



ARDMORE DEVELOPMENT AUTHORITY

PHONE (580) 223-6162 / FAX (580) 223-7825

**REGULAR MEETING
ARDMORE DEVELOPMENT AUTHORITY**

3:00 P.M., December 15, 2014

Ardmore Development Authority, 410 W. Main St, Ardmore, OK

1. Call to Order
2. Confirmation of Compliance with Open Meeting Act
3. Approval of the minutes of the November 17, 2014 meeting
4. Approval of the minutes of the December 1, 2014 special meeting
5. Consideration and possible action to accept November Financial Statements
6. Staff Report
7. Consideration and possible action for recommending proposed Trustees to the City of Ardmore to serve terms beginning in 2015
8. Consideration and possible action to elect officers of the Ardmore Development Authority in 2015
9. Consideration and possible action to adopt Strategic Objectives for 2015-2019
10. Consideration and possible action to approve the Amended and Restated Trust Indenture Creating the Ardmore Development Authority, to authorize the Trustees to execute said document, to submit said document to the City of Ardmore for its acceptance, approval, and execution, and to authorize the filing of said document in the County Clerk's Office of Carter County; and to authorize each of the Trustees to execute the Oath of Office, consistent with Article XV of the Oklahoma Constitution
11. Consideration and possible action to approve the Certification of Interest and Authority with Respect to the Ardmore Development Authority, to authorize the Trustees to execute said document, and to submit said document to the City of Ardmore for its approval and signature
12. Consideration and possible action to approve the Bylaws of the Ardmore Development Authority and to authorize the Chairman to execute said Bylaws
13. Consideration and possible action to approve a Resolution Authorizing the Creation of an Advisory Board to Provide Guidance and Support in Carrying out the Objectives of the Ardmore Development Authority related to the Ardmore Industrial Airpark Project and Other Long-Range Efforts
14. Consideration and possible action to engage General Counsel to the Ardmore Development Authority
15. Consideration and possible action to terminate the Center for Economic Development Law as Interim General Counsel as designated by Resolution dated March 3, 2014, and to confirm the continued engagement of the Center for Economic Development Law as Economic Development Counsel consistent with the Resolution dated September 16, 2013, and engagement letter dated July 19, 2013, and any approved amendments thereto



16. Consideration and possible action to approve a Contract between the City of Ardmore and the Ardmore Development Authority related to the Non-Federal Reimbursable Agreement between the Department of Transportation Federal Aviation Administration and the City of Ardmore for the Non-Federal Airport Traffic Control Tower project at the Ardmore Municipal Airport and authorizing the Chairman to execute said Contract

17. Approval of Loan/Lease Agreement (Schedule 11) Authorizing up to \$52,136,577.49 of Additional Equipment for Michelin North America, Inc. in accordance with the Amendments to the Master Equipment Lease Agreement and the Loan and Security Agreement and the Amended and Restated Promissory Note for \$420,000,000 approved in September, 2013

18. Consideration and possible action to enter into Executive Session for purposes of:
 - a. Economic development as it relates to King Aerospace business expansion within the Ardmore Industrial Airpark as public disclosure would interfere with the development of goods and services and would violate the confidentiality of the business as authorized by 25 O.S. Section 307(C)(10)
 - b. Economic development as it relates to ATP Development within the Colvert Technology Park for the financing and transfer of real estate as public disclosure would interfere with the development of goods and services and would violate the confidentiality of the business as authorized by 25 O.S. Section 307(C)(10)
 - c. Economic development as it relates to the financing and transfer of real estate as public disclosure would interfere with the development of goods and services and would violate the confidentiality of the business as authorized by 25 O.S. Section 307(C)(10)
 - d. Economic development as it relates to the financing and transfer of real estate adjacent to the Ardmore Industrial Airpark as public disclosure would interfere with the development of goods and services and would violate the confidentiality of the business as authorized by 25 O.S. Section 307(C)(10)
 - e. Discussing the employment and appointment of the CEO as authorized by 25 O.S. Section 306(B)(1)

19. Reconvene into Regular Session
 - a. Consideration and possible action on item 18a
 - b. Consideration and possible action on item 18b
 - c. Consideration and possible action on item 18c
 - d. Consideration and possible action on item 18d
 - e. Consideration and possible action on item 18e

20. Legal Counsel Report

21. Adjourn

ARDMORE DEVELOPMENT AUTHORITY
BOARD OF TRUSTEES
MINUTES OF REGULAR MEETING
DECEMBER 15, 2014, 3:00 P M.

Chamber of Commerce/ADA Building
410 W. Main St, Ardmore OK

TRUSTEES PRESENT: Kim Kornhaas, Henry Roberts, Chris Sandvick, Steve Jordan, Mike Cawley, Gary W. Farabough, Phillip Washington, Ron Crosby
ABSENT: James Chambers
EX-OFFICIOS TRUSTEES: Martin Dyer, JD Spohn, Mita Bates
STAFF: Brian Carter, Chris Bryant, Micele Garrison, Tyler Young
GUESTS: Dan Batchelor, Emily Pomeroy, Jennifer O'Steen, Tom Walker, Michael Pineda, Thom McGuire

Item 1: Chair, Gary W. Farabough called the meeting to order at 3:03 p.m.

Item 2: Confirmation of Compliance with Open Meeting Act.

- Brian Carter and legal counsel confirmed that notice of the meeting was provided in compliance with the Open Meeting Act.

Item 3: Approval of the minutes of the November 17, 2014 regular meeting.

- Henry Roberts moved to approve the minutes from the November 17, 2014 regular meeting, as presented, Ron Crosby seconded; the motion passed unanimously.

Item 4: Approval of the minutes of the December 1, 2014 special meeting.

- Ron Crosby moved to approve the minutes from the December 1, 2014 special meeting, as presented, Chris Sandvick seconded; the motion passed unanimously.

Item 5: Consideration and possible action to accept November financial statements.

- Chris Sandvick presented the November 2014 financial statements. Mike Cawley moved to accept the November 2014 financial statements, Steve Jordan seconded; the motion passed unanimously.

Item 6: Staff Report.

- Brian Carter distributed copies of the 2015 ADA Board meeting schedule.
- Provided a positive response on the working relationship between the ADA, City of Ardmore and Sovereign Oklahoma Development.
- Brian Carter provided an update on the 2015 Hiring Conference.
- Brian Carter provided an update on the Colvert Dairy Building; It continues to be shown to potential developers.
- Construction for the Airpark Fence begins January 2015.
- Brian Carter updated the board on the Airpark's new hangar
- Chris Bryant thanked Emily Pomeroy and Jennifer O'Steen for their combined efforts in regards to the Reimbursable Agreement with the FAA.
- Gary W Farabough expressed gratitude to the City of Ardmore's efforts concerning the sewage project.

Item 7: Consideration and possible action to recommend proposed Trustees to the City of Ardmore to serve terms beginning in 2015.

Gary Farabough presented the report of the Board Nominating Committee.

- Henry Roberts moved to recommend Phillip Washington and Warren Blackmon to the Ardmore City Commission to serve as Trustees of the Ardmore Development Authority to serve a three year term beginning in January 2015; Kim Kornhaas seconded; the motion passed unanimously, with Phillip Washington abstaining.

Item 8: Consideration and possible action to elect officers of the Ardmore Development Authority in 2015.

- The Nominating Committee recommended to re-elect Gary W Farabough as Chairman, Chris Sandvick as Treasurer and to elect Ron Crosby as Vice Chair. Mike Cawley moved to elect Gary W Farabough as Chair, Chris Sandvick as Treasurer and Ron Crosby as Vice-Chair of the Ardmore Development Authority for 2015, Steve Jordan seconded; the motion passed unanimously.

Item 9: Consideration and possible action to adopt Strategic Objectives for 2015-2019.

- Brian Carter presented proposed Strategic Objectives for 2015-2019. Chris Sandvick asked for clarification on the nature of assistance to Ardmore Main Street and City of Ardmore for downtown revitalization. Brian Carter responded that it was to help facilitate major projects and assist as is helpful. Concerns were expressed by Steve Jordan for the need to build-up the Airpark rental income. No action taken.

- Item 10: Consideration and possible action to approve the Amended and Restated Trust Indenture Creating the Ardmore Development Authority, to authorize the Trustees to execute said document, to submit said document to the City of Ardmore for its acceptance, approval and execution, and to authorize the filing of said document in the County Clerk's Office of Carter County; and to authorize each of the Trustees to execute the Oath of Office, consistent with Article XV of the Oklahoma Constitution.
- Mike Cawley moved to approve the Amended and Restated Trust Indenture, Creating the Ardmore Development Authority, as presented, to authorize the Trustees to execute said document, to submit said document to the City of Ardmore for its acceptance, approval and execution, and to authorize the filing of said document in the County Clerk's Office of Carter County; and to authorize each of the Trustees to execute the Oath of Office, consistent with Article XV of the Oklahoma Constitution; Steve Jordan seconded; the motion passed unanimously.
- Item 11: Consideration and possible action to approve the Certification of Interest and Authority with Respect to the Ardmore Development Authority, to authorize the Trustees to execute said document and to submit said document to the City of Ardmore for approval and signature.
- Steve Jordan moved to approve the Certification of Interest and Authority with Respect to the Ardmore Development Authority, as presented, to authorize the Trustees to execute said document and to submit said document to the City of Ardmore for approval and signature; Phillip Washington seconded; the motion passed unanimously.
- Item 12: Consideration and possible action to approve the Bylaws of the Ardmore Development Authority and to authorize the Chairman to execute said Bylaws.
- Ron Crosby moved to approve the Bylaws of the Ardmore Development Authority, as presented, and to authorize the Chair to execute said bylaws; and Henry Roberts seconded; the motion passed unanimously.
- Item 13: Consideration and possible action to approve a Resolution Authorizing the Creation of an Advisory Board to Provide Guidance and Support in carrying out the Objectives of the Ardmore Development Authority related to the Ardmore Industrial Airpark Project and Other Long-Range Efforts.
- No action taken.
- Item 14: Consideration and possible action to engage General Counsel to the Ardmore Development Authority.
- Mike Cawley moved to accept the engagement of Tom Walker as General Counsel to the Ardmore Development Authority per the terms of the engagement letter as presented by Brian Carter. Henry Roberts seconded; the motion passed unanimously.
- Item 15: Consideration and possible action to terminate the Center for Economic Development Law as Interim General Counsel as designated by Resolution dated March 3, 2014, and to confirm the continued engagement of the Center for Economic Development Law as Economic Development Counsel consistent with the Resolution dated September 16, 2013, and engagement letter dated July 19, 2013, and any approved amendments thereto.
- Mike Cawley moved terminate the Center for Economic Development Law as Interim General Counsel and to confirm the continued engagement of the Center for Economic Development Law as Economic Development Counsel consistent with the Resolution dated September 16, 2013, and engagement letter dated July 19, 2013, and any approved amendments thereto; Chris Sandvick seconded and the motion passed unanimously.
- Item 16: Consideration and possible action to approve a Contract between the City of Ardmore and the Ardmore Development Authority related to the Non-Federal Reimbursable Agreement between the Department of Transportation Federal Aviation Administration and the City of Ardmore for the Non-Federal Airport Traffic Control Tower project at the Ardmore Municipal Airport and authorizing the Chairman to execute said Contract.
- Henry Roberts moved to approve the proposed contract between the City of Ardmore and the Ardmore Development Authority related to the Non-Federal Reimbursable Agreement between the Department of Transportation Federal Aviation Administration and the City of Ardmore for the Non-Federal Airport Traffic Control Tower project at the Ardmore Municipal Airport and authorizing the Chairman to execute said contract; Kim Kornhaas seconded and the motion passed unanimously.
- Item 17: Approval of Loan/Lease Agreement (Schedule 11) Authorizing up to \$52,136,577.49 of Additional Equipment for Michelin North America, Inc. in accordance with the Amendments to the Master Equipment Lease Agreement and the Loan and Security Agreement and the Amended and Restated Promissory Note for \$420,000,000 approved in September, 2013.
- Brian Carter provided background information on the Loan/Lease Agreement with Michelin North America, Inc.
- Chris Sandvick moved to approve the Loan/Lease Agreement (Schedule 11) Authorizing up to \$52,136,577.49 of additional equipment for Michelin North America, Inc. in accordance with the Amendments to the Master Equipment

Lease Agreement and the Loan and Security Agreement and the Amended and Restated Promissory Note for \$420,000,000, approved in September, 2013; Phillip Washington seconded and the motion passed unanimously.

Item 18: Consideration and possible action to enter into Executive Session for purposes of:

- a. Economic development as it relates to King Aerospace business expansion within the Ardmore Industrial Airpark as public disclosure would interfere with the development of goods and services and would violate the confidentiality of the business as authorized by 25 O.S. Section 307(C)(10)
 - b. Economic development as it relates to ATP Development within the Colvert Technology Park for the financing and transfer of real estate as public disclosure would interfere with the development of goods and services and would violate the confidentiality of the business as authorized by 25 O.S. Section 307(C)(10)
 - c. Economic development as it relates to the financing and transfer of real estate as public disclosure would interfere with the development of goods and services and would violate the confidentiality of the business as authorized by 25 O.S. Section 307(C)(10)
 - d. Economic development as it relates to the financing and transfer of real estate adjacent to the Ardmore Industrial Airpark as public disclosure would interfere with the development of goods and services and would violate the confidentiality of the business as authorized by 25 O.S. Section 307(C)(10)
 - e. Discussing the employment and appointment of the CEO as authorized by 25 O.S. Section 306(B)(1)
- Mike Cawley moved to convene in executive session to discuss agenda items 18a, 18b, 18c, 18d and 18e; Henry Roberts seconded; the motion passed unanimously. Executive session convened at 4:28 P.M.

