

## AGENDA

**Special Teleconference Meeting of the  
Trustees of Oklahoma Industries Authority (the “Authority”)  
Friday, November 13, 2020 at 11:00 a.m.  
Via Teleconference**

*This meeting will be by teleconferencing for the members of the Authority as authorized by SB 661, and the state of emergency declared by Gov. Kevin Stitt within Oklahoma on March 15, 2020. If a member of the public wishes to participate via teleconference the meeting can be accessed by dialing 1 (712) 775-7270, Access Code 356868. Members of the Authority appearing via teleconference:*

Clayton I. Bennett, Chair (via teleconference)  
Kirk Humphreys (via teleconference)  
J. W. Mashburn (via teleconference)  
Ronald J. Norick (via teleconference)  
Roy H. Williams (via teleconference)

*Written materials for this meeting are available to the public at:*

<https://www.theallianceokc.org/2020-meetings>

Presiding: Clayton I. Bennett, Chair

The following agenda items may include actions, approvals, disapprovals and voting as desired by the Trustees:

- 2307 Determination of Quorum
- 2308 Consider and approve Minutes for meetings held on February 27, 2020 and April 3, 2020
- 2309 Consider and take action with respect to a Resolution authorizing the Authority to enter into a contract(s) with the Board of County Commissioners of Oklahoma County to administer the expenditure of Coronavirus Aid, Relief, and Economic Security Act (U.S. CARES Act) funds received by Oklahoma County from the United States of America, and authorizing actions related thereto and in furtherance thereof
- 2310 Consider and take action with respect to a Resolution authorizing the Authority to enter into a contract(s) with the Board of County Commissioners of Oklahoma County to administer a Property Assessed Clean Energy Program (C-PACE) for Oklahoma County, and authorizing actions related thereto and in furtherance thereof

- 2311 Consider and take action with respect to a Resolution regarding the acquisition, sale and exchange of real property interests and actions related to the ownership and use of same in the vicinity of Interstate 240 and Eastern Avenue
- 2312 Consider and take action with respect to a Resolution regarding the acquisition, sale and exchange of real property interests and actions related to the ownership and use of same in the vicinity of Tinker AFB
- 2313 Consider and take action with respect to a Resolution regarding the election of Authority officers and their duties and authority
- 2314 Receive and discuss report of General Manager, with related actions as desired by the Trustees
- 2315 Adjournment

**MINUTES OF SPECIAL MEETING  
OF THE  
OKLAHOMA INDUSTRIES AUTHORITY  
THURSDAY, FEBRUARY 27, 2020 - 3:00 P.M.  
THE ALLIANCE FOR ECONOMIC DEVELOPMENT OF OKC  
CONFERENCE ROOM  
105 NORTH HUDSON, #101**

PRESENT: Clayton Bennett, Chairman  
Roy Williams  
Kirk Humphreys  
J.W. Mashburn

ABSENT: Ronald Norick

ALSO: John Williams; Williams, Box, Forshee & Bullard; Cathy O'Connor, Geri Kenfield-Harlan and Pam Lunnon, The Alliance for Economic Development of OKC; Jered Davidson, The Public Finance Law Group, PLLC, Tom Knight, Grant Thornton, Butch Freeman, Oklahoma County and Craig Cunningham, Wells, Nelson & Associates

PRESIDING: Chairman, Clayton Bennett

The Trustees of Oklahoma Industries Authority met in the Conference Room of the Alliance Offices, at 105 North Hudson, Suite 101; Oklahoma City, Oklahoma pursuant to public notice thereof in writing, delivered to the County Clerk of Oklahoma Country. The notice/agenda was posted at the Authority's Principal Office at 105 N. Hudson, Suite 101 on Tuesday, February 25, 2020.

2287 *The Chairman determined there was a quorum and called the meeting to order at 3:02 p.m.*

2288 *Chairman asked for approval of minutes for meeting held on Wednesday, December 19, 2018*

Mr. Mashburn moved the approval of the minutes, and upon second by Mr. Williams, the vote was as follows:

Upon a vote of the Trustees, the motion carried unanimously to wit: Mr. Bennett, yes; Mr. Williams, yes; Mr.. Mashburn, yes and Mr. Humphreys, yes.

