

**OKLAHOMA CAPITOL IMPROVEMENT AUTHORITY
SPECIAL MEETING MINUTES
WEDNESDAY, JANUARY 26, 2022; 1:30 PM
GOVERNOR'S LARGE CONFERENCE ROOM, OKLAHOMA STATE CAPITOL**

A meeting notice was filed with the Secretary of State and agenda posted in accordance with the Open Meeting Act.

MEMBERS PRESENT: J. Kevin Stitt, Governor
Matt Pinnell, Lt. Governor
Randy McDaniel, State Treasurer
Charles Prater, Secretary-Member, Oklahoma Tax Commission
Jerry Winchester, Director, Department of Tourism and Recreation
Tim Gatz, Director, Oklahoma Department of Transportation
Justin Brown, Director, Department of Human Services

MEMBERS ABSENT: Steve Harpe, Director, OMES, State COO

GUESTS: Andrew Messer, OCIA Director, Office of the State Treasurer
Alexandra Edwards, Senior Bond Analyst, OCIA
Jamie Manoles, OCIA Assistant Director
Thomas Schneider, Office of Attorney General
Doug Hayworth, Oklahoma Military Department
Sarah Lane, Oklahoma Department of Veteran Affairs
Janet Stewart, Oklahoma Conservation Commission

1. Call to order, certification of Open Meeting Act compliance, and establishment a quorum by roll call. [Chair, Governor Stitt]

Governor Stitt called the special meeting to order at 1:40 p.m. The Governor was advised that notice of the meeting had been given and an agenda was posted in accordance with the Open Meeting Act.

2. Discussion and possible action to approve the minutes of the September 8, 2021 Special Meeting. [Chair]

Treasurer Randy McDaniel moved to approve the minutes of the meeting held September 8, 2021. Commissioner Charles Prater seconded the motion. The motion passed and the following votes recorded:

Governor Stitt, aye; Lt. Governor Pinnell, aye; Treasurer McDaniel, aye; Commissioner Prater, aye; Secretary Gatz, abstain; Director Winchester, aye; Director Brown, aye.

3. **Discussion and possible action on a Resolution approving and authorizing the issuance of not to exceed Forty-Five Million Dollars (\$45,000,000) Oklahoma Capitol Improvement Authority State Facilities Revenue Bonds, Federally Taxable Series 2022B, or as further designated; for the purpose of providing funding for repairs, planning, staging, refurbishments, and for funding of constructions for a new Oklahoma National Guard Museum; approving the sale of the Bonds at negotiated sale; providing for a certificate of determination; specifying the terms and conditions of the Bonds; specifying the utilization of the lease agreement for use and occupancy and other agreements in connection with the financing; approving and authorizing the lease agreement for use and occupancy and providing other terms and conditions in connection with the Bonds; approving and authorizing all documents relating to the Bonds, including, but not limited to, the (a) Preliminary Official Statement, (b) Official Statement, (c) Continuing Disclosure Agreement, (d) Bond Purchase Agreement, (e) Lease Agreement for Use and Occupancy, (f) Transfer Agent/Registrar/Paying Agent and Custodian Agreement, and (g) all ancillary documents; authorizing OCIA officers to execute all documents in connection therewith; authorizing payment of costs of issuance of the Bonds; and authorizing OCIA officers, staff, and service providers to take necessary actions to structure, issue and deliver the Bonds. [Andrew Messer]**

Director Justin Brown moved to approve the Resolution approving and authorizing the issuance of the Oklahoma Capitol Improvement Authority State Facilities Revenue Bonds Series 2022B, as described in Agenda Item 3. Treasurer Randy McDaniel seconded the motion. The motion passed and the following votes recorded:

Governor Stitt, aye; Lt. Governor Pinnell, aye; Treasurer McDaniel, aye; Commissioner Prater, aye; Secretary Gatz, aye; Director Winchester, aye; Director Brown, aye.