Item 19: Reconvene into Regular Session.

- Steve Jordan moved to reconvene in open session and Henry Roberts seconded; the motion passed unanimously. Open session was reconvened at 5:48 P.M.
- a. Consideration and possible action on item 18a
 - Mike Cawley moved to approve a \$75,000 facility improvement grant to King Aerospace, to facilitate business expansion within the Ardmore Industrial Airpark; Kim Kornhaas seconded and the motion passed unanimously.
 - b. Consideration and possible action on item 18b
 - No action taken.
 - c. Consideration and possible action on item 18c
 - No action taken.
 - d. Consideration and possible action on item 18d
 - No action taken.
 - e. Consideration and possible action on item 18e
 - Mike Cawley moved to approve the recommendation of the committee for the employment terms of the President/CEO. Phillip Washington seconded; the motion passed unanimously.

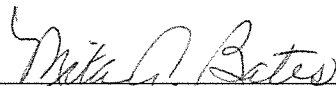
Item 20: Legal Counsel Report.

- No report given

Item 21: Adjourn.

- With no further business to discuss, Steve Jordan moved to adjourn, Ron Crosby seconded; the motion passed unanimously. Meeting adjourned at 5:53 P.M.

Respectfully Submitted:


Secretary



ARDMORE DEVELOPMENT AUTHORITY

PHONE (580) 223-6162 / FAX (580) 223-7825

*****SPECIAL MEETING*****

ARDMORE DEVELOPMENT AUTHORITY

5:00 P.M., December 1, 2014

Ardmore Development Authority, 410 W. Main St, Ardmore, OK

1. Call to Order
2. Confirmation of Compliance with Open Meeting Act
3. Consideration and Possible Action to enter into Executive Session for purposes of Economic Development as it relates to the financing and recruitment of a business to locate within the Ardmore Airpark as public disclosure would interfere with the development of goods and services and would violate the confidentiality of the business as authorized by 25 O.S. Section 307(C)(10)
 - a. Reconvene into Regular Session
4. Consideration and possible action on items discussed in Executive Session
5. Adjourn

**ARDMORE DEVELOPMENT AUTHORITY
BOARD OF TRUSTEES
BOARD MINUTES – SPECIAL MEETING**

December 1, 2014
Chamber of Commerce
5:00 P M.

TRUSTEES PRESENT: Kim Kornhaas, James Chambers, Gary W. Farabough, Ron Crosby, Michael Cawley, Henry Roberts, Steve Jordan
ABSENT: Chris Sandvick, Phillip Washington
EX – OFFICIO: Mita Bates
STAFF: Brian Carter, Chris Bryant, Dan Batchelor (via phone)
GUESTS: Michael Pineda

Item 1: Chairman, Gary W. Farabough called the meeting to order at 5:01 p.m.

Item 2: Confirmation of Compliance with Open Meeting Act.

- Brian Carter and legal counsel confirmed that the meeting is in compliance with the Open Meeting Act.

Item 3: Consideration and Possible Action to enter into Executive Session for purposes of Economic Development as it relates to the financing and recruitment of a business to locate within the Ardmore Airpark as public disclosure would interfere with the development of goods and services would violate the confidentiality of the business as authorized by 25 O.S. Section 307(C) (10): Michael Cawley moved to adjourn into Executive Session and James Chamber seconded; the motion passed unanimously.


- a. Reconvene into Regular Session: Steve Jordan moved to reconvene into Regular Session and James Chambers seconded; the motion passed unanimously.

Item 4: Consideration and possible action on items discussed in Executive Session:

- James Chambers moved to approve a Sublease Agreement by and between The Ardmore Development Authority and Tactical Electronics and Military Supply, LLC (subject to the consent of the City of Ardmore), and Henry Roberts seconded; the motion passed unanimously.

Item 5: Adjourn. Steve Jordan moved to adjourn and Ron Crosby seconded; the motion passed unanimously and the meeting was adjourned at 5:30 pm.

Respectfully submitted:


Secretary



ARDMORE DEVELOPMENT AUTHORITY

PHONE (580) 223-6162 / FAX (580) 223-7825

REGULAR MEETING
3 P.M., November 17th, 2014
Ardmore Development Authority, 410 W. Main St, Ardmore, OK

1. Call to Order
2. Confirmation of Compliance with Open Meeting Act
3. Approval of the minutes of the October ADA meeting
4. Consideration and acceptance of October Financial Statements
5. Staff Report
6. Legal Counsel Report
7. Consideration and possible action to adopt updated Conflict of Interest Policy
8. Consideration and possible action to solicit bids for construction of the FAA Equipment Housing and U.S. Customs Terminal project
9. Consideration and possible action to approve Airpark Fence Construction contract with Robinson Fence company in the amount of \$596,971.65
10. Consideration and possible action to appoint trustees to Nominating Committee
11. Consideration and possible action to enter into Executive Session for purposes of:
 - a. Economic development as it relates to the financing and recruitment of a business to locate within the Ardmore Airpark as public disclosure would interfere with the development of goods and services and would violate the confidentiality of the business as authorized by 25 O.S. Section 307(C)(10)
 - b. Economic development as it relates to the financing and transfer of real estate within the Colvert Technology Park as public disclosure would interfere with the development of goods and services and would violate the confidentiality of the business as authorized by 25 O.S. Section 307(C)(10)
 - c. Economic development as it relates to the financing and transfer of real estate within the Colvert Technology Park as public disclosure would interfere with the development of goods and services and would violate the confidentiality of the business as authorized by 25 O.S. Section 307(C)(10)
 - d. Economic development as it relates to the financing and recruitment of a business to locate within the Ardmore Airpark as public disclosure would interfere with the development of goods and services and would violate the confidentiality of the business as authorized by 25 O.S. Section 307(C)(10)



ARDMORE DEVELOPMENT AUTHORITY

12. Reconvene into Regular Session

- a. Consideration and possible action on item 5a
- b. Consideration and possible action on item 5b
- c. Consideration and possible action on item 5c
- d. Consideration and possible action on item 5d

13. Adjourn

ARDMORE DEVELOPMENT AUTHORITY
BOARD OF TRUSTEES
BOARD MINUTES

November 17, 2014
Chamber of Commerce
3:00 P M.

TRUSTEES PRESENT: Henry Roberts, Chris Sandvick, Steve Jordan, James Chambers, Gary W. Farabough, Phillip Washington, Mike Cawley, Ron Crosby, Kim Kornhaas
EX-OFFICIO TRUSTEES: Mita Bates, JD Spohn,
STAFF: Brian Carter, Micele Garrison, Tyler Young, Dan Batchelor via conference call
GUESTS: Jack Vanderslice

Item 1: Chairman, Gary W. Farabough called the meeting to order at 3:06 p.m.

Item 2: Confirmation of Compliance with Open Meeting Act.

- Brian Carter and legal counsel confirmed that the meeting is in compliance with the Open Meeting Act.

Item 3: Approval of the minutes of the October 20, 2014 Regular Meeting.

- Ron Crosby moved to approve the motion, James Chambers seconded; the motion passed unanimously.

Item 4: Consideration and acceptance of October Financial Statements.

- Chris Sandvick presented the financials from October. James Chambers moved to accept the October financial report, Mike Cawley seconded; the motion passed unanimously.

Item 5: Staff Report

- Brian Carter introduced Jack Vanderslice from King Aerospace, who expressed interests in expanding their current location and buildings.
- Brian Carter updated the committee on the DOC bldg and the continued planning for future solicitation of bids for both tensionized membranes and conventional construction. Brian and Chris Bryant attended a meeting/viewing of a tensionized membrane DOC facility in New Orleans.
- Brian Carter expressed the need for future hangar expansions at the Ardmore Airpark.
- Brian Carter gave an overview of the upcoming Atlas bldg demo and relayed that the abatement will begin in early December.
- Brian Carter provided an update of the Colvert Dairy Bldg. Carter and the committee expressed concerns that the cost for reconstruction may be too high. Discussions began of other options for the location and possibly demoing the bldg.
- Discussions began for the renovation of the ADA HQ facility. Renovations will cost approximately \$30-37,000 and will receive a contribution from the Chamber of Commerce. A proposed floor plan is currently being constructed.
- Upcoming Events: Plans for the April 2015 Job Fair are underway.

Item 6: Legal Counsel Report

- Dan Batchelor recommended a journal entry and detailed account of ADA financials be presented for the end of year.
- Dan Batchelor noted the need for the Board to obtain local legal counsel. Three persons of interest were introduced, Tom Walker, Justin Landgraf and Carrie Pfrehm.

Item 7: Consideration and possible action to adopt updated Conflict of Interest Policy.

- James Chambers made a motion to adopt the updated Conflict of Interest Policy, Chris Sandvick seconded; the motion passed unanimously.

Item 8: Consideration and possible action to solicit bids for construction of the FAA Equipment Housing and U.S. Customs Terminal project.

- Mike Cawley made a motion to authorize the solicitation of bids for construction of the FAA Equipment Housing and U.S. Customs Terminal project, Steve Jordan seconded; the motion passed unanimously.

Item 9: Consideration and possible action to approve Airpark Fence Construction contract with Robinson Fence Company in the amount of \$596,971.65.

- Henry Roberts made a motion to approve Airpark Fence Construction contract with Robinson Fence Company in the amount of \$596,971.65, Steve Jordan seconded; the motion passed unanimously.

Item 10: Consideration and possible action to appoint trustees to Nominating Committee.

- Nominating Committee will consist of the following trustees: Phillip Washington, Chris Sandvick and Gary W Farabough.

- **Mike Cawley made a motion to appoint the above named trustees to Nominating Committee, Ron Crosby seconded; the motion passed unanimously.**

Item 11: Consideration and possible action to enter into Executive Session for purposes of:

- a. Economic development as it relates to the financing and recruitment of a business to locate within the Ardmore Airpark as public disclosure would interfere with the development of goods and services and would violate the confidentiality of the business as authorized by 25 O.S. Section 307(C)(10)
 - b. Economic development as it relates to the financing and recruitment of a business to locate within the Colvert Technology Park as public disclosure would interfere with the development of goods and services and would violate the confidentiality of the business as authorized by 25 O.S. Section 307(C)(10)
 - c. Economic development as it relates to the financing and recruitment of a business to locate within the Colvert Technology Park as public disclosure would interfere with the development of goods and services and would violate the confidentiality of the business as authorized by 25 O.S. Section 307(C)(10)
 - d. Economic development as it relates to the financing and recruitment of a business to locate within the Ardmore Airpark as public disclosure would interfere with the development of goods and services and would violate the confidentiality of the business as authorized by 25 O.S. Section 307(C)(10)
- **Mike Cawley made a motion to enter into executive session, Ron Crosby seconded; the motion passed unanimously. Executive session was entered at 4:20pm.**


Item 12: Reconvene into regular session.

- a. Consideration and possible action on item 5a.
 - b. Consideration and possible action on item 5b.
 - c. Consideration and possible action on item 5c.
 - d. Consideration and possible action on item 5d.
- **Steve Jordan made a motion to reconvene into regular session, Phillip Washington seconded; the motion passed unanimously. Regular session was reconvened at 4:47pm.**
 - **No action was taken on items 5a, 5b, 5c and 5d.**

Item 13: Adjourn.

- **With no further business to discuss, a motion to adjourn was made by James Chambers, seconded by Henry Roberts; the motion passed unanimously. Meeting adjourned at 5:14 p.m.**

Respectfully Submitted:


Secretary



REGULAR MEETING

3 P.M., October 20th, 2014

Ardmore Development Authority, 410 W. Main St, Ardmore, OK

1. Call to Order
2. Confirmation of Compliance with Open Meeting Act
3. Approval of the minutes of the September ADA meeting
4. Consideration and acceptance of September Financial Statements
5. Consideration and possible action to enter into Executive Session for purposes of:
 - a. Economic development as it relates to the financing and recruitment of a business to locate within the Ardmore Airpark as public disclosure would interfere with the development of goods and services and would violate the confidentiality of the business as authorized by 25 O.S. Section 307(C)(10)
 - b. Economic development as it relates to the financing and transfer of real estate within the Ardmore Airpark as public disclosure would interfere with the development of goods and services and would violate the confidentiality of the business as authorized by 25 O.S. Section 307(C)(10)
 - c. Reconvene into Regular Session
 - d. Consideration and possible action on items 5a
 - e. Consideration and possible action on items 5b
6. Consideration and possible action to approve Asbestos Abatement Scope of Work by Tec-An Corporation through State Bid Process in the amount of \$117,442.50
7. Consideration of Resolution Confirming Interim Use of Funds for Purposes of Payments Pursuant to the Ardmore Industrial Airpark Project Part I and Part II of Interim Development Agreement and Supplement to Lease with Sovereign Oklahoma Development, LLC and Sovereign Development Fund I LLC, Directing Replenishment of Funds, and Authorizing Alternate Funding Sources Pending Payment (or repayment) from Tax Increments Generated by Increment District No. 1, City of Ardmore.
8. Presentation and discussion of Amended and Restated Trust Indenture and Bylaws of the Ardmore Development Authority.
9. Presentation and discussion of amended Conflict of Interest Policy.
10. Staff Report
11. Legal Counsel Report
12. Adjourn

ARDMORE DEVELOPMENT AUTHORITY
BOARD OF TRUSTEES
BOARD MINUTES

October 20, 2014
Chamber of Commerce
3:00 P M.

