

ARDMORE DEVELOPMENT AUTHORITY
BOARD OF TRUSTEES
MINUTES OF EXECUTIVE SESSION
AUGUST 18, 2025, 4:00 p.m.

Ardmore Chamber of Commerce
410 West Main Street
Ardmore, OK 73401

TRUSTEES PRESENT: Dustin Caldwell, Scott Chapman, Sally Cumpton, Matt McAnally, Jeff Moen, Mitesh Patel, Mike Whitson
TRUSTEES ABSENT: Jake Charnock
EX-OFFICIO:
STAFF: Bill Murphy, Andrea Anderson, Amanda Dion, Dan Luttrell
OTHERS: Michael Pineda, Debi Sterkel

Item 1: Call to Order and roll call and declaration of quorum.

Mike Whitson called the meeting to order at 4:00 p.m.

Bill Murphy entered the meeting at 4:01 p.m.

Item 2: Confirmation of Compliance with the Open Meetings Act.

Andrea Anderson informed Mr. Whitson that the agenda was placed and posted in a timely manner in a prominent public view.

Item 3: Consideration and possible action to approve the minutes of the July 21, 2025, Special Meeting.

Dustin Caldwell motioned to approve the minutes of the July 21, 2025, Special Meeting. Jeff Moen seconded. Dustin Caldwell, Scott Chapman, Sally Cumpton, Matt McAnally, Jeff Moen, Mitesh Patel, and Mike Whitson voted aye. There were no nays. The motion passed.

Item 4: Consideration and possible action to accept June 2025 and July 2025 Financials.

Bill Murphy reminded the trustees that Kathy Fox was adjusting the categorization of assets based on recommendations from the auditor to the June financials at the time of the last board meeting. Mr. Murphy then presented the June and July financials. Following a brief discussion, Matt McAnally motioned to accept June 2025 and July 2025 Financials. Sally Cumpton seconded. Dustin Caldwell, Scott Chapman, Sally Cumpton, Matt McAnally, Jeff Moen, Mitesh Patel, and Mike Whitson voted aye. There were no nays. The motion passed.

Item 5: Consideration and possible action to accept a professional services agreement for bookkeeping services with Jackson, Fox and Richardson CPA for \$80-\$160/hour beginning July 1, 2025, and the approval or rejection of any amendments proposed or considered by the board during the meeting.

Bill Murphy began by sharing that Jackson, Fox, and Richardson have requested the proposed agreement, which will also be considered by the Ardmore Chamber of Commerce and Ardmore Tourism Authority at upcoming meetings. Mr. Murphy explained that the proposed agreement's hourly rates are in line with agreements from the previous two years. Following a brief discussion, Jeff Moen moved to accept a professional services agreement for bookkeeping services with Jackson, Fox, and Richardson CPA for \$80-\$160/hour beginning July 1, 2025. Dustin Caldwell seconded the motion. Dustin Caldwell, Scott Chapman, Sally Cumpton, Matt McAnally, Jeff Moen, Mitesh Patel, and Mike Whitson voted aye. There were no nays. The motion passed.

Dustin Caldwell exited the meeting at 4:19 p.m.

Item 6: Consideration of Amendment No. 4 to the City of Ardmore, Oklahoma Reinvestment Area Project Plan and recommendation to the City Commission of The City of Ardmore, Oklahoma for adoption thereof, and the approval or rejection of any amendments proposed or considered by the board during the meeting.

Bill Murphy reminded the board that this is the final step in closing out TIF #1 at the Ardmore Industrial Airpark. As part of the closeout, this action will do four things. First, adds approximately \$110,000 in authorized project costs, bringing the total increase of minor amendments up to the 5% cap. Second, the action authorizes the ADA to reimburse itself for \$979,810.41 for Airpark infrastructure projects completed using funds from other sources, such as Mineral and Sales Tax Revenues. Third, the action confirms the termination of the TIF #1 as of May 15, 2025. Finally, because the TIF overperformed, this action directs the balance of TIF funds (\$2,558,189.59) to be returned to the taxing entities based on their respective proportion of tax levies. The entities and amounts to be returned are as follows:

- a. Springer Public Schools- \$1,680,330.93
- b. Southern Oklahoma Technology Center- \$431,361.59

- c. Carter County- \$326,577.39
- d. Carter County Health Department- \$59,959.84
- e. Southern Oklahoma Library System- \$59,959.84

Mr. Murphy then shared that a letter has been drafted to the Ardmore City Commission with the resolution for consideration at the Tuesday, September 2 meeting. Mr. Murphy also shared that he has been in communication with Carter County Treasurer Marsha Collins and will provide her with a copy of the minutes and the resolution once the Ardmore City Commission adopts it. In closing, Mr. Murphy shared that checks will be presented to the respective taxing entities once they are approved by the City Commission. Following discussion, Sally Cumpton motioned to approve Amendment No. 4 to the City of Ardmore, Oklahoma Reinvestment Area Project Plan and recommendation to the City Commission of The City of Ardmore, Oklahoma for adoption thereof. Matt McAnally seconded the motion. Scott Chapman, Sally Cumpton, Matt McAnally, Jeff Moen, Mitesh Patel, and Mike Whitson voted aye. There were no nays. The motion passed.

