

**MINUTES OF
REGULAR MEETING OF THE DIRECTORS OF
THE OKLAHOMA DEVELOPMENT FINANCE AUTHORITY
March 25, 2026**

The Directors of the Oklahoma Development Finance Authority held a Regular Meeting at 10:00 a.m. on Wednesday, March 25, 2026, 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. John Budd, Member
Ms. Patty Broome, Member
Mr. Keith Ventris, Member

The following members of the Authority were ABSENT:

Ms. Jill Castilla, Member

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.

APPROVAL OF MINUTES OF THE MEETING OF FEBRUARY 25, 2026

The minutes of the meeting held February 25, 2026, had been sent electronically to the Board Members prior to the meeting and the reading was waived. Director Budd 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 for February 28, 2026. The revenue was up 13% at just under \$2 million versus \$1.8 million in this same period a year ago. The expenses were relatively flat with a 1% increase at \$856,000 versus \$848,000 in this same period a year ago. The operating net income is up 24% \$1.13 million versus \$911,000 this same time a year ago. The net assets are also up 13% at \$13.8 million compared to \$12.2 million a year ago. These numbers are in line with expectations. Mr. Davis added that he would answer any questions the board may have.

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

Mr. Stoner directed the members to the Business Expansion Incentive Program Summary on pages 17-20 of the board packet. There are currently 134 projects with a \$185 million current balance. The fund's remaining availability is just under \$15 million. March was not a quarterly payment date, which is why the balance appears as it does; however, larger payments are anticipated next month. Mr. Stoner added that they are monitoring the program balance closely due to a heavy application season.

A. Oklahoma Development Finance Authority (ODFA) – \$400,000 Oklahoma Community Economic Development Pooled Finance Act Award (Texoma MFG, LLC dba CrainCo – P3 Project), Series 2026

Discussion and possible action 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 (Texoma MFG, LLC dba CrainCo – P3 Project), Series 2026, 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 matters relating thereto.

Ms. Harris stated that Agenda Item A. is for the ODFA \$400,000 Oklahoma Community Economic Development Pooled Finance Act Award (Texoma MFG, LLC dba CrainCo – P3 Project). Crainco, formerly known as Texoma Manufacturing, located in Durant, Oklahoma, is a leading provider of custom fabricated metal products with a focus on commercial waste equipment and steel skids for the data power industry. With a capital investment of \$7 million, CrainCo is looking to add two new additions to their facility.

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

Ms. Harris then introduced Drew Crain, Director of Operations, 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: Broome, Budd, Caldwell, Carey, Castilla, Cox, Ventris

NAY: NONE

B. Oklahoma Development Finance Authority (ODFA) – \$500,000 Oklahoma Community Economic Development Pooled Finance Act Award (Vallourec Star, LP Project, Series 2026)

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 (Vallourec Star, LP Project), Series 2026, 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 B. is for the ODFA \$500,000 Oklahoma Community Economic Development Pooled Finance Act Award (Vallourec Star, LP Project), Series 2026. Vallourec Star is headquartered in Houston, Texas. Vallourec North America is a fully integrated, 100% Made in America seamless tube supplier. Vallourec will be making a capital investment of over \$3.1 million. Vallourec Star is looking to install new beveling machines and handling equipment to establish Vallourec Star Muskogee as the primary Line Pipe hub for Vallourec in North America.

The Oklahoma Department reviewed the application, and they have made a recommendation for an incentive award of \$500,000 that will be paid out over the next three years. This project has a capex of \$3.1 million.

Mr. Stoner then introduced Kendall Bullard and Cedric Lucquin, who then 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: Broome, Budd, Caldwell, Carey, Cox, Ventris

NAY: NONE

C. Oklahoma Development Finance Authority (ODFA) – \$20,000,000 Oklahoma Innovation Expansion Program Pooled Finance Act Taxable Revenue Notes (OIEP) Series 2026

Discussion and possible action with respect to a resolution authorizing the issuance of the Authority's Oklahoma Innovation Expansion Program Economic Development Finance Act Taxable Revenue Notes (OIEP) Series 2026, in one or more series in the total aggregated principle amount not to exceed \$20,000,000 issued on or before July 31, 2026; waiving competitive bidding and authorizing the execution and delivery of the Note documents; and containing other matters relating thereto.