**Minutes Approved**

2289 ***Report and Receive Financial Statements and Report of Independent Certified Public Accountants, Oklahoma Industries Authority, Oklahoma County – June 30, 2019 and 2018***

***Presentation of Audit:*** Presentation made by Tom Knight, Grant Thornton

Mr. Humphreys moved to receive the audit, and upon second by Mr. Williams, the vote was as follows:

Upon a vote of the Trustees, the motion carried unanimously to wit: Mr. Bennett, yes; Mr. Williams, yes; Mr. Mashburn, yes and Mr. Humphreys, yes.

***Audit Received***

2290 ***Consider and Receive Quarterly Financial Statements for Oklahoma Industries Authority for the period ending December 31, 2019***

***Presentation of Financials:*** Presentation made by Geri Kenfield-Harlan of The Alliance for Economic Development of OKC.

Mr. Mashburn moved to receive the financials, and upon second by Mr. Humphreys the vote was as follows:

Upon a vote of the Trustees, the motion carried unanimously to wit: Mr. Bennett, yes; Mr. Williams, yes; Mr. Mashburn, yes and Mr. Humphreys, yes.

***Financials Received***

2291 ***Consider and Approve a Resolution Approving, Authorizing, Ratifying, Renewing and Extending an Agreement for Economic Development Services with The Alliance for Economic Development of Oklahoma City, Inc., and Further Authorizing the Chair (or Vice-chair) to take Actions Necessary to Effectuate the Provisions of the Resolution, and to Approve and Authorize Other Actions Regarding the Operation and Management of the Authority, Including the Pursuit of Economic Development Prospects, and to Authorize Necessary Funding for Same***

***Discussion:*** Ms. O'Connor stated this resolution extends the Agreement for economic development services with The Alliance for fiscal year ending 6/30/20 and 6/30/21 for \$270,000. This resolution is recommended for approval.

Mr. Williams moved to approve this resolution, and upon second by Mr. Humphreys, the vote was as follows:

Upon a vote of the Trustees, the motion carried unanimously to wit: Mr. Bennett, yes; Mr. Williams, yes; Mr. Mashburn, yes and Mr. Humphreys, yes.

2292 *Consider and take action with respect to a Resolution authorizing the Oklahoma Industries Authority to issues its Lease Revenue Refunding Bonds, Taxable Series 2020 (Oklahoma County Facilities Project) (the “Bonds”) in the aggregate principal amount of not to exceed \$9,250,000; waiving competitive bidding and authorizing the Bonds to be sold on a negotiated basis pursuant to a Bond Purchase Agreement; Authorizing a Certificate of Determination setting forth the interest rates, redemption provisions, size and maturities of the Bonds; approving and authorizing execution of a Series 2020 Supplemental Bond Indenture; approving and authorizing execution of a Second Amendment to Lease Purchase Agreement; providing that the organizational document creating the Authority is subject to the provisions of said Bond Indenture; approving and authorizing the execution of an Escrow Deposit Agreement; approving the Preliminary Official Statement pertaining to the Bonds and authorizing distribution of the same; approving forms of a Continuing Disclosure Agreement and an Official Statement, as deemed necessary by staff; and authorizing security, tax and other documents pertaining to the Bonds; designating an authority officer; and containing other provisions relating thereto*

**Discussion:** Jered Davidson stated OIA has financed and refinanced the parking facilities that the County constructed in 2003 and 2012. We have been monitoring this transaction since interest rates have continued to decline and there is some benefit to the County if they go ahead and restructure to save themselves some money.

Butch Freeman stated the original bond issue was done in 2003, a thirty year bond issue and this is the second time we have had the opportunity to refinance the bonds. Hopefully by end of March the County could save themselves \$427,000 over the remainder of the bond life which would not extend the life of the bonds. The bonds will expire and the last payment will be made in June of 2033. This is a revenue bond not a GO bond and the revenue stayed with our PBA, Oklahoma County Public Building Authority. This will be a direct cash savings to our Public Building Authority. The revenue was primarily used to fund the new parking garage, improvements to County Jail, Court House and County Building etc.

Craig Cunningham, Financial Advisor, commented they have been monitoring this situation closely. Once we saw a savings of 3% net present value we brought transaction to Butch Freeman for his consideration and then made a presentation to the Board of County Commissioners for their consideration. This resolution is recommended for approval.

Mr. Williams moved to approve this resolution, and upon second by Mr. Humphreys, the vote was as follows:

Upon a vote of the Trustees, the motion carried unanimously to wit: Mr. Bennett, yes; Mr. Williams, yes; Mr. Mashburn, yes and Mr. Humphreys, yes.