Item 7: Consideration and possible action to approve an agreement with Golder Shovel Agency to develop a new website for a one-time amount not to exceed \$24,950 and to host, support, and manage the site for an additional amount not to exceed \$12,000 per year, and the approval or rejection of any amendments proposed or considered by the board during the meeting.

Bill Murphy began by reminding the trustees that an updated website was a direct call out in the new Economic Vision Plan and that money was allocated for one in the FY 2026 Budget. He then informed the trustees that the proposed agreement includes design, set-up, and content creation, plus integration with third-party providers. In addition, the agreement would allow for a website redesign every four years at no additional cost. During discussion it was noted that the agreement would be with Golden Shovel Agency. Following discussion, Matt McAnally motioned to approve an agreement with Golden Shovel Agency to develop a new website for a one-time amount not to exceed \$24,950 and to host, support, and manage the site for an additional amount not to exceed \$12,000 per year. Scott Chapman seconded Scott Chapman, Sally Cumpton, Matt McAnally, Jeff Moen, Mitesh Patel, and Mike Whitson voted aye. There were no nays or abstentions. The motion passed.

Mike Whitson introduced Debi Sterkel to the trustees before the next item.

Item 8: Consideration and possible action to approve an agreement GIS Webtech to Provide data analytics to support the site and building database for \$9,806, and the approval and the approval or rejection of any amendments proposed or considered by the board during the meeting.

Bill Murphy noted that this agreement would go hand-in-hand with the previous action. GIS Webtech works with multiple agencies, including the Oklahoma Department of Commerce and the Transatlantic Business Investment Council to provide property listings on websites. He noted that their services would be able to integrate with the website redesign in the previous action item. Scott Chapman then motioned to approve an agreement GIS Webtech to Provide data analytics to support the site and building database for \$9,806. Jeff Moen seconded. Scott Chapman seconded. Scott Chapman, Sally Cumpton, Matt McAnally, Jeff Moen, Mitesh Patel, and Mike Whitson voted aye. There were no nays or abstentions. The motion passed.

Item 9: Old Business:

None presented.

Item 10: Consideration and possible action to enter into Executive Session pursuant to 25 O.S. § 307(B)(4) to discuss Confidential communications between the Ardmore Development Authority (ADA) and its attorney concerning a pending investigation, claim, or action if the ADA on the advice of its attorney, determines that disclosure will seriously impair the ability of the public body to process the claim or conduct a pending investigation, litigation, or proceeding in the public interest (Potential litigation with Carbonyx, Inc) and to confer on matters pertaining to economic development, including the transfer of property, financing, or the creation of a proposal to entice a business to locate within their jurisdiction if public disclosure of the matter discussed would interfere with the development of products or services or if public disclosure would violate the confidentiality of the business under the provisions of 25 O.S. §307 (C) (11).

Scott Chapman motioned to enter Executive Session. Matt McAnally seconded. Scott Chapman, Sally Cumpton, Matt McAnally, Jeff Moen, Mitesh Patel, and Mike Whitson voted aye. There were no nays or abstentions. The motion passed. Executive session began at 4:35 p.m.

Michael Pineda left the room.

Item 11: Consideration and possible action to vote to re-convene Open Session.

Scott Chapman motioned to reconvene Open Session. Sally Cumpston seconded. Scott Chapman, Sally Cumpston, Matt McAnally, Jeff Moen, Mitesh Patel, and Mike Whitson voted aye. There were no nays or abstentions. The motion passed. Open session reconvened at 5:29 p.m.

- Item 12: Consideration and possible action on any matter discussed in Executive Session pursuant to 25 O.S. Section 307 (B)(4) and 25 O.S. Section 307 (C) (11), including, but not limited to the possible approval of a Forbearance Agreement with Carboxy, Inc., and the approval or rejection of any amendments proposed or considered by the board during the meeting.