Mr. Stoner stated that the next agenda item is Item C, regarding the ODFA \$20,000,000 Oklahoma Innovation Expansion Program Pooled Finance Act Taxable Revenue Notes, Series 2026. The OIEP application window will open on March 30th and close on April 10th at 5 p.m. The applications will be submitted to the Department of Commerce. The program provides award amounts from \$25,000 to \$150,000 for qualifying companies, with a significant increase in applications expected this year. The eligibility requirements for the program include a minimum capital investment of \$50,000 and a minimum payroll of \$625,000. Last year the program received 266 applications, resulting in 203 OIEP projects and 28 BEIP projects. Mr. Stoner expects a significant increase in applications this year with expectations exceeding 300. A request is being made to increase the OIEP funding from \$15 million to \$20 million due to the program's proven success and growth. Over the last three years, the OIEP has processed 700 applications with a 90% approval rate. Over the past three years this program has created nearly 4,000 new jobs, added \$250 million in new payroll and \$350 million in capital investment.

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

AYE: Broome, Budd, Caldwell, Castilla, Carey, Cox, Ventris

NAY: NONE

D. Oklahoma Development Finance Authority (ODFA) Not to Exceed \$60,000,000 Health Facilities Bonds, Series 2026 (Heartway Project)

Discussion and possible action with respect to a resolution authorizing the issuance of one or more series of revenue bonds in an amount not to exceed \$60,000,000 with respect to certain health facilities of Heartway Corporation; authorizing the execution and delivery of all financing documents relating to the issuance, sale and delivery of such bonds, including a trust indenture, loan agreement, a bond purchase agreement and other documents in connection therewith; waiving competitive bidding and authorizing the bonds to be sold on a negotiated basis and at a discount or a premium; and authorizing other actions, requests, approvals and consents related thereto.

Mr. Stoner stated that this project is a conduit transaction for Heartway, a Texas-based non-profit, meaning there is no credit risk to ODFA or the state. The transaction will be used to refund their existing facilities in Idabel and Muskogee and to acquire additional healthcare facilities in Holdenville, Okemah, Henrietta, and Watonga.

- The financing structure consists of three bond series:
 - **Series 2026 A:** Senior, non-rated bonds secured by real estate, to be sold to accredited or qualified investors with a minimum denomination of \$100,000.
 - **Series B:** Tax-exempt, non-transferable bonds sold to the facility sellers, with a second lien on the real estate.
 - **Series C:** Unsecured, tax-exempt, non-transferable bonds sold to ITG (the management company) and affiliates of the new ownership.

A TEFRA hearing was held on the morning of the meeting at 9:00 AM with no public attendance or comments. The Authority is working with the Governor’s Office to secure the final TEFRA sign-off required for the tax-exempt bonds. Mr. Stoner added that the following individuals were present to answer any questions: Randall Blue (President, Heartway Corp.), Greg Frogge (Borrower Council, McAfee), and Nate Ellis (Bond Counsel, Public Finance Lawyers). Mr. Blue then gave an overview of the project.

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

AYE: Broome, Budd, Caldwell, Carey, Cox, Ventris
NAY: NONE

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. He noted that the Business Expansion Incentive report has grown from three to four pages, with 134 projects listed (this number includes hundreds of sub-projects under OIEP and 12 communities under Main Street).

Next Mr. Davis stated that the Oklahoma Incentive Evaluation Commission is scheduled to review several ODFA related programs this year. The Oklahoma Incentive Evaluation Commission was established in 2015, which evaluates every state incentive every four years for effectiveness. The commission's "disinfecting sunlight" is viewed as a positive force, citing its role in the eventual removal of the unsuccessful Oklahoma Quality Investment Jobs Act from state statutes. The Oklahoma Community Economic Development Pool Finance program (which includes BEIP, Main Street, and P3) is up for its third evaluation this year. Mr. Davis is confident they have the "best, strongest story to tell" for this evaluation, citing improved data sharing and technological modernization efforts between ODFA and the Department of Commerce, including the hiring of a Chief Technology Officer. The commission will hold six meetings from April to December, with a final report due to the Governor and legislature on December 3rd.

Mr. Davis gave an update on the OIEP program. The OIEP Series 2025 is nearing its conclusion. Of the \$14.9 million awarded, \$13.4 million has been dispersed through March. It is anticipated that some projects will not achieve their full incentive amount as it is a pay-for-performance program. Mr. Stoner and Ms. Harris have traveled extensively across the state promoting, educating, and advocating for the OIEP, Series 2026 program. The online application period for Series 2026 is scheduled to open at 8:00 AM on Monday, March 30th and close at 5:00 PM on Friday, April 10th.