TRUSTEES PRESENT: Henry Roberts, Chris Sandvick, Steve Jordan, James Chambers, Gary W. Farabough, Phillip Washington
EX-OFFICIO TRUSTEES: Mita Bates, JD Spohn, Martin Dyer
ABSENT: Mike Cawley, Ron Crosby, Kim Kornhaas
STAFF: Brian Carter, Chris Bryant, Micele Garrison, Tyler Young, Dan Batchelor and Emily Pomeroy via conference call
GUESTS: Michael Pineda

- Item 1: Chairman, Gary W. Farabough called the meeting to order at 3:00 p.m.
- Item 2: Confirmation of Compliance with Open Meeting Act.
- Brian Carter and legal counsel confirmed that the meeting was in compliance of the Open Meeting Act.
- Item 3: Approval of the minutes of the September 22, 2014 Regular Meeting.
- Henry Roberts moved to the Minutes of the September 22, 2014 Regular Meeting, Phillip Washington seconded the motion and it passed unanimously.
- Item 4: Consideration and acceptance of September, 2014 Financial Statements.
- Chris Sandvick presented the September Financials. Henry Roberts moved to accept the September 2014 Financial Statements, Steve Jordan seconded the motion and it passed unanimously.
- Item 5: Consideration and possible action to enter into Executive Session for purposes of:
- a. Economic development as it relates to the financing and recruitment of a business to locate within the Ardmore Airpark as public disclosure would interfere with the development of goods and services and would violate the confidentiality of the business as authorized by 25 O.S. Section 307(C)(10). Steve Jordan moved to enter Executive Session, Chris Sandvick seconded; the motion passed unanimously. Executive Session was entered at 3:18p.m.
 - b. Economic development as it relates to the financing and transfer of real estate within the Ardmore Airpark as public disclosure would interfere with the development of goods and services and would violate the confidentiality of the business as authorized by 25 O.S. Section 307(C)(10).
 - c. Reconvene into Regular Session.
 - James Chambers moved to reconvene into Regular Session at 4:00 p.m., Steve Jordan seconded the motion and it passed unanimously.
 - d. Consideration and possible action on item 5a.
 - Henry Roberts moved to authorize the President and staff to pursue the following:
 - o A lease with Tactical Electronics upon the advice of legal counsel and coordination with the City of Ardmore;
 - o The solicitation of bids for the construction of a 5000 sq. ft. tensionized membrane structure at the Airpark;
 - o The planning and execution of a sub-floor and utilities extension to the proposed facility,
 - Phillip Washington seconded the motion and it passed unanimously.
 - e. Consideration and possible action on item 5b.
 - No action taken.
- Item 6: Consideration and possible action to approve Asbestos Abatement Scope of Work by Tec-An Corporation through State Bid Process in the amount of \$117,442.50.
- Henry Roberts moved to approve Asbestos Abatement Scope of Work by Tec-An Corporation through State Bid Process in the amount of \$117,442.50, Phillip Washington seconded the motion and it passed with 5 votes in favor, 1 vote against.
- Item 7: Consideration of Resolution Confirming Use of Funds for Purposes of Payments Pursuant to the Ardmore Industrial Airpark Project Part I and Part II of Interim Development Agreement and Supplement to Lease with Sovereign Oklahoma Development, LLC and Sovereign Development Fund I LLC, Directing Replenishment of Funds, and Authorizing Alternate Funding Sources Pending Payment (or repayment) from Tax Increments Generated by Increment District No. 1, City of Ardmore.
- Chris Sandvick moved to Confirm the Use of Funds for Purposes of Payments Pursuant to the Ardmore Industrial Airpark Project Part I and Part II of Interim Development Agreement and Supplement to Lease with Sovereign Oklahoma Development, LLC and Sovereign Development Fund I LLC, Directing Replenishment of Funds, and

Authorizing Alternate Funding Sources Pending Payment (or repayment) from Tax Increments Generated by Increment District No. 1, City of Ardmore, James Chambers seconded the motion and it passed unanimously.

Item 8: Presentation and discussion of Amended and Restated Trust Indenture and Bylaws of the Ardmore Development Authority. No Action.

Item 9: Presentation and discussion of amended Conflict of Interest Policy.

- Recommendation was made by legal counsel to provide annual disclosures with Trustees in regards to file disclosures. Legal Council also recommended that a fiscal year calendar be used going forward, as opposed to calendar year. No action.

Item 10: Staff Report.

- Mita Bates updated on Cornerstone's participation in the Michelin Charity Golf Tournament.
- Brian Carter briefed on the Oklahoma Economic Development Council's annual conference that he, Chris and Tyler attended in OKC.
- Brian Carter congratulated Mita and the Chamber on the success of the Fireball Run.
- Chris Bryant attended the Oklahoma Municipal League conference.
- Brian provided an update on Depot Park and the 2015 Lt Gov Turkey Hunt.
- Brian informed the Board of the Noble Foundation's new efforts into business development.
- Brian and Chris gave a tour of the Airpark to President Vick Bird and Dale Williams of the Oklahoma Aeronautical Commission and local elected officials Frank Simpson and Pat Ownbey.
- Upcoming events: Brian and Chris are currently attending the International Economic Development Council's annual conference and will return to Ft. Worth after this meeting, Airpark fence bidding will take place on October 29th.

Item 11: Legal Counsel Report.

- Dan Batchelor noted the opportunity to be able to move forward with no pending issues and recommended long-term strategies for the public and the Airpark.

Item 12: Adjourn.

- With no further business to discuss, a motion to adjourn was made by James Chambers, seconded by Steve Jordan; the motion passed unanimously. Meeting adjourned at 5:04 p.m.

Respectfully submitted:



Secretary



**REGULAR MEETING
ARDMORE DEVELOPMENT AUTHORITY
3:00 P.M., September 22, 2014
Ardmore Development Authority, 410 W. Main St, Ardmore, OK

1. Call to Order
2. Confirmation of Compliance with Open Meeting Act
3. Approval of the minutes of the August 18, 2014 regular meeting and September 2, 2014 special meeting
4. Consideration and acceptance of August Financial Statements
5. Consider approval of Settlement Agreement between the Ardmore Public Works Authority, the Ardmore Development Authority and IMTEC Real Estate, LLC, to settle issues related to the Water Tower Property located on North Commerce
6. Consider approval of Second Amendment to Lease by and between the Ardmore Development Authority and Imtec Real Estate, LLC amending the lease agreement dated July 2, 2001 and authorize the Chairman to execute the same.
7. Consider approval of Amendment to Lease by and between the Ardmore Development Authority and Imtec Real Estate, LLC amending the lease agreement dated June 30, 2006 and authorize the Chairman to execute the same.
8. Consider approval of Amendment to Lease by and between the Ardmore Development Authority and Imtec Real Estate, LLC amending the lease agreement dated March 7, 2008 and authorize the Chairman to execute the same.
9. Consider approval of Agreement between the Ardmore Development Authority and the City of Ardmore and/or Ardmore Public Works Authority to Sell and Convey the Parking Lot located near the Water Tower Property and Authorizing a Quit Claim Deed
10. Staff Report
11. Legal Counsel Report
12. Adjourn

TRUSTEES PRESENT: Gary Farabough, Ron Crosby, Henry Roberts, Chris Sandvick, Steve Jordan
EX-OFFICIO TRUSTEES: Mita Bates, JD Spohn, Martin Dyer
STAFF: Brian Carter, Chris Bryant, Tyler Young, Dan Batchelor and Emily Pomeroy via Conference Call
GUESTS: Michael Pineda, Thom McGuire, Jennifer O'Steen

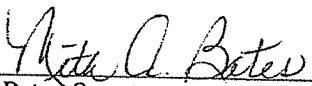
- Item 1: Chairman, Gary Farabough called the meeting to order at 3:02 p.m.
- Item 2: Confirmation of compliance with Open Meeting Act.
- Brian Carter and legal counsel confirmed that the meeting was in compliance of the Open Meeting Act.
- Item 3: Approval of the minutes of the August 18, 2014 Regular Meeting and September 2, 2014 Special Meeting.
- Henry Roberts moved to approve the minutes, Chris Sandvick seconded the motion and it passed unanimously.
- Item 4: Consideration and Possible Action for acceptance of August, 2014 Financial Statements:
- Ron Crosby moved to approve the August 2014 Financial Statements, Henry Roberts seconded the motion and it passed unanimously.
- Item 5: Consideration and Possible Action to Approve the Settlement Agreement between the Ardmore Public Works Authority, the Ardmore Development Authority and IMTEC Real Estate, LLC, to settle issues related to the Water Tower Property located on North Commerce.
- Henry Roberts moved to approve the Settlement Agreement between the Ardmore Public Works Authority, the Ardmore Development Authority and IMTEC Real Estate, LLC, to settle issues related to the Water Tower Property located on North Commerce, Steve Jordan seconded the motion and it passed unanimously.
- Item 6. Consideration and Possible Action to Approve the Second Amendment to Lease by and between the Ardmore Development Authority and IMTEC Real Estate, LLC, amending the lease agreement dated July 2, 2001 and authorize the Chairman to execute the same.
- Chris Sandvick moved to approve the Second Amendment to Lease by and between the Ardmore Development Authority and IMTEC Real Estate, LLC, amending the lease agreement dated July 2, 2001 and authorizing the Chairman to execute the same, Ron Crosby seconded the motion and it passed unanimously.
- Item 7. Consideration and Possible Action to Approve an Amendment to Lease by and between the Ardmore Development Authority and IMTEC Real Estate, LLC, amending the lease agreement dated June 30, 2006 and authorize the Chairman to execute the same.
- Chris Sandvick moved to approve the Amendment to Lease by and between the Ardmore Development Authority and IMTEC Real Estate, LLC, amending the lease agreement dated June 30, 2006 and authorize the Chairman to execute the same, Ron Crosby seconded the motion and it passed unanimously.
- Item 8. Consideration and Possible Action to Approve an Amendment to Lease by and between the Ardmore Development Authority and IMTEC Real Estate, LLC, amending the lease agreement dated March 7, 2008 and authorize the Chairman to execute the same.
- Steve Jordan moved to approve the Amendment to Lease by and between the Ardmore Development Authority and IMTEC Real Estate, LLC, amending the lease agreement dated March 7, 2008 and authorize the Chairman to execute the same, Henry Robert seconded the motion and it passed unanimously.
- Item 9. Consideration and Possible Action to Approve an Agreement between the Ardmore Development Authority and the City of Ardmore and/or the Ardmore Public Works Authority to Sell and Convey the Parking Lot located near the Water Tower Property and Authorizing a Quit Claim Deed.
- Steve Jordan moved to approve the Agreement between the Ardmore Development Authority and the City of Ardmore and/or the Ardmore Public Works Authority to Sell and Convey the Parking Lot located near the Water Tower Property and Authorizing a Quit Claim Deed and to authorize the Chairman to execute the same, Ron Crosby seconded the motion and it passed unanimously.

Item 10. Staff and Legal Counsel Reports

- Brian Carter announced Mita Bates was being honored as One of Fifty Women Making a Difference in Oklahoma by the Journal Record
- Event/ Marketing Highlights: Brian attended IAMC and Chris attended BEDC
- Upcoming Events: OEDC, IEDC, Michelin Charity Golf Tournament, OAC
- Planning Retreat will start at 9:30 on September 25th
- Dan Batchelor noted the planning retreat will be very beneficial to build and integrate as a team. Mr. Batchelor emphasized the only purpose of the retreat will be for information and discussion.

Item 10. Adjourn. With no further business to discuss, a motion to adjourn was made by Henry Roberts and seconded by Steve Jordan; the motion passed unanimously. Meeting adjourned at 3:54 pm.

Respectfully submitted:



Mita Bates, Secretary



**SPECIAL MEETING
ARDMORE DEVELOPMENT AUTHORITY
4 P.M., September 2, 2014
Ardmore Development Authority, 410 W. Main St, Ardmore, OK

1. Call to Order
2. Confirmation of Compliance with Open Meeting Act
3. Consideration and possible action to approve the Right of Way Agreement between the City of Ardmore and the Ardmore Development Authority and to authorize the Chairman of the Authority to execute said Right of Way Agreement
4. Consideration and possible action to authorize the payment of \$10,000.00 to the City of Ardmore consistent with the terms of the Right of Way Agreement between the City of Ardmore and the Ardmore Development Authority
5. Consideration and possible action to approve the Right of Way Grant transferring right of way easements from the Ardmore Development Authority to Sovereign Development Fund I LLC and the Covenant Agreement between the Ardmore Development Authority and Sovereign Development Fund I LLC, consistent with the terms of the Interim Development Agreement and Supplement to Lease, and to authorize the Chairman of the Ardmore Development Authority to execute the Right of Way Grant and the Covenant Agreement and file documents of record as necessary and appropriate
6. Staff and Legal Counsel Report
7. Adjourn

ARDMORE DEVELOPMENT AUTHORITY
BOARD OF TRUSTEES
BOARD MINUTES

September 2, 2014
Chamber of Commerce
4:00 P M.

