mr. Davis added that the thing he is most proud of is that the expenses are at \$95,000 versus \$93,000, a 2% increase year over year for the month of July. The operating net income of \$363,000 July 31, 2025, versus \$54,000, July 31, 2024. Net assets have grown 15% at \$13 million versus \$11.4 million this same time last year. Mr. Davis pointed out that this is in line with expectations with some timing issues with some numbers that will level off, but they are good numbers.

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

NEW LOAN APPLICATIONS/PROJECTS

A. Oklahoma Development Finance Authority (ODFA) – \$265,000,000 The Oklahoma Development Finance Authority Conduit Program-Health System Revenue Refunding Bonds (Integrus Obligated Group), Series 2025

Discussion and possible action with respect to a resolution authorizing the Oklahoma Development Finance Authority to issue its Health System Revenue Refunding Bonds (Integrus Obligated Group) Series 2025 in one or more series; approving the appointment of a financing team; waiving competitive bidding and authorizing such bonds to be sold on a negotiated basis; authorizing and approving the execution and delivery of one or more indentures of trust and security agreements, loan agreements, and other documents relating to such bonds; and authorizing and approving other matters pertaining to the issuance and sale of such bonds.

Mr. Stoner stated that Agenda Item A. is for the ODFA \$265,000,000 Oklahoma Development Finance Authority, Health System Revenue Refunding Bonds (Integrus Obligated Group), Series 2025. The Integrus application is on page 17 of the board packet. On page 22 describes the refunding opportunity that Integrus has for three series of bonds that ODFA currently holds that do have maturities, which are coming up this fall. This approval today is to approve up to three series

to refund Series 2019A that is currently with J.P. Morgan as direct placements. The Series 2020D is with RBC and then also 2024A that is currently a direct placement with Wells Fargo. There is no new money on this transaction, it is just a straight refunding to benefit Integris.

Mr. Stoner then introduced Mr. Mike Weed, CFO of Integris. Mr. Weed gave a brief 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, Broome, Budd, Caldwell, Carey, Ventris

NAY: NONE

B. Oklahoma Development Finance Authority (ODFA) – \$800,000 Oklahoma Community Economic Development Pooled Finance Act Award (Applied Industrial Machining Project, Series 2025)

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 (Applied Industrial Machining Project), Series 2025, in an aggregate principal amount estimated at \$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 gave an update on the Business Expansion Incentive Program usage and remaining capacity report. The summary report is on pages 23-26, there are 135 active projects, and this includes the four projects that are on the agenda today and the outstanding balance is \$192 million leaving a little over \$7 million in capacity. Today’s projects are already a part of this calculation, but we have been managing this as best as we can over the last few months and have seen this balance go as low as \$1.8 million. There have been payments made to some companies, and we have seen this ebb and flow a little bit.

Mr. Stoner then asked the Chairman if we could go to item E. Our friends at McElroy have an important meeting back in Tulsa at noon and Mr. Stoner would like to get them back on the road as soon as possible. Upon approval from the Chairman, we moved to Item E.

Mr. Stoner stated that Agenda Item B. is for the ODFA \$800,000 Oklahoma Community Economic Development Pooled Finance Act Award (Applied Industrial Machining Project, Series 2025). The summary for this project is on page 27 of the board packet. Applied Industrial Machining is headquartered in Oklahoma City with deep roots of manufacturing in the oilfield services industry.

Lately, they have begun to expand into aerospace, which is the genesis of this project. They will be making a capital investment of \$3.2 million on machinery and equipment to improve efficiency and quality of aerospace parts manufactured.

The Oklahoma Department of Commerce reviewed the application, and they have made a recommendation of an incentive award of \$800,000 that will be paid out over the next three years. In addition to the 155 existing jobs this will create fifteen new jobs.

Mr. Stoner then introduced Mr. Jason Kays, who then gave a brief overview of the project.

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

AYE: Bradley, Broome, Budd, Caldwell, Carey, Ventris

NAY: NONE

C. Oklahoma Development Finance Authority (ODFA) – \$2,500,000 Oklahoma Community Economic Development Pooled Finance Act Award (FISTA Project, Series 2025)

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 (FISTA Project), Series 2025, in an aggregate principal amount estimated at \$2,500,000 (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 Agenda Item C. is for the ODFA \$2,500,000 Oklahoma Community Economic Development Pooled Finance Act Award (FISTA Project, Series 2025). FISTA is a public trust whose beneficiary is the City of Lawton. They currently operate in the former Central Mall in Lawton. They began converting that into collaborative and research space intended to benefit Ft. Sill and the defense industry. There has been a tremendous amount of growth, and it continues, and this project is \$7.5 million to support a buildout of additional incubator Accelerator Suites.