2293 *Consider and take action with respect to a Resolution authorizing Oklahoma Industries Authority (“Authority”) to: (i) terminate the Sublease Agreement dated November 18, 2005 (“Lease”) by and between Next Generation Oklahoma Aeronautics, LLC (successor to MROTC Development Partners, LLC) as Sublandlord and The Boeing Company (“Boeing”) as Subtenant regarding the Maintenance, Repair and Overhaul Technology Center and associated land with a physical address of 5708 S. Douglas Blvd, Oklahoma City, Oklahoma (“MROTC Property”); (ii) pay in full the outstanding Authority indebtedness under the April 1, 2006 Loan Agreement and associated Note (“Indebtedness”) which is secured by the credit of Boeing through the Lease; (iii) authorizing and approving the Authority’s incurrence of indebtedness by its issuance of a promissory note or other evidence of indebtedness (“Note”) to BancFirst, Oklahoma City, Oklahoma, in an amount not to exceed \$11,000,000, waiving competitive bidding, and authorizing the Note to be sold on a negotiated basis, all for the purpose of paying the Indebtedness in full, including a prepayment penalty, and for related costs; (iv) authorizing and approving a lease by the Authority of the MROTC Property to the 72nd Air Base Wing, Tinker Air Force Base, the United States Air Force, or any department or agency of the Department of Defense of the United States of America (collectively “Tinker AFB”); (v) giving instructions to Next Generation Oklahoma Aeronautics, LLC and its Manager in furtherance of the foregoing; (vi) authorizing and approving the execution of agreements, certifications and other documents for and on behalf of the Authority in furtherance of the foregoing; and (vii) authorizing the Chair, a Vice-chair, and General Manager, or any one of them, to effectuate the foregoing for and on behalf of the Authority, all for the purpose of making the MROTC Property available for use by Tinker AFB to preserve and/or create jobs, and thereby foster economic development.*

**Discussion:** John Michael Williams explained the MROTC Project was done by OIA. It exits and was secured by Boeing’s credit to occupy, it turned out Boeing did not occupy the facility, so Boeing entered into a sub-sub lease with the US Airforce. The US Airforce would like to continue to use the facility, however, it is not possible to extend the lease as long as Boeing is in the transaction. Mr. Williams has a team that has been in negotiations with Boeing. Mr. Williams stated in order to do this we must terminate the Boeing lease. Boeing’s credit secures the outstanding bonds. OIA will need to pay off the bonds and to do so OIA will need to borrow the money. Bancfirst has agreed to make this loan to OIA.

Mr. Williams explained this resolution authorizes the termination of the current lease with Boeing. Secondly, it authorizes the borrowing from Bancfirst. Third, it authorizes OIA to enter into a new lease with the US of America. A transaction was done to eliminate Trammell Crow. A new entity called Next Generation Oklahoma Aeronautics, LLC was created and the sole member is OIA. The resolution further authorizes Next Generation to take action necessary to facilitate this transaction and the manager of Next Generation is the General Manager of OIA which would be Cathy O’Connor. This lease

expires in June, 2020, so there is a lot to do concerning this transaction. This resolution is recommended for approval.

Mr. Humphreys moved to approve this resolution, and upon second by Mr. Williams, the vote was as follows:

Upon a vote of the Trustees, the motion carried unanimously to wit: Mr. Bennett, yes; Mr. Williams, yes; Mr. Mashburn, yes and Mr. Humphreys, yes.

*Resolution Approved*

2294 *Consider and take action with respect to a Resolution regarding Progress OKC Loan*

**Discussion:** Ms. O'Connor stated OIA made a loan to Progress OKC to assist in the renovation and equipping of the historic auditorium of the Page Woodson School. We had hoped that the auditorium would generate revenues and we could do some fund raising to try to make payments on the loan, but that has not materialized. They do rent the space out and some office space, but it barely covers their costs. OIA authorized up to \$450,000, the advanced loan balance is \$192,576 after payments totaling \$13,220. This resolution request that OIA for accounting purposes "write off" the remaining balance that is owed under the promissory note that matured in February, 2019. This resolution is recommended for approval.

Mr. Williams moved to approve this resolution, and upon second by Mr. Mashburn, the vote was as follows:

Upon a vote of the Trustees, the motion carried unanimously to wit: Mr. Bennett, yes; Mr. Williams, yes; Mr. Mashburn, yes and Mr. Humphreys, yes.