TRUSTEES PRESENT: Mike Cawley, Chris Sandvick, James Chambers, Steve Jordan, Ron Crosby
EX-OFFICIO TRUSTEES: J.D. Spohn, Mita Bates
ABSENT: Henry Roberts, Kim Kornhaas, Gary W. Farabough, Phillip Washington
STAFF: Brian Carter, Chris Bryant, Tyler Young, Dan Batchelor & Emily Pomeroy via conference call
GUESTS: Jennifer O'Steen

- Item 1: Vice - Chairman, James Chambers called the meeting to order at 3:59 p.m.
- Item 2: Confirmation of Compliance with Open Meeting Act. Brian Carter and legal counsel confirmed that the meeting is in compliance with the Open Meeting Act.
- Item 3: Consideration and possible action to approve the Right of Way Agreement between the City of Ardmore and the Ardmore Development Authority to authorize the Chairman of the Authority to execute said Right of Way Agreement.
- Mike Cawley moved to approve the Right of Way Agreement and authorize the Chairman to execute said agreement, Ron Crosby seconded; the motion passed unanimously.
- Item 4: Consideration and possible action to authorize the payment of \$10,000.00 to the City of Ardmore consistent with the terms of the Right of Way Agreement between the City of Ardmore and the Ardmore Development Authority.
- Steve Jordan moved to authorize payment of \$10,000.00 to the City of Ardmore consistent with the terms of the Right of Way Agreement, Chris Sandvick seconded; the motion passed unanimously.
- Item 5: Consideration and possible action to approve the Right of Way Grant transferring right of way easements from the Ardmore Development Authority to Sovereign Development Fund I LLC and the Covenant Agreement between the Ardmore Development Authority and Sovereign Development Fund I LLC, consistent with the terms of the Interim Development Agreement and Supplement to Lease and to authorize the Chairman of the Ardmore Development Authority to execute the Right of Way Grant and the Covenant Agreement and file documents of record as necessary and appropriate.
- Ron Crosby moved to approve the Right of Way Grant and the Covenant Agreement and to authorize the Chairman to execute the Right of Way Grant and Covenant Agreement and file documents of record as necessary and appropriate, Steve Jordan seconded; the motion passed unanimously.
- Item 6: Staff and Legal Council Report
Dan Batchelor informed the board that the City Commission would be considering the approval of the ADA Right of Way Ordinance in its meeting this evening. There is also an ordinance for consideration that would approve a minor amendment to the airpark project (TIF #1). The action clarifies and restates the project area and increment boundaries, declares certain project objectives, principal actions and project authorizations.. This would not increase the project's size. Brian Carter noted that these actions should be viewed as repairing foundational issues.
- Item 7: Adjourn. With no further business to discuss, a motion to adjourn was made by Ron Crosby and seconded by Steve Jordan; the motion passed unanimously. Meeting adjourned at 4:23pm.

Respectfully Submitted:


Secretary



**REGULAR MEETING
ARDMORE DEVELOPMENT AUTHORITY
3:00 P.M., August 18, 2014**

Ardmore Development Authority, 410 W. Main St, Ardmore, OK

1. Call to Order
2. Confirmation of Compliance with Open Meeting Act
3. Approval of the minutes of the July ADA regular meeting
4. Consideration and acceptance of July Financial Statements
5. Staff and Prospect Report
6. Consideration and possible action to enter into Executive Session for purposes of economic development as it relates to the financing and recruitment of a business to locate within the Ardmore Airpark as public disclosure would interfere with the development of goods and services and would violate the confidentiality of the business as authorized by 25 O.S. Section 307(C)(10)
 - a. Reconvene into Regular Session
7. Consideration and possible action on items discussed in executive session
8. Consideration and possible action to enter into Executive Session for purposes of economic development as it relates to the financing and recruitment of a business to locate within the Ardmore Airpark as public disclosure would interfere with the development of goods and services and would violate the confidentiality of the business as authorized by 25 O.S. Section 307(C)(10)
 - a. Reconvene into Regular Session
9. Consideration and possible action on items discussed in executive session
10. Consideration and possible action to enter into Executive Session for the purposes of discussing the employment, hiring, appointment, promotion, demotion, disciplining or resignation of the Interim President/CEO as authorized by 25 O.S. Section 307(B)(1)
 - a. Reconvene into Regular Session
11. Consideration and possible action on items discussed in executive session
12. Legal Counsel Report
13. Adjourn

TRUSTEES PRESENT: Kim Kornhaas, Mike Cawley, Chris Sandvick, James Chambers, Gary W. Farabough, Phillip Washington
EX-OFFICIO TRUSTEES PRESENT: Martin Dyer, J.D. Spohn, Mita Bates
ABSENT: Henry Roberts, Steve Jordan, Ron Crosby
STAFF: Brian Carter, Chris Bryant, Tyler Young, Dan Batchelor & Emily Pomeroy via conference call
GUESTS: Michael Pineda, Thom McGuire, Kirk Evans

- Item 1: Chairman, Gary W. Farabough called the meeting to order at 3:03 p.m.
- Item 2: Confirmation of Compliance with Open Meeting Act. Brian Carter and legal counsel confirmed that the meeting is in compliance with the Open Meeting Act.
- Item 3: Approval of the minutes for the July 21st Meeting.
- Mike Cawley moved to approve the minutes, Kim Kornhaas seconded; the motion passed unanimously.
- Item 4: Consideration and acceptance of July Financial Statements.
- Chris Sandvick presented the financials from July.
- James Chambers moved to accept the July financial report, Kim Kornhaas seconded; the motion passed unanimously.
- Item 5: Staff and Prospect Report.
- Brian Carter highlighted Chris Bryant's trip to Oshkosh, WI, for the annual Experimental Aircraft Association air show. Chris and others promoted aviation in Oklahoma.
- Brian Carter also provided overviews of his two trips to Logistics and Economic Development conventions in Memphis and Park City. Further, he highlighted the current dynamic logistics market and the potential opportunities for Ardmore.
- Chris Bryant introduced Kirk Evans from Lochner Engineering. Kirk presented Lochner's design for a perimeter fence around the runway and flight line at the airpark. Brian noted that the key directives regarding the creation of the fence were that it would be permanent and to minimize its impact on potential development.
- Brian Carter noted that the Planning Retreat will be held Thursday, Sept. 25, 2014. Topics to be discussed will include but are not limited to: Drafting of By-laws, FY 15-20 Financial Review, Proposals for Action, and the creation of a Time-Phased Draft of Capital Projects & Marketing.
- Kim Kornhaas moved to consider Agenda Item Numbers 10 & 11, Chris Sandvick seconded; the motion passed unanimously.
- Item 10: Consideration and possible action to enter into Executive Session for the purposes of discussing the employment, hiring, appointment, promotion, demotion, disciplining or resignation of the Interim President/CEO by 25 O.S. Section 307(B)(1). James Chambers moved to enter into Executive session, Kim Kornhaas seconded: motion passed unanimously. Executive Session was entered at 3:40pm.
a. Reconvene into Regular Session.
- James Chambers moved to reconvene into Regular Session, Phillip Washington seconded: the motion passed unanimously. Regular Session was re-entered at 4:00pm.
- Item 11: Consideration and possible action on items discussed in executive session.
- Kim Kornhaas moved to remove "Interim" from the title of Brian Carter, naming him permanent President/CEO, as well as providing for the establishment of a committee appointed by the Chairman consisting of himself, Mike Cawley, and Ron Crosby to craft an employment agreement, Phillip Washington seconded: the motion passed unanimously with Mike Cawley expressing his support prior to leaving the meeting.
- Item 6: Consideration and possible action to enter into Executive Session for purposes of economic development as it relates to the financing and recruitment of a business to locate within the Ardmore Airpark as public disclosure would interfere with the development of goods and services and would violate the confidentiality of the business as authorized by 25 O.S. Section 307(C) (10). James Chambers moved to enter into Executive session, Chris Sandvick seconded; the motion passed unanimously. Executive Session was entered at 4:06pm
a. Reconvene into Regular Session.

- James Chambers moved reconvene into Regular Session, Kim Kornhaas seconded; the motion passed unanimously. Regular Session was re-entered at 4:10pm.

Item 7: Consideration and possible action on items discussed in executive session. No action taken.


Item 8: Chris Sandvick moved to table Agenda Items 8 & 9, James Chambers seconded; motion passed unanimously.

Item 12: Legal Counsel Report.

- Dan Batchelor informed the board that he was nearing terms on the transfer of right-of-way to Sovereign Development and its entities with possible action in next month's meeting.

Item 13: Adjourn. With no further business to discuss, a motion to adjourn was made by James Chambers and seconded by Phillip Washington; the motion passed unanimously. Meeting adjourned at 4:15pm.

Respectfully Submitted:


Secretary



**REGULAR MEETING
ARDMORE DEVELOPMENT AUTHORITY**

3:00 P.M., July 21, 2014

Ardmore Development Authority, 410 W. Main St, Ardmore, OK

1. Call to Order
2. Confirmation of Compliance with Open Meeting Act
3. Approval of the minutes of the June meetings
4. Consideration and acceptance of June Financial Statements
5. Consideration and adoption of FY 15 Budget
6. Consideration and possible action to purchase of 2010 Buick Enclave from Ardmore Tourism Authority in the amount of \$3,673.60 and the Ardmore Chamber of Commerce in the amount of \$8,244.80
7. Consideration and possible action to execute real estate transfer to the Hickory Ridge Homeowner's Association.
8. Staff and Prospect Report
9. Consideration and possible action to approve issuance of Credit Cards with an aggregate spending limit of \$20,000 to Interim President and the Director of Aviation and Logistics Development.
10. Consideration and possible action to enter into Executive Session for purposes of economic development as it relates to the financing and recruitment of a business to locate within the Ardmore Airpark as public disclosure would interfere with the development of goods and services and would violate the confidentiality of the business as authorized by 25 O.S. Section 307(C)(10)
 - a. Reconvene into Regular Session
11. Consideration and possible action on items discussed in executive session
12. Legal Counsel Report
13. Adjourn

ARDMORE DEVELOPMENT AUTHORITY
BOARD OF TRUSTEES
BOARD MINUTES

July 21, 2014
Chamber of Commerce
3:00 P M.

TRUSTEES PRESENT: Kim Kornhaas, Henry Roberts, Chris Sandvick, James Chambers, Gary W. Farabough, Phillip Washington, Steve Jordan, Mita Bates

ABSENT: Mike Cawley

STAFF: Brian Carter, Chris Bryant, Micele Garrison, Tyler Young, Dan Batchelor via conference call

GUESTS: Michael Pineda, Phillip Robinson, Tom Dunlap, Mike Todd, Dan Johns, Bill Dolman, Dan Bancroft

Item 1: Chairman, Gary W. Farabough called the meeting to order at 3:02 p.m.

Item 2: Confirmation of Compliance with Open Meeting Act.

- Dan Batchelor confirmed that the meeting is in compliance with the Open Meeting Act.

Item 3: Approval of the minutes for both the June 16 Regular Meeting and June 23 Special Meeting.

- Ron Crosby moved to approve the minutes for the June 16, 2014 regular meeting and the June 23, 2014 special meeting; Henry Roberts seconded the motion and it passed unanimously.

Item 4: Consideration and acceptance of June Financial Statements.

- Chris Sandvick presented the financial report for June 2014. James Chambers moved to accept the June financial report, Kim Kornhaas seconded the motion and it passed unanimously.

Item 5: Consideration and adoption of the FY 2015 Budget.

- Brian Carter presented the FY 2015 budget. Henry Roberts moved to adopt the proposed budget and Phillip Washington seconded the motion. The motion passed unanimously.

Item 6: Consideration and possible action to the purchase of the 2010 Buick Enclave from Ardmore Tourism Authority in the amount of \$3,673.60 and the Ardmore Chamber of Commerce in the amount of \$8,244.80.

- Brian Carter requested the purchase of the Buick Enclave by the ADA as it is the only entity receiving the benefit of its use. The price is based on Kelley Blue Book analysis. The indicated value of the vehicle was \$16,000. The proposed purchase is based on the percentage ownerships of the Chamber of Commerce and Ardmore Tourism Authority. Henry Roberts moved to accept the action to purchase the 2010 Buick Enclave from Ardmore Tourism Authority in the amount of \$3,673.60 and the Ardmore Chamber of Commerce in the amount of \$8,244.80; James Chambers seconded the motion and it passed unanimously.

Item 7: Consideration and possible action to execute real estate transfer to the Hickory Ridge Homeowner's Association. Brad Wilson and Andrew Bancroft of the Hickory Ridge Homeowner's Association described the process used forming the Hickory Ridge Home Owners Association. The HOA Board has taken action to accept the ADA's offer of all properties related to the Hickory Ridge development. Brian Carter noted that all ADA interests and properties within the development were being transferred with this action. James Chambers moved to approve the real estate transfer to the Hickory Ridge Homeowner's Association. Henry Roberts seconded the motion and it passed unanimously.

Item 8: Staff and Prospect Report.