Mr. Davis stated that Select Oklahoma will host a legislative lunch and learn in late April to promote the organization's work with Oklahoma businesses. Mr. Stoner presented at this event last year and it was successful.

Mr. Davis then gave a status update on the Main Street Program Series 2026, which is in its second year. The program involves 12 communities and a total of \$1.3 million. As of March, 38% of the funds have been dispersed, totaling \$494,000.

The board previously approved up to \$200 million for real property and the statutory limit of \$50 million for equipment, which was also approved by the Council of Bond Oversight. The first request is for \$550,000 Master Lease Equipment, Series 2026A. The issue is for Oklahoma Panhandle State. This is a small issue, so when you talk about layering the cost of bond issuance on top of that it doesn't make a lot of sense. One of the key benefits of the program is pooling projects together to share the cost of issuance. Mr. Davis stated that he has a phone call tomorrow to discuss more efficient, lower cost financing options for the small equipment request. It is possible that Oklahoma State University maybe making an equipment request for \$2.5 million,

bringing the total to a more viable \$3.5 million. It will make sense to use this program if we get up to \$3.5 million.

Next Mr. Davis gave an update on legislation. A legislative deadline will be coming, and it requires all bills to move from their chamber of origin to the other chamber. Mr. Davis has been watching a lot of bills, but the important ones are increasing program capacity for the Oklahoma Development Pooled Finance Act. In June, the capacity for the program was \$1.8 million. Currently it is \$15 million, and more capacity is expected to be freed up at the next quarterly payment date. There are some large projects that are beginning to move. The funding agreement has been changed to require projects to demonstrate progress; to prevent approved projects from tying up scarce economic resources for extended periods without moving forward. The new funding agreement will require projects to start moving forward after approval or risk losing the funding, with the option to reapply later. House Bill 3979 would increase program capacity from \$200 million to \$250 million. Mr. Davis does not have any concern about this bill passing. The authors are Representative Trey Caldwell and Senator Chuck Hall, who are the A&B chairs of the Senate and the House, and they understand the need for this increase. This bill was heard on the House floor and Representative Caldwell did a phenomenal job and it passed 73 to 13. He believes we will have extra capacity for the program.

House Bill 3429 also affects Economic Development Pooled Finance. This bill is from Representative Wilk out of Goldsby. Mr. Davis stated that he had meetings prior to session and phone calls. This bill would create a third pool underneath the pooled finance act called the Career Tech Business and Industry Partnership Pool. This would earmark \$50 million specifically for Career Tech working with industries to provide training for workforce. Mr. Davis stated that the reason he is doing this is because in his district they were going to build a CareerTech and they had a vote and it failed measurably. They are looking for a way to fund CareerTechs. This bill was not requested by CareerTech. The bill is unnecessary because this can be done through the P3 education. The last action on this bill was March 11th on the house side.

Mr. Davis added that there is a lot of focus on incentives. There are three bills being monitored that aim to reform the state's economic incentive program. Representative Kane's bill tweaks the incentive evaluation commission's process and vendor interactions. Senator Rader has a bill as well, it is a recommendation that came out of the incentive evaluation final report last year and it alters the way Quality Jobs incentives are calculated, moving from a county average wage to a state average wage. The third bill from Senator Chuck Hall is focused on making sure that when the incentive evaluation commission is doing their work that they are measuring incentives going to companies that are in alignment with the economic development strategy and its focus for the state.

Next, Mr. Davis advised the board that he plans to engage independent auditors for the full financial audit. He asked for the Board's input on reengaging HBC CPAs and Advisors, they did the Fiscal Year 2025, and it was \$15,900 and the proposed fee estimate is between \$15,500 and \$16,500. If the Board has no concerns or feedback, he will have the Chairman sign the engagement letter and we will get on their schedule.

Lastly, Mr. Davis added that he has been talking about getting some help for the Authority and today we are onboarding an intern to assist with production work and enable senior staff to focus on strategic activities. He then introduced Mr. Ryan Barnett, soon to be a recent graduate from OU. He has been hired as a contract intern for an initial six-month period and after that they will evaluate the position. His role will be to handle production work, allowing Mr. Stoner and Melissa to shift to a review and quality control capacity. This change will also free up Mr. Stoner to travel more and meet with a growing number of communities requesting project discussions.

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 Ventris made a motion to adjourn. Director Carey seconded the motion. All members present voted AYE.

These minutes officially approved and adopted this 29th day of April 2026.



Chairman

SEAL 

Assistant Secretary

