

OKLAHOMA CAPITOL IMPROVEMENT AUTHORITY
Special Meeting Minutes
June 5, 2017
3:30 p.m.
Governor's Large Conference Room
State Capitol Building
Oklahoma City, Oklahoma

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

MEMBERS PRESENT: Mary Fallin, Governor
Todd Lamb, Lt. Governor
Ken Miller, State Treasurer
Preston Doerflinger, Director, OMES
Dick Dutton, Director, Tourism and Recreation
Thomas Kemp, Secretary-Member, Oklahoma Tax Commission

MEMBERS ABSENT: Ed Lake, Director, Department of Human Services
Mike Patterson, Director, Oklahoma Dept. of Transportation

GUESTS: Tim Tuck, Office of Management and Enterprise Services
Angela Pierce, OCIA Administrator
Kim Heaton, Attorney General's Office
Beverly Hicks, Office of Management and Enterprise Services
Jim Joseph, State Bond Advisor
Jordan Perdue, Bond Advisor's Office
David Floyd, Floyd Law Firm, P.C.
Stuart England, Floyd Law Firm, P.C.
Tim Allen, OST
Andrew Messer, OST
Blake Wade, AICCM
Ryan Barnett, NACEA / AICCM
Jacob Bachelor, Centennial Law Group
Terry Howard, Historical Society
Zack Robinson, BOK Financial Securities
Chris Gander, BOKFS
Brian Downs, OSDH
Keith Beall, Lieutenant Governor's Office
Shawn Ashley, ECapitol

1. Call to order and establish a quorum. [Chair]

Governor Fallin called the meeting to order at 3:30 p.m. A roll call was taken and a quorum was established. Governor Fallin was advised that notice of the meeting had been given, and an agenda posted in accordance with the Open Meeting Act.

2. Approval of the February 9, 2017 Minutes. [Chair and Board]

Lt. Governor Lamb moved to approve the February meeting minutes. Treasurer Miller seconded the motion. The motion passed and the following votes were recorded:

Governor Fallin – aye; Lt. Governor Lamb – aye; Treasurer Miller – aye; Commissioner Kemp – aye; Director Dutton – aye.

3. Discussion and possible action to authorize OCIA staff, with the assistance of the Oklahoma State Bond Advisor, to prepare and distribute request for proposals (“RFPs”) for services of bond counsel, underwriter(s), trustee/paying agent, printer and to appoint and authorize a committee for the purpose of making a recommendation to the Authority for selection of bond counsel, underwriter(s), trustee/paying agent, and printer for the proposed bond issuance, for an aggregate amount sufficient to generate net proceeds of Fifty-Eight Million, Five Hundred and Fifty-Five Thousand dollars (\$58,555,000) authorized by House Bill 2389 to construct the new State Health Laboratory for the Oklahoma State Department of Health, approved by the 2017 Legislature and enacted by the Governor. [Angela Pierce & Jim Joseph]

Ms. Pierce reported that the Oklahoma State Department of Health is in need of a new health laboratory. This is the first step in the financing process and will allow staff to issue requests for proposals and develop a finance team. The Department of Health wishes to move forward and begin construction in Fiscal Year 2018.

Ms. Pierce made known that Mr. Brian Downs, Director of State and Federal Policy was present to answer questions, if needed.

Assigned subcommittee: Lt. Governor Lamb, Treasurer Miller and Director Dutton.

Treasurer Miller moved to approve the request as presented. Director Dutton seconded the motion. The motion passed and the following votes were recorded:

Governor Fallin – aye; Lt. Governor Lamb – aye; Treasurer Miller – aye; Secretary Doerflinger – aye; Commissioner Kemp – aye; Director Dutton – aye.

Secretary Doerflinger entered the meeting at 3:36 p.m.

- 4. Discussion and possible action to authorize OCIA staff, with the assistance of the Oklahoma State Bond Advisor, to prepare and distribute requests for proposals (“RFPs”) for services of bond counsel, underwriter(s), trustee/paying agent, printer and to appoint and authorizing a committee for the purpose of making a recommendation to the Authority for selection of bond counsel, underwriter(s), trustee/paying agent, and printer for the proposed bond issuance, to be issued in one or more series, for an aggregate amount sufficient to generate net proceeds of Twenty-Five Million dollars (\$25,000,000) as authorized by Senate Bill 872 to construct the American Indian Cultural Center and Museum, approved by the 2017 Legislature and enacted by the Governor. [Angela Pierce & Jim Joseph]**

Mr. Blake Wade, Chief Executive Officer of the Native American Cultural and Educational Authority (NACEA), was present and recognized by the Governor for his tremendous work on the American Indian Cultural Center and Museum and the progress that is being made.

Ms. Pierce reported this item is very similar to the previous agenda item. The staff is asking for the authorization to issue request for proposals to begin the financing process to complete the American Indian Cultural Center and Museum. Mr. Wade and Ms. Pierce have been in close contact throughout the process and he and his agency are eager to move forward.

Assigned subcommittee: Lt. Governor Lamb, Treasurer Miller and Director Dutton.

Secretary Doerflinger moved to approve as presented. Treasurer Miller seconded the motion. The motion passed and the following votes were recorded:

Governor Fallin – aye; Lt. Governor Lamb – aye; Treasurer Miller, aye; Secretary Doerflinger – aye; Commissioner Kemp – aye; Director Dutton – aye.

- 5. Discussion and possible action on a Resolution approving and authorizing the issuance of OCIA lease revenue bonds in a total amount necessary to generate Twenty-Five Million dollars (\$25,000,000) in project funds in one or more series on a taxable basis (the “Bonds”) to provide for the acquisition of real property, together with improvements located thereon, and personal property, to construct buildings, parking facilities and other improvements to real property, and to provide funding for repairs, planning, staging, refurbishments, and improvements to real and personal property, and for funding for the construction of the Oklahoma Museum of Popular Culture for the Oklahoma Historical Society, to pay costs of issuance related thereto and capitalize interest on the Bonds for a period not to exceed two years from the date of issuance, pursuant to Title 73 Oklahoma Statutes 2011, Section 302.1; approving the sale of the Bonds at negotiated sale; providing for a certificate of determination; specifying the terms and conditions of the Bonds; approving and authorizing new lease agreements as may be appropriate and necessary, or otherwise providing for the use of the projects that will be funded with the Bonds; 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 Preliminary Official Statement, Official Statement, Continuing Disclosure Agreement, Bond Purchase Agreement and authorizing payment costs of issuance; authorizing OCIA officers to execute all such documents in connection herewith; and authorizing OCIA officers, staff and service providers to take necessary actions to structure, issue and deliver the Bonds; and containing other provisions related thereto. [Angela Pierce & Kim Heaton]

Dr. Bob Blackburn, Executive Director of the Oklahoma Historical Society (OHS), was present and recognized by the Governor for his exceptional work on another important museum for the State of Oklahoma.

Ms. Pierce reported that this is the final step to issue the bonds for the Museum of Popular Culture in Tulsa, Oklahoma. Staff is seeking approval to move forward with the financing plan. Staff is on schedule to close early August on the transaction. This project will require no additional budget appropriations.

Director Dutton moved to approve as presented. Secretary Doerflinger seconded the motion. The motion passed and the following votes were recorded:

Governor Fallin – aye; Lt. Governor Lamb – aye; Treasurer Miller – aye; Secretary Doerflinger – aye; Commissioner Kemp – aye; Director Dutton – aye.

6. Adjournment

There being no further business, Lt. Governor Lamb made the motion to adjourn. Treasurer Miller seconded the motion. Seeing no opposition, the meeting adjourned at 3:43 p.m.