- Brian Carter introduced Dan Johns and Mike Todd with XTO. They provided an update on operations of the oil/gas wells at the Ardmore Airpark. .
- Brian Carter introduced Phillip Robinson with Wildlife Conservation, who gave a verbal report preceding his formal Wildlife Analysis at the Ardmore Airpark as required by the FAA. He highlighted the risks posed by elk/deer and made recommendation for the construction of a protective fence. Brian Carter reported that the fence design was in process and a proposal would be presented to the board as soon as possible.
- Brian Carter provided an updated overview for the reconstruction process of the DOC building. The process will be deferred to FY16.
- Brian Carter briefed the trustees on the sewage treatment project for the Airpark. The City of Ardmore is acquiring all necessary title/right of way provisions at this time. Brian Carter issued a public thanks to the Mayor, City Manager and APWA staff for their support.
- Brian Carter updated the committee on the shared expense with King aerospace for a repair completed to the floor of the main hangar following a water main line break.

Item 9: Consideration and possible action to approve issuance of Credit Cards with an aggregate spending limit of \$20,000.00 to Interim President and the Director of Aviation and Logistics Development.

- James Chambers moved to approve issuance of Credit Cards with an aggregate spending limit of \$20,000.00 to Interim President and the Director of Aviation and Logistics Development. Chris Sandvick seconded the motion and it passed unanimously.

Item 10: Consideration and possible action to enter into executive session for purposes of economic development as it relates to the financing and recruitment of a business to locate within the Ardmore Airpark as public disclosure would interfere with the development of goods and services and would violate the confidentiality of the business as authorized by 25 O.S. 307(C)(10). Executive session was entered at 4:20pm.

- a. Reconvene into Regular Session. Henry Roberts moved to approve the motion, James Chambers seconded: the motion passed unanimously. Regular Session was re-entered at 5:00pm.

Item 11: Consideration and possible action on items discussed in executive session.

- James Chambers moved to approve the dedication of \$100,000 towards a grant application to the Department of Transportation Small Community Air Service Development Program (SCASDP). This would contribute 20% towards an overall \$500,000 package. The grant request would be for \$400,000 from the Department of Transportation. The motion further authorized the formation of a public-private partnership with a Part 135 Air-taxi carrier. Steve Jordan seconded the motion and it passed unanimously.

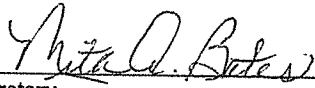
Item 12: Legal Counsel Report.

- Dan Batchelor cited that Sovereign Development/Sovereign Oklahoma Development formally executed Part 1 & 2 of the Interim Development Agreement. The Right of Way Condemnation Action has been dismissed and the current work is being focused on the Right of Way Agreements between the City, the ADA and Sovereign.

Item 13: Adjourn.

- With no further business to discuss, a motion to adjourn was made by Steve Jordan and seconded by James Chambers and the motion passed unanimously. Meeting adjourned at 5:10pm.

Respectfully Submitted:


Secretary



**REGULAR MEETING
ARDMORE DEVELOPMENT AUTHORITY**

3:00 P.M., June 16, 2014

Ardmore Development Authority, 410 W. Main St, Ardmore, OK

1. Call to Order
2. Confirmation of Compliance with Open Meeting Act
3. Approval of the minutes of the May regular meeting
4. Consideration and acceptance of May Financial Statements
5. Consideration and possible action on acceptance of the FY 2013 Financial Audit
6. Staff and Prospect Report
7. Consideration and possible action to enter into executive session for confidential communications with legal counsel concerning the issues and circumstances related to pending litigation entitled Ardmore Development Authority v. Highway 53, LLC, District Court of Carter County, Case No. CV-2012-39; and Highway 53, LLC v. Ardmore Development Authority and Sovereign Development Fund I, District Court of Carter County, Case No. CJ-2013-152, upon the advice of legal counsel that public disclosure will seriously impair the ability of the Ardmore Development Authority to process the claims and conduct the pending litigations in the public interest as authorized by 25 O.S. Section 307(B)(4)
 - a. Reconvene into Regular Session
8. Consideration and possible action on items discussed in executive session including possible authorization for legal counsel and Trustees to take action regarding the pending litigation and related matters in connection with the Ardmore Industrial Airpark Project
9. Consideration and possible action to approve Resolution Approving Ardmore Industrial Airpark Project Part I and Part II of Interim Development Agreement and Supplement to Lease with Sovereign Oklahoma Development, LLC and Sovereign Development Fund I LLC, in Support of the Ardmore Industrial Airpark Project, and Recommending Approval of Consent by the City of Ardmore, Oklahoma
10. Consideration and possible action to enter into executive session to discuss confidential communications with legal counsel regarding the pending claim of IMTEC Real Estate, LLC to an interest in certain real property sold by the Ardmore Development Authority to the Ardmore Public Works Authority for the location of a water tower, upon the advice of legal counsel that disclosure will seriously impair the ability of the Ardmore Development Authority to process the claims and conduct the pending proceeding in the public interest as authorized by 25 O.S. Section 307(B)(4)
 - a. Reconvene into Regular Session



11. Consideration and possible action on items discussed in executive session including possible authorization for legal counsel and Trustees to take action regarding the pending claim of IMTEC Real Estate, LLC to an interest in certain real property sold by the Ardmore Development Authority to the Ardmore Public Works Authority for the location of a water tower
12. Legal Counsel Report
13. Adjourn

ARDMORE DEVELOPMENT AUTHORITY
BOARD OF TRUSTEES
BOARD MINUTES

June 16, 2014
Chamber of Commerce
3:00 P M.

TRUSTEES PRESENT: Kim Kornhaas, Henry Roberts, Chris Sandvick, Mike Cawley, James Chambers, Gary W. Farabough, Phillip Washington, Mita Bates
ABSENT: Steve Jordan
STAFF: Brian Carter, Chris Bryant, Micele Garrison, Dan Batchelor via conference call
GUESTS: Tyler Young, Julie Altman, Michael Pineda

- Item 1: Chairman, Gary W. Farabough called the meeting to order at 3:03 p.m.
- Item 2: Confirmation of Compliance with Open Meeting Act.
- Brian Carter and legal counsel confirmed that the meeting is in compliance with the Open Meeting Act.
- Item 3: Approval of the minutes of the May 19 Regular Meeting.
- Mike Cawley moved to approve the minutes, Ron Crosby seconded the motion and it passed unanimously.
- Item 4: Consideration and acceptance of May Financial Statements.
- Chris Sandvick presented the financials from May. Mike Cawley moved to accept the May financial report, Phillip Washington seconded; the motion passed unanimously.
- Item 5: Consideration and possible action on acceptance of the FY 2013 Financial Audit.
- Henry Roberts moved to accept the FY 2013 Financial Audit, James Chambers seconded the motion and it passed unanimously.
- Item 6: Staff and Prospect Report.
- Brian Carter gave an overview of two possible prospects for the Colvert Dairy Building.
- Brian Carter briefed the committee on the BNSF Sales/Operation meeting at the Airpark
- Item 7: Consideration and possible action to enter into executive session for confidential communications with development legal counsel concerning the issues and circumstances related to pending litigation entitled Ardmore Development Authority v. Highway 53 LLC, District Court of Carter County, Case No. CV-2012-39; and Highway 53, LLC v. Ardmore Development Authority and Sovereign Development Fund I, District Court of Carter County, Case No. CJ-2013-152, upon the advice of legal counsel that public disclosure will seriously impair the ability of the Ardmore Development Authority to process the claims and conduct the pending litigations in the public interest as authorized by 25 O.S. Section 307(B)(4).
- James Chambers moved to approve the motion; Chris Sandvick seconded and the motion passed unanimously. Executive session entered at 3:18pm.
a. Reconvene into regular session.
- Mike Cawley moved to approve the motion, James Chambers seconded; the motion passed unanimously. Reconvened at 3:30pm.
- Item 8: Consideration and possible action on items discussed in executive session including possible authorization for legal counsel and Trustees to take action regarding the pending litigation and related matters in connection with the Ardmore Industrial Airpark Project.
- No action taken.
- Item 9: Consideration and possible action to approve Resolution Approving Ardmore Industrial Airpark Project Part I and Part II of Interim Development Agreement and Supplement to Lease with Sovereign Oklahoma Development, LLC and Sovereign Development Fund I LLC, in Support of the Ardmore Industrial Airpark Project and Recommending Approval of Consent by the City of Ardmore, Oklahoma.
- No action taken
- Item 10: Consideration and possible action to enter into executive session for confidential communications with development legal counsel concerning the issues and circumstances related to pending claim of IMTEC Real Estate, to an interest in certain real property sold by the Ardmore Development authority to the Ardmore Public Works Authority for the location of a water tower, upon the advice of development legal counsel that public disclosure of the matter will violate the confidentiality of the business, as authorized by 25 O.S. Section 307(B)(4).
- No action taken

a. Reconvene into regular session.

Item 11: Consideration and possible action on items discussed in executive session including possible authorization for legal counsel and Trustees to take action regarding the pending claim of IMTEC Real Estate, to an interest in certain real property sold by the Ardmore Development authority to the Ardmore Public Works Authority for the location of a water tower.

- No action taken

Item 12: Legal Counsel Report. Legal counsel noted no additional information to be entered at this time.

Item 13: Adjourn. With no further business to discuss, meeting adjourned at 3:32pm.

Respectfully submitted: *Mitch A. Bates*
Secretary



**REGULAR MEETING
ARDMORE DEVELOPMENT AUTHORITY**

3:00 P.M., May 19, 2014

Ardmore Development Authority, 410 W. Main St, Ardmore, OK

1. Call to Order
2. Confirmation of Compliance with Open Meeting Act
3. Approval of the minutes of the April regular meeting
4. Consideration and acceptance of April Financial Statements
5. Consideration and possible action on approval of the FY 2013 Financial Audit
6. Consideration and possible action authorizing creation of Ardmore Development Authority credit card accounts
7. Staff and Prospect Report
8. Consideration and possible action to approve the trade-in of a John Deere MX 15 Brush Cutter with an approximate trade-in value of \$4,000.00 for application towards Item 9(a).
9. Consideration and possible action on the purchase of the following items pursuant to the Oklahoma State Contract:
 - a. (1) John Deere HX 20 Brush Cutter in the amount of \$15,353.95 (after credit for trade-in)
 - b. (1) John Deere 6100 Series Tractor in the amount of \$42,082.04
 - c. (1) John Deere Grooming Mower in the amount of 3,788.40
10. Consideration and possible approval of Bylaws of the Ardmore Development Authority
11. Consideration and possible action to authorize the expenditure of \$600,000 for the purpose of repaying a loan from the City of Ardmore.
12. Consideration and possible action to enter into executive session for confidential communications with development legal counsel related to economic development, including the transfer of property, financing, or the creation of a proposal to entice a business to locate within the ADA's jurisdiction upon the advice of development legal counsel that public disclosure of the matter discussed will violate the confidentiality of the business, as authorized by 25 O.S. Section 307(C)(10)
 - a. Reconvene into Regular Session
13. Consideration and possible action on items discussed in executive session including approval of sub-lease with Tactical Electronics for use of property at Ardmore Industrial Airpark

14. Consideration and possible action to enter into executive session for confidential communications with development legal counsel concerning the issues and circumstances related to pending litigation entitled Ardmore Development Authority v. Highway 53, LLC, District Court of Carter County, Case No. CV-2012-39; and Highway 53, LLC v. Ardmore Development Authority and Sovereign Development Fund I, District Court of Carter County, Case No. CJ-2013-152, upon the advice of development legal counsel that public disclosure will seriously impair the ability of the Ardmore Development Authority to process the claims and conduct the pending litigations in the public interest as authorized by 25 O.S. Section 307(B)(4)

a. Reconvene into Regular Session

15. Consideration and possible action on items discussed in executive session including possible authorization for development legal counsel and Trustees to take action regarding the pending litigation and related matters in connection with the Ardmore Industrial Airpark Project.

16. Legal Counsel Report

17. Adjourn

ARDMORE DEVELOPMENT AUTHORITY
BOARD OF TRUSTEES
BOARD MINUTES

May 19, 2014
Chamber of Commerce
3:00 P M.

