

**OKLAHOMA CAPITOL IMPROVEMENT AUTHORITY
SPECIAL MEETING MINUTES
Wednesday, February 28, 2024, 10:00 A.M.
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
Todd Russ, State Treasurer
Shelley Zumwalt, Executive Director, Tourism and Recreation
John Suter, Executive Director, OMES
Charles Prater, Secretary-Member, Oklahoma Tax Commission
Dr. Deborah Shropshire, Executive Director, Human Services
Tim Gatz, Executive Director, Oklahoma Department of Transportation

MEMBERS ABSENT:

STAFF: Jamie Manoles, OCIA Director
Alexandra Edwards, Deputy Treasurer for Debt Management
Luis Estrada, Senior Bond Analyst
Maria Maule, Office of the Attorney General

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

Governor Stitt called this special meeting to order at 10:16 a.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. Review, discussion, and possible action to approve the minutes of the February 8, 2024, meeting. [Chair, Governor Stitt]

Commissioner Prater moved to approve the minutes of the meeting held February 8, 2024. Executive Director Zumwalt seconded the motion. The motion passed and the following votes recorded:

Governor Stitt, aye; Lt. Governor Pinnell, aye; Treasurer Russ, aye; Executive Director Zumwalt, aye; Executive Director Suter, aye; Commissioner Prater, aye; Executive Director Gatz, abstain; and Executive Director Dr. Shropshire, abstain.

3. **Review, discussion, and possible action on the recommendation from the RFP evaluation committee to select the following professional service providers related to the Authority's statutorily authorized issuance of refunding bonds of the State Facilities Revenue Bonds, Series 2014A & 2014C, in one or more series, for an aggregate amount sufficient to generate net proceeds of approximately One Hundred Sixty-Six Million Four Hundred Eight Thousand dollars (\$166,480,000) as authorized 73 O.S., § 156.1, as amended. [Jamie Manoles & Alexandra Edwards]**

a. Financial Advisory Services

Executive Director Dr. Shropshire moved to accept the recommendation of the RFP evaluation committee and select Hilltop Securities to serve as the financial advisor for the proposed refunding of the State Facilities Revenue Bonds, Series 2014A and 2014C. Executive Director Gatz seconded the motion. The motion passed and the following votes recorded:

Governor Stitt, aye; Lt. Governor Pinnell, aye; Treasurer Russ, aye; Executive Director Zumwalt, aye; Executive Director Suter, aye; Commissioner Prater, aye; Executive Director Gatz, aye; and Executive Director Dr. Shropshire, aye.

b. Bond Counsel

Executive Director Zumwalt moved to accept the recommendation of the RFP evaluation committee and select Floyd and Driver, PLLC to serve as bond counsel for the proposed refunding of the State Facilities Revenue Bonds, Series 2014A and 2014C. Commissioner Prater seconded the motion. The motion passed and the following votes recorded:

Governor Stitt, aye; Lt. Governor Pinnell, aye; Treasurer Russ, aye; Executive Director Zumwalt, aye; Executive Director Suter, aye; Commissioner Prater, aye; Executive Director Gatz, aye; and Executive Director Dr. Shropshire, aye.

c. Underwriters

Executive Director Gatz moved to accept the recommendation of the RFP evaluation committee and select RBC as lead underwriter with Stifel as co-manager for the proposed refunding of the State Facilities Revenue Bonds, Series 2014A and 2014C. Executive Director Dr. Shropshire seconded the motion. The motion passed and the following votes recorded:

Governor Stitt, aye; Lt. Governor Pinnell, aye; Treasurer Russ, aye; Executive Director Zumwalt, aye; Executive Director Suter, aye; Commissioner Prater, aye; Executive Director Gatz, aye; and Executive Director Dr. Shropshire, aye.

d. Paying Agent/Registrar

Executive Director Suter moved to accept the recommendation of the RFP evaluation committee and select BancFirst as Paying Agent for the proposed refunding of the State Facilities Revenue Bonds, Series 2014A and 2014C. Executive Director Zumwalt seconded the motion. The motion passed and the following votes recorded:

Governor Stitt, aye; Lt. Governor Pinnell, aye; Treasurer Russ, aye; Executive Director Zumwalt, aye; Executive Director Suter, aye; Commissioner Prater, aye; Executive Director Gatz, aye; and Executive Director Dr. Shropshire, aye.

e. Financial Printer

Treasurer Russ moved to accept the recommendation of the RFP evaluation committee and select Financial Printing Resources as the financial printer for the proposed refunding of the State Facilities Revenue Bonds, Series 2014A and 2014C. Lt. Governor Pinnell seconded the motion. The motion passed and the following votes recorded:

Governor Stitt, aye; Lt. Governor Pinnell, aye; Treasurer Russ, aye; Executive Director Zumwalt, aye; Executive Director Suter, aye; Commissioner Prater, aye; Executive Director Gatz, aye; and Executive Director Dr. Shropshire, aye.

4. Discussion and possible action to authorize staff to select best value for escrow securities bidding agent and escrow verification agent related to the Authority's statutorily authorized issuance of refunding bonds of the State Facilities Revenue Bonds, Series 2014A & 2014C. [Jamie Manoles]

Commissioner Prater moved to authorize OCIA staff to select escrow securities bidding agent and escrow verification agent services providers based on best value to the Authority. Executive Director Suter seconded the motion. The motion passed and the following votes recorded.

Governor Stitt, aye; Lt. Governor Pinnell, aye; Treasurer Russ, aye; Executive Director Zumwalt, aye; Executive Director Suter, aye; Commissioner Prater, aye; Executive Director Gatz, aye; and Executive Director Dr. Shropshire, aye.

5. Adjournment.

There being no further business, Executive Director Dr. Shropshire made the motion to adjourn. Executive Director Zumwalt seconded the motion. Seeing no opposition, the meeting adjourned at 10:29 a.m.

Governor Stitt, aye; Lt. Governor Pinnell, aye; Treasurer Russ, aye; Executive Director Zumwalt, aye; Executive Director Suter, aye; Commissioner Prater, aye; Executive Director Gatz, aye; and Executive Director Dr. Shropshire, aye.