The Oklahoma Department of Commerce reviewed the application, and they have made a recommendation of an incentive award of \$2,500,000 that will be paid out over the next two years.

Mr. Stoner then introduced Dr. Krista Ratliff, CEO of FISTA, to give a brief overview of the project.

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

AYE: Bradley, Broome, Budd, Caldwell, Carey, Ventris

NAY: NONE

D. Oklahoma Development Finance Authority (ODFA) – \$500,000 Oklahoma Community Economic Development Pooled Finance Act Award (Hitachi Vantara Manufacturing Project, Series 2025)

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 (Hitachi Vantara Manufacturing Project), Series 2025, in an aggregate principal amount estimated at \$500,000 (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 Agenda Item D. is for the ODFA \$500,000 Oklahoma Community Economic Development Pooled Finance Act Award (Hitachi Vantara Manufacturing Project, Series 2025). Hitachi was founded in 1987 in Norman, Oklahoma. Hitachi Vantara Manufacturing is a division of Hitachi Vantara, a wholly owned subsidiary of Hitachi, Ltd. They will be making a capital investment of \$3.4 million to purchase and install new machinery and equipment that will decrease their costs and improve profitability. This includes the installation of a 320-ton capacity geothermal field.

The Oklahoma Department of Commerce reviewed the application, and they have made a recommendation of an incentive award of \$500,000 that will be paid out over the next three years.

Mr. Stoner then introduced Mr. Jimmy Womack and Allen Ahlert, who then gave more information concerning the project.

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

AYE: Bradley, Broome, Budd, Caldwell, Carey, Ventris

NAY: NONE

E. Oklahoma Development Finance Authority (ODFA) – \$900,000 Oklahoma Community Economic Development Pooled Finance Act Award (McElroy Project, Series 2025)

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 (McElroy Project), Series 2025, in an aggregate principal amount estimated at \$900,000 (the "Award"); approving and authorizing the execution and delivery of a Funding Agreement and other related documents; and containing additional matters relating thereto.

Ms. Harris stated that Agenda Item E. is for the ODFA \$900,000 Oklahoma Community Economic Development Pooled Finance Act Award (McElroy Project). The project summary is located on page 30 of the board packet. McElroy Manufacturing, Inc is a second-generation, Oklahoma family-owned company, headquartered in Tulsa, Oklahoma since 1954. McElroy Manufacturing will be investing \$7.3 million as part of a larger project of \$25 million. This project will add ten new jobs and an annual payroll of more than \$47.4 million.

The Oklahoma Department of Commerce reviewed the application, and they have made a recommendation of an incentive award of \$900,000 that will be paid out over the next three years.

Ms. Harris then introduced Mr. Michael Grant, who then gave more information concerning the project.

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

AYE: Bradley, Broome, Budd, Caldwell, Carey, Ventris

NAY: NONE

After this Agenda Item we moved back to Agenda Item B.

REVIEW AND POSSIBLE APPROVAL OF TRAVEL CLAIMS

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

PRESIDENT'S REPORT

Mr. Davis reported that the Business Operations and Development Report was on pages 35-36 of the board packet. There were four incredible BEIP projects on the agenda today and the summaries are on pages 27-30 in the board packet. The ODFA staff continues to monitor the \$200 million

program cap for the BEIP program. There are some large projects and once they get to the point where they are starting to pay out it will free up capacity for the program.

Mr. Davis updated the Board on the Oklahoma Innovation Expansion Program, Series 2025. There were 266 applications that were received and two hundred were approved and qualified to receive payments. This was a \$14.9 million award to these companies. In the 2nd month we have already disbursed \$2.4 million, and this program is a pay for performance. These companies must show that they have spent 10% of their capital investment. The other success with this program is there were twenty-nine companies that did stand alone in the BEIP program.

Last year the Authority did the first Main Street Incentive Program, Series 2025. We had ten applications and awarded \$831,000 to nine entities. These are programs that help support public safety and create livable spaces. It also supports workforce development, which is a critical matter. The Authority has disbursed \$758,000 through August. Unlike a for-profit company, it's not necessarily a pay for performance but it is a 50/50 match. The incentive will help but they must produce the other piece of it, much like a lot of federal programs. This program will end December 31st and the Main Street Program 2026 window opens September 2nd and will remain open through September 30th. Mr. Davis anticipates that there will be more participation with a little longer runway for applications and more notice to communities of this program in year two.

Mr. Davis reported that the Master Lease Real Property Revenue Refunding Bonds, Series 2025B were recently closed. These bonds were OSU for \$12 million, Langston for \$11 million and East Central University for \$2 million. The final pricing was 5.33% net present value savings on that \$25 million. This means it saves \$1.3 million over the remaining term of these bonds for the institutions that participated.