TRUSTEES PRESENT: Kim Kornhaas, Mita Bates Henry Roberts, Mike Cawley, Steve Jordan, James Chambers, Gary W. Farabough, Ron Crosby, Martin Dyer, JD Spohn
ABSENT: Chris Sandvick, Phillip Washington
STAFF: Brian Carter, Chris Bryant, Micele Garrison Dan Batchelor, Emily Pomeroy
GUESTS: Michael Pineda, Tyler Young, Julie Altman

- Item 1: Call to order
- Chairman, Gary W. Farabough called the meeting to order at 3:03 p.m.
- Item 2: Confirmation of Compliance with Open Meeting Act.
- Brian Carter and legal counsel confirmed that the meeting is in compliance with the Open Meeting Act.
- Item 3: Approval of the minutes of the April 21 Regular Meeting.
- James Chambers moved to approve the motion, Henry Roberts seconded; the motion passed unanimously.
- Item 4: Consideration and acceptance of April Financial Statements.
- Brian Carter, with the assistance of Mita Bates, presented the financials from April. Henry Roberts moved to accept the April financial report, Steve Jordan seconded; the motion passed unanimously.
- Item 5: Consideration and possible action on approval of the FY 2013 Financial Audit.
- No action taken.
- Item 6: Consideration and possible action authorizing creation of Ardmore Development Authority credit card accounts.
- A motion was made to authorize the creation of a credit card account for the Ardmore Development Authority. Mike Cawley moved approval, James Chambers seconded: the motion passed unanimously.
- Item 7: Staff and Prospect Report.
- Chris Bryant provided an overview of the 2014 AUVSI Annual Conference, held in Orlando.
- Brian Carter announced the ribbon cutting ceremony for IFS Powder Coating on June 18 at 10:00 am. All are encouraged to attend in support.
- Brian Carter gave an update on the Colvert Dairy building. No new prospects, at this time.
- Brian Carter introduced the ADA's new intern, Tyler Young.
- Item 8: Consideration and possible action to approve the trade-in of a John Deere MX15 Brush Cutter with an approximate trade-in value of \$4,000.00 for application towards Item 9(a).
- Ron Crosby moved to approve the trade-in as proposed, James Chambers seconded; the motion passed unanimously.
- Item 9: Consideration and possible action on the purchase of the following items pursuant to the Oklahoma State Contract:
- a. (1) John Deere HX20 Brush Cutter in the amount of \$15,353.95 (after credit for trade-in)
 - b. (1) John Deere 6100 Series Tractor in the amount of \$42,082.04
 - c. (1) John Deere Grooming Mower in the amount of \$3,788.40
- Kim Kornhaas moved to approve purchase of above listed items (9a, 9b and 9c), James Chambers seconded: the motion to purchase passed unanimously.
- Item 10: Consideration and possible approval of Bylaws of the Ardmore Development Authority.
- No action taken.
- Item 11: Consideration and possible action to authorize the expenditure of \$600,000 for the purpose of repaying a loan from the City of Ardmore.
- James Chambers moved to approve the repayment, Ron Crosby seconded; the motion passed unanimously.
- Item 12: Consideration and possible action to enter into executive session for confidential communications with development legal counsel related to economic development, including the transfer of property, financing, or the creation of a proposal to entice

a business to locate within the ADA's jurisdiction upon the advice of development legal counsel that public disclosure of the matter will violate the confidentiality of the business, as authorized by 25 O.S. Section 307(C)(10).

- Steve Jordan moved to enter executive session; Mike Cawley seconded; the motion passed unanimously. Executive session entered at 3:30pm.

a: Reconvene into regular session:

- James Chambers moved to reconvene into regular session; Kim Kornhaas seconded and the motion passed unanimously. Regular session entered at 3:43pm.

Item 13: Consideration and possible action on items discussed in executive session, including approval of sub-lease with Tactical Electronics for use of property at Ardmore Industrial Airpark.

- Steve Jordan moved to approve the sub-lease with Tactical Electronics, Henry Roberts seconded; the motion passed unanimously.

Item 14: Consideration and possible action to enter into executive session for confidential communications with development legal counsel concerning the issues and circumstances related to pending litigation entitled Ardmore Development Authority v. Highway 53 LLC, District Court of Carter County, Case No. CV-2012-39; and Highway 53, LLC v. Ardmore Development Authority and Sovereign Development Fund I, District Court of Carter County, Case No. CJ-2013-152, upon the advice of legal counsel that public disclosure will seriously impair the ability of the Ardmore Development Authority to process the claims and conduct the pending litigations in the public interest as authorized by 25 O.S. Section 307(B)(4).

- Henry Roberts moved to enter into executive session, Mike Cawley seconded; the motion passed unanimously. Executive session entered at 3:45pm.

a: Reconvene into regular session.

- Ron Crosby moved to reconvene regular session. James Chambers seconded and the motion passed unanimously. Regular session entered at 4:12pm.

Item 15: Consideration and possible action on items discussed in executive session including possible authorization for development counsel and Trustees to take action regarding the pending litigation and related matters in connection with the Ardmore Industrial Airpark Project, including the approval and execution of a partial settlement with Sovereign Development Fund I, Sovereign Oklahoma Development and the City of Ardmore.

- No action taken.

Item 16: Legal Counsel Report.

- Legal counsel noted no new information to be entered at this time.

Item 17: Adjourn.

- With no further business to discuss, meeting adjourned at 4:15pm.

Respectfully submitted:


Secretary



REGULAR MEETING

ARDMORE DEVELOPMENT AUTHORITY

3:00 P.M., April 21, 2014

Ardmore Development Authority, 410 W. Main St, Ardmore, OK

1. Call to Order
2. Confirmation of Compliance with Open Meeting Act
3. Approval of the minutes of the March regular meeting
4. Consideration and acceptance of March Financial Statements
5. Staff and Prospect Report
6. Consideration and possible action on approval of purchase of a pick-up truck for use by the Ardmore Industrial Airpark from the Oklahoma State Contract in the amount of \$33,110.
7. Discussion and consideration of draft of Bylaws of the Ardmore Development Authority
8. Consideration and possible action to designate three Trustees to represent the Ardmore Development Authority on an Economic Development Policy Committee to be composed of representatives of the Ardmore Development Authority, the City of Ardmore, and the Ardmore Public Works Authority
9. Consideration and possible action to authorize the Chairman and legal counsel to convene a negotiation/mediation between representatives of IMTEC Real Estate, LLC, the Ardmore Development Authority, the City of Ardmore and the Ardmore Public Works Authority
10. Consideration and possible action to enter into executive session for confidential communications with development legal counsel related to economic development, including the transfer of property, financing, or the creation of a proposal to entice a business to locate within the ADA's jurisdiction upon the advice of development legal counsel that public disclosure of the matter discussed will violate the confidentiality of the business, as authorized by 25 O.S. Section 307(C)(10)
 - a. Reconvene into Regular Session
11. Consideration and possible action on items discussed in executive session including possible authorization for the Interim President, with the advice of development legal counsel, to prepare a lease agreement for review and approval by the Trustees and the City Commission
12. Consideration and possible action to enter into executive session for confidential communications with development legal counsel concerning the issues and circumstances related to pending litigation entitled Ardmore Development Authority v. Highway 53, LLC, District Court of Carter County, Case No. CV-2012-39; and Highway 53, LLC v. Ardmore Development Authority and Sovereign Development Fund I, District Court of Carter County, Case No. CJ-2013-152, upon the advice of development legal counsel that public disclosure will seriously impair the ability of the Ardmore Development Authority to process the claims and conduct the pending litigations in the public interest as authorized by 25 O.S. Section 307(B)(4)
 - a. Reconvene into Regular Session

13. Consideration and possible action on items discussed in executive session including possible authorization for development legal counsel and Trustees to take action regarding the pending litigation and related matters in connection with the Ardmore Industrial Airpark Project, including the approval and execution of a partial settlement agreement with Sovereign Development Fund I, Sovereign Oklahoma Development, and the City of Ardmore
14. Consideration and possible action to authorize development legal counsel to prepare and present to the Trustees and the City Commission a minor amendment to the existing project plan and increment district for the Ardmore Industrial Airpark Project
15. Consideration and possible action to authorize the Chairman and legal counsel to renegotiate the terms of the 2008 loan obligation to the City of Ardmore in the amount of \$600,000
16. Legal Counsel Report
17. Adjourn

ARDMORE DEVELOPMENT AUTHORITY
BOARD OF TRUSTEES
BOARD MINUTES

April 21, 2014
Chamber of Commerce
3:00 P M.

TRUSTEES PRESENT: Kim Kornhaas, Henry Roberts, Chris Sandvick, Steve Jordan, James Chambers, Gary W. Farabough, Phillip Washington, Sheryl Ellis, Mita Bates

ABSENT:

STAFF: Brian Carter, Mita Bates, Chris Bryant, Micele Garrison, Dan Batchelor, Emily Pomeroy

GUESTS: Jennifer O'Steen, D. Allen Wint, Michael Pineda

Item 1: Call to order.

- Chairman Gary W. Farabough called the meeting to order at 3:04 p.m.

Item 2: Confirmation of Compliance with Open Meeting Act.

- Brian Carter and legal counsel confirmed that the meeting is in compliance with the Open Meeting Act.

Item 3: Approval of the minutes of the March 24 Regular Meeting.

- Kim Kornhaas moved to approve the minutes, Phillip Washington seconded; the motion passed unanimously.

Item 4: Consideration and acceptance of March Financial Statements.

- Chris Sandvick presented the financials from March. Henry Roberts moved to approve the March financial report, James Chambers seconded; the motion passed unanimously.

Item 5: Staff and Prospect Report.

- Chris Bryant provided an overview of the 2014 OAOA Annual Conference, held in Ardmore.
- Chris Bryant gave a brief report of the Department of Corrections new facility project.
- Brian Carter gave an overview of the Lt Governor's Turkey Hunt.
- Chris Bryant provided information on the demolition of the building currently occupied by Atlas Roofing.

Item 6: Consideration and possible action on approval of purchase of a pick-up truck for use by the Ardmore Industrial Airpark from the Oklahoma State Contract in the amount of \$33,110.

- Henry Roberts moved to authorize the purchase. James Chambers seconded; the motion passed unanimously.

Item 7: Discussion and consideration of draft of Bylaws of the Ardmore Development Authority.

- Dan Batchelor presented a draft for the Bylaws. Gary W Farabough suggested that Trustees review the document and provide revisions. Final draft of the document to be considered for a vote in May. No action taken.

Item 8: Consideration and possible action to designate three Trustees to represent the Ardmore Development Authority on an Economic Development Policy Committee to be composed of representatives of the Ardmore Development Authority, the City of Ardmore and the Ardmore Public Works Authority.

- The Chairman recommended that the committee include: Kim Kornhaas, Mike Cawley, and Ron Crosby. Additionally, the Chairman, will serve as ex officio member. James Chambers moved to approve the committee as proposed by the chairman. Steve Jordan seconded and the motion passed unanimously.

Item 9: Consideration and possible action to authorize the Chairman and legal counsel to convene a negotiation/mediation between representatives of IMTEC Real Estate, LLC, the Ardmore Development Authority, the City of Ardmore and the Ardmore Public Works.

- Steve Jordan moved to authorize the Chairman and legal counsel to convene a negotiation/mediation between representatives of IMTEC Real Estate, LLC, the Ardmore Development Authority, the City of Ardmore and the Ardmore Public Works. James Chambers seconded and the motion passed unanimously.

Item 10: Consideration and possible action to enter into executive session for confidential communications with development legal counsel related to economic development, including the transfer of property, financing, or the creation of a proposal to entice a business to locate within the ADA's jurisdiction upon the advice of development legal counsel that public disclosure of the matter will violate the confidentiality of the business, as authorized by 25 O.S. Section 307(C)(10).

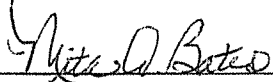
- James Chambers moved to enter into executive session; Chris Sandvick seconded and the motion passed unanimously. Executive session entered at 3:34pm.

Item 10a: Reconvene into regular session:

- James Chambers moved to reconvene into regular session. Kim Kornhaas seconded and the motion passed unanimously. Regular session entered at 4:32pm.

- Item 11: Consideration and possible action on items discussed in executive session including possible authorization for the Interim President, with the advice of counsel, to prepare a lease agreement for review and approval by the Trustees and the City Commission.
- Steve Jordan moved to authorization for the Interim President, with the advice of counsel, to prepare a lease agreement for review and approval by the Trustees and the City Commission. Henry Roberts seconded and the motion passed unanimously.
- Item 12: Consideration and possible action to enter into executive session for confidential communications with development legal counsel concerning the issues and circumstances related to pending litigation entitled Ardmore Development Authority v. Highway 53 LLC, District Court of Carter County, Case No. CV-2012-39; and Highway 53, LLC v. Ardmore Development Authority and Sovereign Development Fund I, District Court of Carter County, Case No. CJ-2013-152, upon the advice of legal counsel that public disclosure will seriously impair the ability of the Ardmore Development Authority to process the claims and conduct the pending litigations in the public interest as authorized by 25 O.S. Section 307(B)(4).
- James Chambers moved to enter into executive session; Kim Kornhaas seconded and the motion passed unanimously. Executive session entered at 4:34pm.
- Item 12a: Reconvene into regular session:
- Henry Roberts moved to reconvene regular session. James Chambers seconded and the motion passed unanimously. Regular session reconvened at 4:49pm.
- Item 13: Consideration and possible action on items discussed in executive session including possible authorization for development counsel and Trustees to take action regarding the pending litigation and related matters in connection with the Ardmore Industrial Airpark Project, including the approval and execution of a partial settlement with Sovereign Development Fund I, Sovereign Oklahoma Development and the City of Ardmore.
- No action taken.
- Item 14: Consideration and possible action to authorize development legal counsel to prepare and present to the Trustees and the City Commission a minor amendment to the existing project and increment district for the Ardmore Industrial Project.
- Kim Kornhaas moved to authorize development legal counsel to prepare and present to the Trustees and the City Commission a minor amendment to the existing project and increment district for the Ardmore Industrial Project. Steve Jordan seconded and the motion passed unanimously.
- Item 15: Consideration and possible action to authorize the Chairman and legal counsel to renegotiate the terms of the 2008 loan obligation to the City of Ardmore, in the amount of \$600,000.
- Kim Kornhaas moved to authorize the Chairman and legal counsel to renegotiate the terms of the 2008 loan obligation to the City of Ardmore, in the amount of \$600,000. Phillip Washington seconded and the motion passed unanimously.
- Item 16: Legal Counsel Report. Legal counsel reported that additional information has been requested in connection with the audit.
- Item 17: Adjourn. With no further business to discuss, meeting adjourned at 4:55pm.