*Resolution Approved*

2295 *Consider and take action with respect to a Resolution regarding the acquisition and sale of property at the NE corner of NE 36<sup>th</sup> St. and Lincoln Blvd., Oklahoma City*

**Discussion:** Ms. O'Connor state this item authorizes the actions that the General Manager took regarding the acquisition and sale of property at NE 36<sup>th</sup> & Lincoln. This was to help the City of Oklahoma City acquire a site for the Senior Wellness Center, a new Grocery Store and for other uses. OIA has been in discussion with CLO for years about doing an exchange to acquire this site. In order to make that transaction happen as smoothly as possible and go through all the City processes, OIA stepped in to be the conduit to do the exchange and then the City of Oklahoma City paid OIA back.

Ms. O'Connor explained the exchange took place, OIA purchased an interest in a warehouse and then it was immediately exchanged for the land at NE 36<sup>th</sup> & Lincoln. The City of Oklahoma City has paid OIA back so we are not out any money. The exchange agreement did also include a parcel near Tinker that OIA is still working

through with CLO. This tract is about a 40 acre parcel near Tinker on Douglas just north of the MROTC. This resolution is recommended for approval.

Mr. Humphreys moved to approve this resolution, and upon second by Mr. Williams, the vote was as follows:

Upon a vote of the Trustees, the motion carried unanimously to wit: Mr. Bennett, yes; Mr. Williams, yes; Mr. Mashburn, yes and Mr. Humphreys, yes.

*Resolution Approved*

2296 *Consider and take action with respect to a Resolution regarding the acquisition of property in the vicinity Tinker AFB.*

**Discussion:** Mr. Williams stated this resolution authorizes the officers of OIA to acquire property in the vicinity of Tinker AFB. OIA has a long history of assisting Tinker AFB in providing real property and facilities for Tinker AFB. This has helped in job creation and the promotion of economic development initiatives. New economic developments could arise in the future that would require acquisition of real property and facilities for used by Tinker AFB and other employers. This resolution is recommended for approval.

Mr. Humphreys moved to approve this resolution, and upon second by Mr. Williams, the vote was as follows:

Upon a vote of the Trustees, the motion carried unanimously to wit: Mr. Bennett, yes; Mr. Williams, yes; Mr. Mashburn, yes and Mr. Humphreys, yes.

*Resolution Approved*

2297 *Consider and take action with respect to a Resolution regarding the lease and/or sale of property owned by the Authority in the vicinity of 4600 SE 59<sup>th</sup> Street (formerly Unit Parts Facility), Oklahoma City*

**Discussion:** Ms. O'Connor stated this resolution is related to the Unit Parts property. The lease is about to expire and OIA will need authorization to negotiate and enter into leases and/or sales of the property. It also authorizes OIA to enter into a brokerage agreements for the marketing of the building. This resolution is recommended for approval.

Mr. Williams moved to approve this resolution, and upon second by Mr. Mashburn, the vote was as follows:



Upon a vote of the Trustees, the motion carried unanimously to wit: Mr. Bennett, yes; Mr. Williams, yes; Mr. Mashburn, yes and Mr. Humphreys, yes.

*Resolution Approved*

- 2298 *Consider and take action with respect to a Resolution regarding possible approval of improvements to real property owned by the Authority now leased to the Boeing Company in the vicinity of SE 59<sup>th</sup> Street and Air Depot, Oklahoma City*

**Discussion:** Mr. Williams explained OIA entered into a Lease Agreement with the Boeing Company for the OIA's property in the vicinity of 59<sup>th</sup> & Air Depot and constructed a major facility that produced 900 jobs and an average salary of \$90,000 plus. Boeing has communicated that they desire to make further improvements and modify existing improvements on the property. They want to install a wall and have requested as to the approval process for Boeing improvements. This resolution is recommended for approval.

Mr. Humphreys moved to approve this resolution, and upon second by Mr. Mashburn, the vote was as follows:

Upon a vote of the Trustees, the motion carried unanimously to wit: Mr. Bennett, yes; Mr. Williams, yes; Mr. Mashburn, yes and Mr. Humphreys, yes.

*Resolution Approved*

- 2299 *Consider and take action with respect to a Resolution regarding sale of Authority property at 711 Stanton L. Young, Oklahoma City*

**Discussion:** Mr. Williams stated this resolution authorized OIA to sell their interest in the property for \$500,000 to HCA Health Services of Oklahoma, and they no longer are the entity that occupies the building. Instead it is OU Medical that occupies the building, so their lawyer wanted a resolution that said that OU Medical is the party to contract with. This resolution is recommended for approval.