4. **Discussion and possible action on a Resolution approving and authorizing the issuance the issuance of Bonds in one or more series in the aggregate principal amount sufficient to generate net project funds of Thirty-Five Million Dollars (\$35,000,000) Oklahoma Capitol Improvement Authority State Facilities Revenue Bonds, Federally Taxable Series 2022C, or as further designated; for the purpose of providing funding construction for a long-term care facility for the Oklahoma Department of Veterans Affairs; approving the sale of the Bonds at negotiated sale; providing for a certificate of determination; specifying the terms and conditions of the Bonds; specifying the utilization of the lease agreement for use and occupancy and other agreements in connection with the financing; approving and authorizing the lease agreement for use and occupancy and providing other terms and conditions in connection with the Bonds; approving and authorizing all documents relating to the Bonds, including, but not limited to, the (a) Preliminary Official Statement, (b) Official Statement, (c) Continuing Disclosure Agreement, (d) Bond Purchase Agreement, (e) Lease Agreement for Use and Occupancy, (f) Transfer Agent/Registrar/Paying Agent and Custodian Agreement, and (g) all ancillary documents; authorizing OCIA officers to execute all documents in connection therewith; authorizing payment of costs of issuance of the Bonds; and authorizing OCIA officers, staff, and service providers to take necessary actions to structure, issue and deliver the Bonds. [Andrew Messer]**

Secretary Tim Gatz moved to approve the Resolution authorizing the issuance of the Oklahoma Capitol Improvement Authority State Facilities Revenue Bonds Series 2022C, as described in Agenda Item 4. Commissioner Charles Prater seconded the motion. The motion passed and the following votes recorded:

Governor Stitt, aye; Lt. Governor Pinnell, aye; Treasurer McDaniel, aye; Commissioner Prater, aye; Secretary Gatz, aye; Director Winchester, aye; Director Brown, aye.

- 5. Discussion and possible action on a Resolution approving and authorizing the issuance of Bonds in one or more series in the aggregate principal amount sufficient to generate net project funds of Seventeen Million Five Hundred Thousand Dollars (\$17,500,000) Oklahoma Capitol Improvement Authority State Facilities Revenue Bonds, Tax-Exempt Series 2022A or as further designated; for the purposes of construction, repair and rehabilitation of high-hazard dams through and with the assistance of local conservation districts of the Oklahoma Conservation Commission; approving the sale of the Bonds at negotiated sale; providing for a certificate of determination; specifying the terms and conditions of the Bonds; specifying the utilization of the lease agreement for use and occupancy and other agreements in connection with the financing; approving and authorizing the lease agreement for use and occupancy and providing other terms and conditions in connection with the Bonds; approving and authorizing all documents relating to the Bonds, including, but not limited to, the (a) Preliminary Official Statement, (b) Official Statement, (c) Continuing Disclosure Agreement, (d) Bond Purchase Agreement, (e) Lease Agreement for Use and Occupancy, (f) Transfer Agent/Registrar/Paying Agent and Custodian Agreement, and (g) all ancillary documents; authorizing OCIA officers to execute all documents in connection therewith; authorizing payment of costs of issuance of the Bonds; and authorizing OCIA officers, staff, and service providers to take necessary actions to structure, issue and deliver the Bonds. [Andrew Messer]**

Treasurer Randy McDaniel moved to approve the Resolution authorizing the issuance of the Oklahoma Capitol Improvement Authority State Facilities Revenue Bonds 2022A, as described in Agenda Item 5. Lieutenant Governor Matt Pinnell seconded the motion. The motion passed and the following votes recorded:

Governor Stitt, aye; Lt. Governor Pinnell, aye; Treasurer McDaniel, aye; Commissioner Prater, aye; Secretary Gatz, aye; Director Winchester, aye; Director Brown, aye.

- 6. Discussion and possible action to authorize OCIA staff to prepare and distribute a request for proposals (RFP) for professional services of arbitrage consultant and to accept the best qualified bid for services. [Andrew Messer]**

Commissioner Charles Prater moved to authorize OCIA staff to prepare and distribute a request for proposals for services for professional services of arbitrage consultant and to accept the best qualified bid for services. Director Jerry Winchester seconded the motion. The motion passed and the following votes recorded:

Governor Stitt, aye; Lt. Governor Pinnell, aye; Treasurer McDaniel, aye; Commissioner Prater, aye; Secretary Gatz, aye; Director Winchester, aye; Director Brown, aye.

7. Adjournment

There being no further business, Director Brown made the motion to adjourn. Secretary Gatz seconded the motion. Seeing no opposition, the meeting adjourned at 1:54 pm.