Respectfully submitted:


Secretary



**REGULAR MEETING
ARDMORE DEVELOPMENT AUTHORITY**

3:00 P.M., March 24, 2014

Ardmore Development Authority, 410 W. Main St, Ardmore, OK

1. Call to Order
2. Confirmation of Compliance with Open Meeting Act
3. Approval of the minutes of the February 17 Regular Meeting and March 3 Special Meeting
4. Consideration and acceptance of February Financial Statements
5. Presentation of FY13 Audit by Mary Johnson
6. Consideration and possible action to create an Audit and Finance Committee
7. Consideration and possible action to accept amendments to FY14 Budget
8. Staff and Prospect Report
9. Discussion and possible action to declare 1 case JX 85 tractor surplus and approval for sale
10. Consideration and possible action to enter into executive session for confidential communications with development legal counsel concerning the issues and circumstances related to pending litigation entitled Ardmore Development Authority v. Highway 53, LLC, District Court of Carter County, Case No. CV-2012-39; and Highway 53, LLC v. Ardmore Development Authority and Sovereign Development Fund I, District Court of Carter County, Case No. CJ-2013-152, upon the advice of development legal counsel that public disclosure will seriously impair the ability of the Ardmore Development Authority to process the claims and conduct the pending litigations in the public interest as authorized by 25 O.S. Section 307(B)(4)
 - a. Reconvene into Regular Session
11. Consideration and possible action on items discussed in executive session including possible authorization for development legal counsel and Trustees to take action regarding the pending litigation and related matters in connection with the Ardmore Industrial Airpark Project
12. Consideration and possible action to designate representatives to a team for mediation with The City of Ardmore, the Ardmore Public Works Authority, and IMTEC Corporation related to the water tower matter
13. Legal Counsel Report
14. Adjourn

ARDMORE DEVELOPMENT AUTHORITY
BOARD OF TRUSTEES
BOARD MINUTES

March 24, 2014
Chamber of Commerce
3:00 P.M.

TRUSTEES PRESENT: Mike Cawley, Kim Kornhaas, Henry Roberts, Chris Sandvick, Steve Jordan, James Chambers, Gary W. Farabough, Ron Crosby, Phillip Washington, JD Spohn

ABSENT:

STAFF: Brian Carter, Mita Bates, Chris Bryant, Micele Garrison, Donald Ward

GUESTS: Dan Batchelor, Emily Palmeroy, Shawn Guerin, Mary Johnson, Kirk Evans, Michael Pineda

- Item 1: Chairman, Gary W. Farabough called the meeting to order at 3:00 p.m.
- Item 2: Confirmation of Compliance with Open Meeting Act. Gary W. Farabough and legal counsel confirmed that the meeting is in compliance with the Open Meeting Act.
- Item 3: Approval of the minutes of the February 17 Regular Meeting and March 3 Special Meeting. Henry Roberts moved to approve the minutes, James Chambers seconded; the motion passed unanimously.
- Item 4: Consideration and acceptance of February Financial Statements. Chris Sandvick presented the financials from February. James Chambers moved to accept the February financial report; Phillip Washington seconded; the motion passed unanimously.
- Item 5: Presentation of FY13 Audit by Mary Johnson. Mary Johnson with Rahhal Henderson Johnson, PLLC provided an overview on the FY 2013 ADA Audit. No action taken.
- Item 6: Consideration and possible action to create an Audit and Finance Committee. James Chambers moved to create an Audit and Finance Committee with the following members: Chris Sandvick, Mike Cawley, Kim Kornhaas and J D Spohn or his designee and Ron Crosby seconded; the motion passed unanimously. Gary Farabough, as Chairman, will serve as ex-officio on the committee.
- Item 7: Consideration and possible action to accept amendments to FY14 budget. Mike Cawley moved to approve the amendments to the FY 2014 budget and Kim Kornhaas seconded; the motion passed unanimously.
- Item 8: Staff and prospect report.
- Don Ward provided an overview of Airpark operations.
 - Brian Carter gave a preview of the Lt Governor's Turkey Hunt
 - Chris Bryant presented information on the Oklahoma Airport Operator's Association annual meeting to be held in Ardmore
 - Brian Carter gave a review of the FAA Equipment Housing Project in the Control Tower
 - Shawn Geurin presented information on the Airpark Sewage Treatment Project
 - Kirk Evans (Lochner Engineering) provided an evaluation for upgrades and improvements of the parking aprons and taxiways at the Ardmore Industrial Airpark.
 - Chris Bryant gave a review of the Department of Corrections new facility project.
- Item 9: Discussion and possible action to declare (1) CASE JX 85 tractor surplus and approval for sale. Chris Bryant noted that the required repairs would cost more than the equipment was worth. Henry Roberts moved to declare the CASE JX 85 as surplus and Mike Cawley seconded; the motion passed unanimously.
- Item 10: Consideration and possible action to enter into executive session for confidential communications with development legal counsel concerning the issues and circumstances related to pending litigation entitled Ardmore Development Authority v. Highway 53, LLC, District Court of Carter County, Case No. CV-2012-39; and Highway 53, LLC v. Ardmore Development Authority and Sovereign Development Fund I, District Court of Carter County, Case No. CJ-2013-152, upon the advice of development legal counsel that public disclosure will seriously impair the ability of the Ardmore Development Authority to process the claims and conduct the pending litigations in the public interest as authorized by 25 O.S. Section 307(B)(4) Motion by James Chambers to move into Executive Session, seconded by Henry Roberts; the motion passed unanimously.
- Item 10a: Reconvene into Regular Session: Motion by James Chambers to return to regular session, was seconded by Mike Cawley; the motion passed unanimously.
- Item 11: Consideration and possible action on items discussed in executive session including possible authorization for Development legal counsel and Trustees to take action regarding the pending litigation and related matters in


connection with the Ardmore Industrial Airpark Projects. Dan Batchelor suggested that the mediation team add an additional member. Chris Sandvick moved to add Ron Crosby to the ADA Trustee mediation team and Mike Cawley seconded; the motion passed unanimously.

Item 12: Consideration and possible action to designate representatives to a team for mediation with the City of Ardmore, the Ardmore Public Works Authority and IMTEC Corporation related to the negotiation. Michael Cawley moved to appoint Chris Sandvick, Henry Roberts and Gary Farabough to the Mediation Team for discussions between ADA, City of Ardmore, APWA and IMTEC Real Estate, LLC. The motion was seconded by Steve Jordan and passed unanimously.

Item 13: Legal Counsel Report. No additional comments by legal counsel.

Item 14. Adjourn. With no further business to discuss, meeting adjourned at 5:30.

Respectfully submitted:


Mita Bates, Secretary



SPECIAL MEETING

ARDMORE DEVELOPMENT AUTHORITY

3:00 P.M., March 3, 2014

Ardmore Development Authority, 410 W. Main St, Ardmore, OK

1. Call to Order
2. Confirmation of Compliance with Open Meeting Act
3. Consideration and possible action to declare (1) Metal-Organic Chemical Vapor Deposition (MOCVD) machine, hardware components and spare parts or boxed components surplus property and approval of bid for purchase from the ADA.
4. Consideration and possible action to enter into executive session for confidential communications with development legal counsel concerning the issues and circumstances related to the pending claim of IMTEC Real Estate, LLC to an interest in certain real property sold by the Ardmore Development Authority to the Ardmore Public Works Authority for the location of a water tower upon the advice of development legal counsel that public disclosure will seriously impair the ability of the Ardmore Development Authority to process the claims and conduct the pending litigations in the public interest as authorized by 25 O.S. Section 307(B)(4)
 - a. Reconvene into Regular Session
5. Consideration and possible action on items discussed in executive session including possible authorization for development legal counsel to take action regarding the pending claim and related matters in connection with certain real property sold by the Ardmore Development Authority to the Ardmore Public Works Authority for the location of a water tower
6. Presentation and discussion of Report and Recommendations on the Ardmore Development Authority's Policies and Operating Practices prepared by the Center for Economic Development Law
7. Consideration and possible action to approve Resolution Accepting the Report and Recommendations on the Ardmore Development Authority's Policies and Operating Practices and Authorizing the Implementation of Such Approved Recommendations
8. Consideration and possible action to enter into executive session for confidential communications with development legal counsel concerning the issues and circumstances related to pending litigation entitled Ardmore Development Authority v. Highway 53, LLC, District Court of Carter County, Case No. CV-2012-39; and Highway 53, LLC v. Ardmore Development Authority and Sovereign Development Fund I, District Court of Carter County, Case No. CJ-2013-152, upon the advice of development legal counsel that public disclosure will seriously impair the ability of the Ardmore Development Authority to process the claims and conduct the pending litigations in the public interest as authorized by 25 O.S. Section 307(B)(4)
 - a. Reconvene into Regular Session
9. Consideration and possible action on items discussed in executive session including possible authorization for development legal counsel to take action regarding the pending litigation and related matters in connection with the Ardmore Industrial Airpark Project

10. Consideration and possible action to authorize one or more representative of the Ardmore Development Authority to attend a separate mediation in connection with the relationship among the Ardmore Development Authority, the City of Ardmore, Sovereign Oklahoma Development, and Sovereign Development Fund I regarding the sublease agreement between the Ardmore Development Authority and Sovereign Oklahoma Development, including a possible Interim Development Agreement related to the Ardmore Industrial Airpark as the same relates to the pending litigation between the Ardmore Development Authority and Highway 53, LLC
11. Consideration and possible action to designate three representatives to represent the interests of the Ardmore Development Authority on an Economic Development Policy Committee to be composed of representatives of the Ardmore Development Authority, the City of Ardmore, and the Ardmore Public Works Authority
12. Consideration and possible action to approve Resolution Authorizing the Center for Economic Development Law to Act as Interim General Counsel to the Ardmore Development Authority
13. Adjourn

TRUSTEES PRESENT: Mike Cawley, Kim Kornhaas, Henry Roberts, Chris Sandvick, Steve Jordan, James Chambers, Gary W. Farabough, Ron Crosby
ABSENT: Phillip Washington
STAFF: Brian Carter, Mita Bates, Chris Bryant, Micele Garrison
GUESTS: Dan Batchelor, Emily Pomeroy, JD Spohn, Jennifer Osteen, Marc Nuttle, Brad Haines, Craig Adkins, Michael Pineda

- Item 1: Chairman, Gary W. Farabough called the meeting to order at 3:04 p.m. He recognized the guests from Sovereign Development to the meeting. Brad Haines thanked the group for their support of the project at the Ardmore Industrial Airpark and emphasized the importance of the project for the future development of the area.
- Item 2: Confirmation of Compliance with Open Meeting Act: Gary W. Farabough confirmed that the meeting is in compliance with the Open Meeting Act.
- Item 3: Consideration and possible action to declare (1) Metal-Organic Chemical Vapor Deposition (MOCVD) machine, hardware components and spare parts or boxed components surplus property and approval for bids for purchase from the ADA. Brian Carter gave a brief description of how the ADA received the MOCVD. Mike Cawley asked how we obtained the bids and Mita Bates replied that Lesley Linney had solicited written requests for the bids. The prescribed bid process was followed and Brian Carter reported that Agnitron had the highest bid of \$65,000.00 which was 53.16% of the purchase price. Mike Cawley moved to approve the declaration of the MOCVD, hardware components and spare parts as surplus property and accept the bid in the amount of \$65,000.00 for the sale of the property. James Chambers seconded and the motion passed unanimously.
- Item 4: Consideration and possible action to enter into executive session for confidential communications with development legal counsel concerning the issues and circumstances related to the pending claim of IMTEC Real Estate, LLC to an interest in certain real Property sold by the Ardmore Development Authority to the Ardmore Public Works Authority for the location of a water tower upon the advice of development legal counsel that public disclosure will seriously impair the ability of the Ardmore Development Authority to process the claims and conduct the pending litigations in the public interest as authorized by 25 O.S. Section 307 (B) (4). No executive session was entered at this time.
- a. Reconvene into Regular Session
- Item 5: Consideration and possible action on items discussed in executive session including possible authorization for development legal counsel to take action regarding the pending claim and related matters in connection with certain real property sold by the Ardmore Development Authority to the Ardmore public Works Authority for the location of a water tower. Henry Roberts moved that the development legal counsel, with ADA management prepare a proposal for discussion and implementation of a solution to this issue for discussion with the city. Mike Cawley seconded and the motion passed unanimously.
- Item 6: Presentation and discussion of Report and Recommendations on the Ardmore Development Authority's Policies and Operating Practices prepared by the Center for Economic Development Law.
- The Memorandum with the Report and Recommendation on the Ardmore Development Authority's Policies and Operating Practices is attached and included as a part of the minutes.
- James Chambers moved to modify the agenda to items 10, 11 & 12. Ron Crosby seconded and the motion passed unanimously.
- Item 7: Consideration and possible action to approve Resolution Accepting the Report and Recommendations on the Ardmore Development Authority's Policies and Operating Practices and Authorizing the Implementation of Such Approved Recommendations. James Chambers moved to approve Resolution accepting the Report and Recommendation on the Ardmore Development Authority's Policies and Operating Practices and Authorizing the Implementation of such approved recommendations. Steve Jordan seconded and the motion passed unanimously.
- Item 8: Consideration and possible action to enter into Executive Session for confidential communications with development legal counsel concerning the issues and circumstances related to pending litigation entitled Ardmore Development Authority v. Highway 53LLC, District Court of Carter County, Case No. CV-2012-39; and Highway 53, LLC v. Ardmore Development

Authority and Sovereign Development Fund I, District Court of Carter County Case No. CJ-2013-152, upon the advice of development legal counsel that public disclosure will seriously impair the ability of the Ardmore Development Authority to process the claims and conduct the pending litigations in the public interest as authorized by 25 O.S. Section 307 (B)(4). James Chambers moved to enter Executive Session and Ron Crosby seconded; the motion passed unanimously.