Mr. Humphreys moved to approve this resolution, and upon second by Mr. Williams, the vote was as follows:

Upon a vote of the Trustees, the motion carried unanimously to wit: Mr. Bennett, yes; Mr. Williams, yes; Mr. Mashburn, yes and Mr. Humphreys, yes.

*Resolution Approved*

- 2300 *Consider and take action with respect to a Resolution regarding the election of Authority officers and their duties and authority*

**Discussion:** Mr. Williams stated this resolution appoints the same officers and further to facilitate Authority operations between meetings of the Trustees, the Chair, the Vice-Chairs in the absence of the Chair, the General Manager, or any one of them, are authorized to take actions for and on behalf of the Authority as necessary to conduct the operations and management of the Authority, to include matters related to the pursuit of economic development prospects, and to authorize necessary funding for same; the General Counsel is authorized to conduct the legal affairs of the Authority; and, the Secretary and Assistant Secretaries are authorized to act on behalf of the Authority consistent with their offices; all to be in accordance with best practices and laws applicable to Oklahoma public trusts. The authority granted by this resolution only applies to the above name individual persons. This resolution is recommended for approval.

Clayton I. Bennett – Chair  
Kirk Humphreys – Vice-Chair  
J.W. Mashburn – Vice-Chair  
Ronald J. Norick – Vice-Chair  
Roy H. Williams – Vice-Chair and Secretary  
Catherine R. O’Connor – General Manager and Assistant Secretary  
Gary M. Bush – Assistant Secretary  
John Michael Williams – General Counsel and Assistant Secretary

**Mr. Humphreys** moved to approve this resolution, and upon second by **Mr. Williams**, the vote was as follows:

Upon a vote of the Trustees, the motion carried unanimously to wit: Mr. Bennett, yes; Mr. Williams, yes; Mr. Mashburn, yes and Mr. Humphreys, yes.

***Resolution Approved***


2301 ***Receive and discuss report of General Manager, with related actions as desired by the Trustees***

**Discussion:** Ms. O’Connor stated we are working on a couple of projects that are located in the vicinity of Tinker AFB. One project involves working with CLO to acquire 600 acres at I-240 & Eastern. We are in the need for property for large scale manufacturing and job creation sites. The site has the potential to be served by rail and it has a sub-station on it. The property has been appraised, but have not been able to move forward with CLO.

Also, we are in discussions with Pratt & Whitney about helping them with the expansion of their employment base here in Oklahoma City. There may be some land transactions done to help them grow their presence here in Oklahoma City.

2302 There being no further business to come before the Board, the meeting was adjourned at 4:08 p.m.

Respectfully submitted:



Catherine O'Connor  
General Manager

Recorded by:



Pam Lunnon  
Executive Assistant

**MINUTES OF SPECIAL TELECONFERENCE MEETING  
OF THE  
OKLAHOMA INDUSTRIES AUTHORITY  
FRIDAY, APRIL 3, 2020 - 11:15 A.M.  
VIA TELCONFERENCE**

PRESENT: Ronald Norick (via teleconference)  
Roy Williams (via teleconference)  
Kirk Humphreys (via teleconference)  
J.W. Mashburn (via teleconference)

ABSENT: Clayton Bennett, Chairman

ALSO: John Williams; Williams, Box, Forshee & Bullard; Cathy O'Connor, The Alliance for Economic Development of OKC; Jered Davidson, The Public Finance Law Group, PLLC

PRESIDING: Vice-Chairman, Ronald Norick

The Trustees of Oklahoma Industries Authority met via teleconference, Oklahoma pursuant to public notice thereof in writing, delivered to the County Clerk of Oklahoma Country. The notice/agenda was posted at the Authority's Principal Office at 105 N. Hudson, Suite 101 on Wednesday, April 1, 2020.