Mr. Davis added that our two flagship universities can issue bonds in their own name. Both universities have utilized Master Lease and at times have issued on their own. However, the State of Oklahoma is doing well and through our financial performance and through the State Treasurer's Office and their engagement with the rating agencies we have seen an improvement in the ratings for the State of Oklahoma. There was a period when OSU had a better credit rating than the State did and they did issue on their own and that made sense; it saves them money. OU has always been at par with the State, but with the most recent rating upgrades the State is an AA, OSU finds themselves a notch below the State at AA- and OU is two notches below the State and what ODFA would be able to rate bonds at. Anytime we can issue higher rated bond issues there is more competition created which drives demand for the bonds up and the long term interest cost down. One could build a matrix of probabilities and see anywhere from five to twelve basis points variance between pricing the state of Oklahoma and ODFA rating would receive versus the university's stand-alone rating. These are long term high dollar transactions, so if you have a 30-year stated maturity deal with an 18ish year average life, \$50 million to \$100 million and you are 10 basis points spread better in the Master Lease Real Property Program there are hundreds of thousands if not a million dollars in interest costs that can be saved. There are other advantages such as the structure of our bonds as lease revenue bonds, so there are very specifically identified revenue sources to repay the bonds. This means that if a new dormitory is funded or refunded it is the rental payments of that specific facility that are dedicated for repayment. Statutorily, flagship

universities can go out and issue bonds in their own name as General Revenue Bonds. So, they are pledging 100% of all revenues of the university. The ODFA program is less restrictive than the general revenue bonds as not 100% of a university's revenue is potentially tied up for debt service. The continuing disclosure burden no longer falls on the university staff, the official statement, the offering documents, there is a significant reduction in the workload and the cost associated with that. The ratings and RFP's for finding and selecting professional service providers will not fall on the university staff. This falls on the ODFA and the State Treasurer's Office. Mr. Davis had worked with Chris Kuwitzky when he was at OU, but he has moved to OSU. Now there is a new person at OU that he intends to reach out and have conversations with him. There have been times when there were concerns about market timing if they use ODFA primarily on refundings. Mr. Davis added that this issue was solved during this last legislative session. Now, refundings do not have to go back through the same process that new money does through the legislature to be approved. If there is an opportunity in the market and we have sufficient net present value savings, we can act at any point in time. Lastly, when the universities do these in their own name they have an additional cost of hiring a financial advisor which is a cost that has not historically been needed in the Master Lease program. Additionally, the nice thing about the Master Lease program and one its greatest factors that was set up just like in this last transaction there were three different institutions in this issue and they shared the cost of issuance. Not any one of them had to bear that burden all on their own. OSU joined this transaction and is enjoying the savings. OU may be getting close to some refundings he is not sure of the timing. The Master Lease Program is a fiscal superior solution as OU would have to purchase a financially inefficient and very costly bond insurance product just to receive a bond rating that would still be a notch below the state and ODFA rating. In this instance and it's not all the time, sometimes that are special circumstances and ultimately it falls to the governing boards to make those decisions.

Mr. Davis updated the board on the semi-annual invoicing. There are ninety-two outstanding issues at \$5.2 billion principle outstanding. We invoiced around \$700,000 at June 30th and as of August 25th, 90 of the invoices were paid and this is 98%. We have collected \$673,000, which is 96% of the amount that was invoiced.

Mr. Davis reported that we are working with HBC, CPAs, and Advisors. The staff work is imminent for ODFA. The final audit report to the board will be October 29, 2025.

Mr. Davis then announced that the OIEP team, from Commerce, to ODFA to Tax Commission to the Oklahoma Manufacturing Alliance their manufacturing extensions received an email from Goodwill Central Oklahoma who has participated in the program for the last three years. Goodwill developed an award called Champion for Good and the annual award went to the OIEP team at this year's Gala. Ms. Melissa Burgard and her husband, Travis were able to attend and represent ODFA as well as a representative from the Tax Commission and the Department of Commerce. The award was passed down the table and Mr. Davis added that Mr. Budd take the award with him back to Commerce.

Lastly, Mr. Davis stated that our legal counsel Jered Davidson was recently recognized by the Bond Buyer as a 2025 Rising Star recipient. This is nationwide recognition and a big deal, and Mr. Davis wanted the board to realize the caliber of folks that are working with the Authority.

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

Chairman Carey made note that no formal action was taken during the President’s report.

ADJOURNMENT

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

These minutes officially approved and adopted this 24th day of Sept., 2025.



Chairman
SEAL 

Assistant Secretary