Jeff Moen motioned to approve the proposed Forbearance Agreement with the following changes: The ADA and its authorized agents shall be entitled to inspect the leased premises at any time upon giving 24 hours' notice either verbally or in writing. Second, at the end of the 45 days, the ADA will inspect the property and determine in its sole discretion whether it is satisfied what the cleanup efforts have been sufficient. Scott Chapman seconded the motion. Scott Chapman, Sally Cumpston, Matt McAnally, Jeff Moen, Mitesh Patel, and Mike Whitson voted aye. There were no nays or abstentions. The motion passed.

Jeff Moen then motioned to give notice to Carboxy to immediately vacate any unleased premises located outside the boundaries of the current lease, including, but not limited to, removing all improvements constructed upon or encroaching upon property not included in the lease. If Carboxy fails to vacate the premises and completely remove the structures erected and/or encroaching on the unleased properties as well as its tangible property located on the unleased properties on or before ADA's inspection of the leased premises (45 days), ADA will proceed with pursuing all of its legal remedies for the continuing trespass, including but not limited to a claim for damages for trespass, fair rental value of the 22 acres for the periods of unlawful occupancy as well as damages for the costs to restore the unleased property to its condition prior to the unlawful trespass, and all costs and attorney fees incurred. Matt McAnally seconded the motion. Scott Chapman, Sally Cumpston, Matt McAnally, Jeff Moen, Mitesh Patel, and Mike Whitson voted aye. There were no nays or abstentions. The motion passed.

- Item 13: Consideration and possible action to authorize a Contract of Sale to sell, transfer and convey to Dot Foods the surface rights only in and to a certain tract of real property situated in Carter County, Oklahoma, containing approximately 29.93 acres as described in Exhibit A for \$350,000, and the approval or rejection of any amendments proposed or considered by the board during the meeting.

Bill Murphy informed the board that a contract had finally been received back from Dot Foods. Mr. Murphy reminded the trustees that this is the last property within New Horizons Industrial Park available for development. Following a brief discussion, Scott Chapman motioned to authorize a Contract of Sale to sell, transfer and convey to Dot Foods the surface rights only in and to a certain tract of real property situated in Carter County, Oklahoma, containing approximately 29.93 acres as described in Exhibit A for \$350,000. Sally Cumpston seconded the motion. Scott Chapman, Sally Cumpston, Matt McAnally, Jeff Moen, Mitesh Patel, and Mike Whitson voted aye. There were no nays or abstentions. The motion passed.

- Item 14: Consideration and possible action to execute a Letter of Intent (LOI) with Valiant Enterprises, LLC related to property located on Kings Road as described in Exhibit B, and the approval or rejection of any amendments proposed or considered by the board during the meeting.

Bill Murphy informed the trustees that ADA staff has been working with members of the Valiant Enterprises, LLC team on multiple small projects since April 2024. During a recent trip to Atlanta Mr. Murphy and Andrea Anderson were able to tour some of the properties developed by Valiant Enterprises. Mr. Murphy noted that the property has been under ADA ownership for many years and has not had any interest in purchasing. Entering the LOI will give Valiant Enterprises time to do their due diligence on the property before purchase. Following discussion, Matt McAnally motioned to execute a Letter of Intent (LOI) with Valiant Enterprises, LLC related to property located on Kings Road as described in Exhibit B. Mitesh Patel seconded. Scott Chapman, Sally Cumpston, Matt McAnally, Jeff Moen, Mitesh Patel, and Mike Whitson voted aye. There were no nays or abstentions. The motion passed.

- Item 15: New Business: (As defined by the Oklahoma Open Meeting Act 25 O.S. § 311 A (9) as "matters not known about or about which could not have reasonably been foreseen prior to the time of posing of the agenda.")

None presented.

Scott Chapman and Michael Pineda exited the meeting at 5:41 p.m.

- Item 16: Staff Reports:

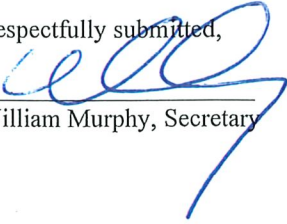
- a) President's Report – Bill Murphy updated the board on items underway related to the new strategic plan. He also informed the trustees that he would be participating in the upcoming D.C. Fly-in with the State Chamber of Oklahoma.

- b) Airport and Industrial Parks—Dan Luttrell updated the trustees on the progress of the Taxiway E, Phase II and MALSR projects.
- c) Marketing – Andrea Anderson shared that the fall conference and travel season has begun and that the ADA team would be at multiple conferences over the coming months.

Item 19: Adjourn

There being no further business, Jeff Moen motioned to adjourn. Sally Cumpton seconded. Scott Chapman, Sally Cumpton, Matt McAnally, Jeff Moen, Mitesh Patel, and Mike Whitson voted aye. There were no nays or abstentions. The motion passed. The meeting adjourned at 5:41 p.m.

Respectfully submitted,



William Murphy, Secretary