2303 *The Vice-Chairman determined there was a quorum and called the meeting to order at 11:15 a.m.*

2304 *Consider and take action with respect to a Resolution authorizing the Oklahoma Industries Authority to issues its Lease Revenue Refunding Note, Taxable Series 2020 (Oklahoma County Facilities Project) (the "Note") in the aggregate principal amount of not to exceed \$9,250,000; waiving competitive bidding and authorizing the Note to be sold on a negotiated basis and approving and authorizing the execution of a rate lock agreement and/or commitment letter; Authorizing a Certificate of Determination setting forth the interest rates, redemption provisions, size and maturity of the Note; approving and authorizing execution of a Series 2020 Supplemental Bond Indenture as it amends a Bond Indenture, or in the alternative authorizing execution of a new bond or note indenture authorizing the issuance and securing the payment of the Note (collectively, the "Indenture"); approving and authorizing execution of a Second Amendment to Lease Purchase Agreement; providing that the organizational document creating the Authority is subject to the provisions of said Indenture; approving and authorizing the execution of an Escrow Deposit Agreement; and authorizing security, and other documents pertaining to the Note; designating an authority officer; and containing other provisions relating thereto.*

**Discussion:** Mr. Davidson stated due to the COVID-19 pandemic the municipal bond market has essentially shut down. We reached out to several financial institutions,

including JPMorgan Chase who subsequently provided a proposal for the County. Due to the federal banking regulations, they asked us to come back and reapprove the transaction as a loan or note, in lieu of a public offering. We anticipate the rate to be around 2.0% and expect to close in late April. With this in mind we expected savings to be generated for the county in the amount of approximately \$400,000 dollars.

Mr. Williams moved to approve this resolution, and upon second by Mr. Mashburn, the vote was as follows:

Upon a vote of the Trustees, the motion carried unanimously to wit: Mr. Bennett, yes; Mr. Williams, yes; Mr. Mashburn, yes and Mr. Humphreys, yes.

*Resolution Approved*

- 2305 *Receive and discuss report of General Manager, with related actions as desired by the Trustees*
- 2306 There being no further business to come before the Board, the meeting was adjourned at 11:30 a.m.

Respectfully submitted:



Catherine O'Connor  
General Manager

Recorded by:



Pam Lunnon  
Executive Assistant

RESOLUTION NUMBER 2309

AUTHORIZING CONTRACTS WITH THE BOARD OF COUNTY COMMISSIONERS OF OKLAHOMA COUNTY TO ADMINISTER THE EXPENDITURE OF CORONAVIRUS AID, RELIEF, AND ECONOMIC SECURITY ACT (U.S. CARES ACT) FUNDS RECEIVED BY OKLAHOMA COUNTY FROM THE UNITED STATES OF AMERICA, AND AUTHORIZING ACTIONS RELATED THERETO AND IN FURTHERANCE THEREOF

WHEREAS, pursuant to a Trust Indenture, as amended, for the use and benefit of Oklahoma County, Oklahoma (herein called "County"), under the authority and pursuant to the provisions of Title 60, Oklahoma Statutes 2011, Sections 176 et seq., as amended (the "Act"), the Oklahoma Industries Authority ("Authority") has been duly established as a public trust and an agency of the State of Oklahoma (the "State") for public purposes as therein provided; and

WHEREAS, the Authority is authorized under said Trust Indenture and the Act to provide funds to encourage economic development activities in Oklahoma County and promote the economic welfare of the County and inhabitants thereof; and

WHEREAS, new economic development opportunities are contemplated to be generated by the authorizations provided herein below.

NOW, THEREFORE, BE IT RESOLVED BY THE AUTHORITY that the Chair, a Vice-chair and the General Manager, or any one of them, are authorized to enter into a contract(s) with the Board of County Commissioners of Oklahoma County to administer the expenditure of Coronavirus Aid, Relief, and Economic Security Act ("U.S. CARES Act") funds received by Oklahoma County from the United States of America for all purposes authorized by the U.S CARES Act, including but not limited to a Small Business Grant Program, and in furtherance thereof to enter into related agreements, to engage banks, consultants, and other service providers, to expend Authority funds, and to take other actions related thereto, all for and on behalf of the Authority.

ADOPTED on November 13, 2020.

OKLAHOMA INDUSTRIES AUTHORITY

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Chair

ATTEST:

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Secretary

RESOLUTION NUMBER 2310

AUTHORIZING THE AUTHORITY TO ENTER INTO A CONTRACT(S) WITH THE BOARD OF COUNTY COMMISSIONERS OF OKLAHOMA COUNTY TO ADMINISTER A PROPERTY ASSESSED CLEAN ENERGY PROGRAM (C-PACE) FOR OKLAHOMA COUNTY, AND AUTHORIZING ACTIONS RELATED THERETO AND IN FURTHERANCE THEREOF

WHEREAS, pursuant to a Trust Indenture, as amended, for the use and benefit of Oklahoma County, Oklahoma (herein called "County"), under the authority and pursuant to the provisions of Title 60, Oklahoma Statutes 2011, Sections 176 et seq., as amended (the "Act"), the Oklahoma Industries Authority ("Authority") has been duly established as a public trust and an agency of the State of Oklahoma (the "State") for public purposes as therein provided;

WHEREAS, the Authority is authorized under said Trust Indenture and the Act to provide funds to encourage economic development activities in Oklahoma County and promote the economic welfare of the County and inhabitants thereof;

WHEREAS, Property Assessed Clean Energy, called C-PACE or PACE ("PACE"), is a voluntary financing mechanism that enables private landowners to receive low-cost, long-term funding for energy efficiency, renewable energy sources, water conservation and building resiliency projects at no cost to local governments through third-party private financing ("PACE Financing");

WHEREAS, The Oklahoma Energy Independence Act, 19 O.S. Sections 460.1 to 460.7 (and specifically 19 O.S. Section 460.5) (the "Act"), as amended, allows the governing body of a county to establish a commercial PACE program to facilitate private financing between PACE capital providers and commercial property owners located within the county;

WHEREAS, PACE financing is designed to be repaid by an assessment on the borrower's real property in a manner that is similar to special purpose district property assessments and is treated much like ad valorem real property taxes;

WHEREAS, sponsors of certain projects within Oklahoma County are considering PACE projects which have or are contemplated to request that the Oklahoma County Board of County Commissioners create an Oklahoma County PACE program to enable such projects to access PACE Financing;

WHEREAS, such projects include, without limitation, (a) local craft brewer COOP Ale Works' proposed redevelopment of the historic 23<sup>rd</sup> Street Armory Building near the State Capital in Oklahoma City into a craft beer destination with a brewery, restaurant, and boutique hotel within the Armory building and a full-service pool club and beer garden within or near the former Veterans Administration Building (collectively, the "Armory Project"); (b) a project at the Oklahoma National Stockyards (collectively, the "Oklahoma National Stockyards Project"); and a project in Edmond, Oklahoma (collectively the "Edmond Project");

WHEREAS, PACE financing provides a public benefit by, among other things, improving property values, creating jobs, facilitating building resiliency, reducing energy and water expenses, and conserving natural resources;

WHEREAS, the staff of the Oklahoma County Board of County Commissioners is considering establishment of a PACE program to make PACE Financing available in Oklahoma County, which must be approved by the Oklahoma County Board of County Commissioners;

WHEREAS, the Act authorizes county government officials to provide or arrange for a sponsor and administrator for a PACE program where private lenders and the record owners of commercial property located within the county may enter into written contracts to impose assessments on the property to repay the financing by the landowners of appliances or improvements that are permanently affixed to the property and related to energy efficiency, energy sources, water conservation or building resiliency;

WHEREAS, the Oklahoma County Board of County Commissioners may determine that that the Authority is well-suited to administer the Oklahoma County PACE Financing program; and

WHEREAS, new economic development opportunities are contemplated to be generated by the authorizations provided herein below.

NOW, THEREFORE, BE IT RESOLVED BY THE AUTHORITY that the Chair, a Vice-chair and the General Manager, or any one of them, are authorized to enter into contracts with the Board of County Commissioners of Oklahoma County to administer an Oklahoma County PACE Financing Program upon creation of a PACE Program by the Board of County Commissioners of Oklahoma County, and in furtherance thereof, to enter into related agreements, to engage consultants and other service providers, to expend Authority funds, and to take other actions related thereto, all for and on behalf of the Authority.

ADOPTED on November 13, 2020.

OKLAHOMA INDUSTRIES AUTHORITY

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Chair

ATTEST:

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Secretary



RESOLUTION NUMBER 2311

REGARDING THE ACQUISITION, SALE AND EXCHANGE OF REAL PROPERTY INTERESTS AND ACTIONS RELATED TO THE OWNERSHIP AND USE OF SAME IN THE VICINITY OF INTERSTATE 240 AND EASTERN AVENUE

WHEREAS, pursuant to a Trust Indenture, as amended, for the use and benefit of Oklahoma County, Oklahoma (herein called "County"), under the authority and pursuant to the provisions of Title 60, Oklahoma Statutes 2011, Sections 176 et seq., as amended (the "Act"), the Oklahoma Industries Authority ("Authority") has been duly established as a public trust and an agency of the State of Oklahoma (the "State") for public purposes as therein provided; and

WHEREAS, the Authority is authorized under said Trust Indenture and the Act to provide funds to encourage economic development activities in Oklahoma County and promote the economic welfare of the County and inhabitants thereof; and

WHEREAS, new economic development opportunities are contemplated to be generated by the authorizations provided herein below.

NOW, THEREFORE, BE IT RESOLVED BY THE AUTHORITY that the Chair, a Vice-chair and the General Manager, or any one of them, are authorized to take action regarding the acquisition, sale and exchange of real property interests and actions related to the ownership and use of same in the vicinity of Interstate 240 and Eastern Avenue in Oklahoma City, Oklahoma, and in connection therewith, to enter into related agreements, to pursue and make application for governmental approvals, to engage consultants, to expend Authority funds, and to take other actions in furtherance thereof, all for and on behalf of the Authority.

ADOPTED on November 13, 2020.

OKLAHOMA INDUSTRIES AUTHORITY

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Chair

ATTEST:

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Secretary

RESOLUTION NUMBER 2312

REGARDING THE ACQUISITION, SALE AND EXCHANGE OF REAL  
PROPERTY INTERESTS AND ACTIONS RELATED TO THE OWNERSHIP  
AND USE OF SAME IN THE VICINITY OF TINKER AFB

WHEREAS, pursuant to a Trust Indenture, as amended, for the use and benefit of Oklahoma County, Oklahoma (herein called "County"), under the authority and pursuant to the provisions of Title 60, Oklahoma Statutes 2011, Sections 176 et seq., as amended (the "Act"), the Oklahoma Industries Authority ("Authority") has been duly established as a public trust and an agency of the State of Oklahoma (the "State") for public purposes as therein provided; and

WHEREAS, the Authority is authorized under said Trust Indenture and the Act to provide funds to encourage economic development activities in Oklahoma County and promote the economic welfare of the County and inhabitants thereof; and

WHEREAS, Tinker AFB is a major Oklahoma County employer, and the Authority has a long history of assisting Tinker AFB in providing real property and facilities for Tinker AFB in furtherance of its job creation and the promotion of economic development initiatives, and in connection therewith, new economic development opportunities are contemplated to be generated by the authorizations provided herein below.

NOW, THEREFORE, BE IT RESOLVED BY THE AUTHORITY that the Chair, a Vice-chair and the General Manager, or any one of them, are authorized to acquire, sell and exchange real property interests and to take actions related to the ownership and use of same in the vicinity of Tinker AFB, and in connection therewith, to enter into related agreements, to pursue and make application for governmental approvals, to engage consultants, to expend Authority funds, and to take other actions in furtherance thereof, all for and on behalf of the Authority.

ADOPTED on November 13, 2020.

OKLAHOMA INDUSTRIES AUTHORITY

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Chair

ATTEST:

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Secretary

RESOLUTION 2313

REGARDING THE ELECTION OF AUTHORITY OFFICERS  
AND THEIR DUTIES AND AUTHORITY

WHEREAS, the Trustees of the Oklahoma Industries Authority desire to elect and appoint officers of the Oklahoma Industries Authority (“Authority”) and to authorize its officers to act for and on behalf of the Authority.

NOW, THEREFORE, BE IT RESOLVED by the Trustees of the Oklahoma Industries Authority that:

1. The following are hereby appointed and elected as officers of the Authority, to serve until their successors are duly elected and appointed:

Clayton I. Bennett – Chair  
Kirk Humphreys – Vice-Chair  
J.W. Mashburn – Vice-Chair  
Ronald J. Norick – Vice-Chair  
Roy H. Williams – Vice-Chair and Secretary  
Catherine R. O’Connor – General Manager and Assistant Secretary  
Gary M. Bush – Assistant Secretary  
John Michael Williams – General Counsel and Assistant Secretary

2. To facilitate Authority operations between meeting of the Trustees, the Chair, the Vice-Chairs in the absence of the Chair, the General Manager, or any one of them, are authorized to take actions for and on behalf of the Authority as necessary to conduct the operations and management of the Authority, to include matters related to the pursuit of economic development prospects, and to authorize necessary funding for same; the General Counsel is authorized to conduct the legal affairs of the Authority; and, the Secretary and Assistant Secretaries are authorized to act on behalf of the Authority consistent with their offices; all to be in accordance with best practices and laws applicable to Oklahoma public trusts. The Authority granted by this Resolution only applies to the above name individual persons.

ADOPTED November 13, 2020.

OKLAHOMA INDUSTRIES AUTHORITY

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Chair

ATTEST:

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Secretary