- a. Reconvene into Regular Session – James Chambers moved to reconvene into regular session and Kim Kornhaas seconded; the motion passed unanimously.

Item 9: Consideration and possible action on items discussed in executive session including possible authorization for development legal counsel to take action regarding the pending litigation and related matters in connection with the Ardmore Industrial Airpark Project. No action taken.

Item 10: Consideration and possible action to authorize one or more representatives of the Ardmore Development Authority to attend a separate mediation in connection with the relationship among the Ardmore Development Authority, the City of Ardmore, Sovereign Oklahoma Development and Sovereign Development Fund I regarding the sublease agreement between the Ardmore Development Authority and Sovereign Oklahoma Development, including a possible Interim Development Agreement related to the Ardmore Industrial Airpark as the same relates to the pending litigation between the Ardmore Development Authority and Highway 53, LLC:

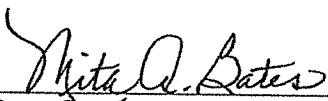
Dan Batchelor recommended that three trustees be appointed to represent the ADA that include at least one trustee with tenure on the Board. James Chambers moved that Michael Cawley, Kim Kornhaas and Gary Farabough act as ADA representatives in the mediation in connection Sovereign Oklahoma Development. Henry Roberts seconded and the motion passed unanimously.

Item 11: Consideration and possible action to designate three representatives to represent the interests of the Ardmore Development Authority on an Economic Development Policy Committee to be composed of representatives of the Ardmore Development Authority, the City of Ardmore, and the Ardmore Public Works Authority. Item tabled.

Item 12: Consideration and possible action to approve Resolution Authorizing the Center for Economic Development Law to Act as Interim General Counsel to the Ardmore Development Authority. Dan Batchelor provided information to the trustees with regard to the agreement with the Center for Economic Development Law acting as Interim General Counsel. A discussion followed. James Chambers moved to approve the Resolution Authorizing the Center for Economic Development Law to Act as Interim General Counsel and Steve Jordan seconded and the motion passed unanimously.

Item 13: With no further business to discuss, meeting adjourned at 5:15pm.

Respectfully submitted:



Mita Bates, Secretary



REGULAR MEETING
ARDMORE DEVELOPMENT AUTHORITY

3:00 P.M., February 17, 2014

Ardmore Development Authority, 410 W. Main St, Ardmore, OK

1. Call to Order
2. Confirmation of Compliance with Open Meeting Act
3. Approval of the minutes of the January 20 Special Meeting
4. Consideration and acceptance of January Financial Statements
5. Consideration and possible action for amendments to FY 14 Budget
6. Staff and Prospect Report
7. Presentation and discussion of Report and Recommendations on the Ardmore Development Authority's Policies and Operating Practices prepared by the Center for Economic Development Law
8. Consideration and possible action to approve Resolution Accepting the Report and Recommendations on the Ardmore Development Authority's Policies and Operating Practices and Authorizing the Implementation of Such Approved Recommendations
9. Consideration and possible action to approve Resolution Authorizing the Center for Economic Development Law to Act as Interim General Counsel to the Ardmore Development Authority
10. Consideration and possible action to enter into executive session for confidential communications with development legal counsel concerning the issues and circumstances related to pending litigation entitled Ardmore Development Authority v. Highway 53, LLC, District Court of Carter County, Case No. CV-2012-39; and Highway 53, LLC v. Ardmore Development Authority and Sovereign Development Fund I, District Court of Carter County, Case No. CJ-2013-152, upon the advice of development legal counsel that public disclosure will seriously impair the ability of the Ardmore Development Authority to process the claims and conduct the pending litigations in the public interest as authorized by 25 O.S. Section 307(B)(4)
 - a. Reconvene into Regular Session
11. Consideration and possible action on items discussed in executive session including possible authorization for development legal counsel to take action regarding the pending litigation and related matters in connection with the Ardmore Industrial Airpark Project
12. Adjourn

ARDMORE DEVELOPMENT AUTHORITY
BOARD OF TRUSTEES
BOARD MINUTES

February 17, 2014
Chamber of Commerce
3:00 P M.

TRUSTEES PRESENT: James Chambers, Kim Kornhaas, Chris Sandvick, Gary Farabough, Phillip Washington, Steve Jordan and Ron Crosby
ABSENT: Michael Cawley, Henry Roberts
STAFF: Brian Carter, Mita Bates,
GUESTS: Michael Pineda, Thom McGuire

Item 1: Chairman, Farabough called the meeting to order at 3:05 p.m. He recognized Ron Crosby as a new ADA Trustee and welcomed him to the Board. Mr. Farabough also provided a recap of the proposed items for the meeting due to the hospitalization of Dan Batchelor and determined that a special meeting would be called when Mr. Batchelor was available.

Item 2: Confirmation of Compliance with Open Meeting Act. Brian Carter confirmed that meeting was in compliance with Open Meeting Act.

Item 3: Approval of the minutes of the January 20 Special Meeting. James Chambers moved to approve the minutes and Chris Sandvick seconded; the motion passed unanimously.

Item 4: Consideration and acceptance of January Financial Statements. Mita Bates provided information on the January 2014 financial statements. James Chambers moved to acceptance of the January Financial Report and Steve Jordan seconded; the motion passed unanimously.

Item 5: Consideration and possible action for amendments to FY 14 Budget. Item tabled

Item 6: Staff and Prospect Report: Chris Bryant reported that we are still waiting on the final report on the asbestos abatement assessment for the building to be demolished at the Ardmore Industrial Airpark. The information should be available by the March meeting and at that time will be ready to advertise for bids. It was recommended by Kim Kornhaas that we utilize resources online to provide information to solicit bids for the abatement.

Brian reported on the IFS operation. The luncheon was a great success. The location of this company in Ardmore has been a 15 month process. The ADA had approved a \$20,000 incentive for office renovation; however, it has not been paid to date. The operation is 4-6 weeks from opening and hiring employees. To date, the investment in the facility and equipment is \$5million. Mr. Farabough provided positive comments about the luncheon and the opportunities this new company offers.

Brian updated the board that Lesley is on maternity leave and that Micele Garrison was also on a temporary medical leave. He is working on the operations position and gathering resumes.

Mita Bates updated the trustees that the management contract with the Chamber is under review to ensure that the appropriate level of service is being delivered and defining the personnel and services involved.

Brian updated that the third element of the workforce development effort. In 2013, the goal was to define the problem and in 2014 it will be to understand the problems associated with the workforce issues.

Brian updated on the National Guard Amory. He briefed the trustees on the exchange of 45 acres in Westport for the existing property on Veterans Boulevard. The facility will house a new unit of the National Guard – a 400 person Calvary reconnaissance/HUMVEE base.

A rendering of the proposed Air traffic Control/Customs facility was provided to update the board on the design development of the combined facility. It was noted that the customs portion of the building would encompass 4400 sq feet. It was noted with the update on construction standards and continued planning for customs, it is estimated that it would be another 6-7 months before the final design is complete. Staff is researching potential funding sources for the facility that is estimated to cost \$4.4 million. The

Oklahoma Aeronautics as notified the ADA that it will receive \$0.5 million for the development of the final plan.

Steve Jordan questioned the need for the facility and the potential for the funding.

Mr. Farabough responded to the requirement for the customs facility for the international trade zone designation and the opportunities it would offer. This is a critical ingredient in the Airpark Master Plan.

Mita Bates invited all trustees to attend the Annual Chamber Banquet on Friday, February 21, 2014 at the Ardmore Convention Center.

Item 7: Presentation and discussion of Report and Recommendations on the Ardmore Development Authority's Policies and Operating Practices prepared by the Center for Economic Development Law. Item tabled.

Item 8: Consideration and possible action to approve Resolution Accepting the Report and Recommendations on the Ardmore Development Authority's Policies and Operating Practices and Authorizing the Implementation of Such Approved Recommendations. Item tabled

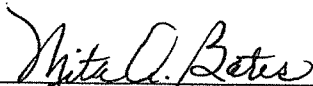
Item 9: Consideration and possible action to approve Resolution Authorizing the Center for Economic Development Law to Act as Interim General Counsel to the Ardmore Development Authority. Item tabled

Item 10: Consideration and possible action to enter into executive session for confidential communications with development legal counsel concerning the issues and circumstances related to pending litigation entitled Ardmore Development Authority v. Highway 53, LLC, District Court of Carter County, Case No. CV-2012-39; and Highway 53, LLC v. Ardmore Development Authority and Sovereign Development Fund I, District Court of Carter County, Case No. CJ-2013-152, upon the advice of development legal counsel that public disclosure will seriously impair the ability of the Ardmore Development Authority to process the claims and conduct the pending litigations in the public interest as authorized by 25 O.S. Section 307(B)(4)
Reconvene into Regular Session Item tabled.

Item 11: Consideration and possible action on items discussed in executive session including possible authorization for development legal counsel to take action regarding the pending litigation and related matters in connection with the Ardmore Industrial Airpark Project Item tabled.

Item 12: Adjourn. There being no further business, James Chambers moved to adjourn the meeting and Phillip Washington seconded; the motion passed unanimously. Meeting adjourned at 4:30 pm.

Respectfully submitted:



Mita Bates, Secretary



REGULAR MEETING
ARDMORE DEVELOPMENT AUTHORITY
3:00 P.M., January 20, 2014

Ardmore Development Authority, 410 W. Main St, Ardmore, OK

1. Call to Order
2. Confirmation of Compliance with Open Meeting Act
3. Presentation by Pro-Tec Fire Service for services and capabilities at the Ardmore Airpark
4. Approval of the minutes of the December 16 Regular Meeting and January 13 Special Meeting
5. Consideration and approval of December Financial Statements
6. Briefing and Distribution on Conflict of Interest Statements
7. Staff and Prospect Report
8. Consideration and possible action to update the slate of authorized check signers to conform to the current slate of Board Officers and the CEO
9. Consideration and possible action to accept bids for Airpark Warehouse at 425 Northrop Drive for:
 - a. Inspection of Asbestos
 - b. Abatement of Asbestos
 - c. Demolition of Warehouse
10. Consideration and possible action to enter into executive session for confidential communications with development legal counsel concerning the purchase and/or lease of real estate in the Colvert Technology Park with ATP Construction as authorized by 25 O.S. Section 307 (C)(10).
 - a. Reconvene into Regular Session
11. Consideration and possible action on items discussed in executive session
12. Consideration and possible action to enter into executive session for confidential communications with development legal counsel concerning the circumstances related to possible claims in connection with the Ardmore Industrial Airpark Project and pending litigation entitled Ardmore Development Authority v. Highway 53, LLC, District Court of Carter County, Case No. CV-2012-39; and Highway 53, LLC v. Ardmore Development Authority and Sovereign Development Fund I, District Court of Carter County, Case No. CJ-2013-152, upon the advice of development legal counsel that public disclosure will seriously impair the ability of the Ardmore Development Authority to process the claims and conduct the pending litigations in the public interest as authorized by 25 O.S. Section 307(B)(4).
 - a. Reconvene into Regular Session
13. Consideration and possible action on items discussed in executive session including possible authorization to development legal counsel and Interim President to take action regarding possible claims and pending litigation in connection with the Ardmore Industrial Airpark Project.
14. Adjourn

TRUSTEES PRESENT: Mike Cawley, Kim Kornhaas, Henry Roberts, Chris Sandvick, Steve Jordan
ABSENT: James Chambers, Gary W. Farabough, Phillip Washington
STAFF: Brian Carter, Mita Bates, Lesley Johnson, Chris Bryant, Micele Garrison
GUESTS: Glen Burns, Michael Pineda, Denny Byers

Item 1: Treasurer, Chris Sandvick called the meeting to order at 3:00 p.m.

Item 2: Confirmation of Compliance with Open Meeting Act: Chris Sandvick confirmed that the meeting is in compliance with the Open Meeting Act.

Item 3: Consideration and possible action to enter into executive session for confidential communications with development legal counsel concerning the circumstances related to possible claims in connection with the Ardmore Industrial Airpark Project and pending litigation entitled Ardmore Development Authority v. Highway 53, LLC, District Court of Carter County, Case No. CV-2012-39; and Highway 53 LLC v. Ardmore Development Authority and Sovereign Development Fund I, District Court of Carter County, Case No. CJ-2013-152, upon the advice of development legal counsel that public interest as authorized by 25 O.S. Section 307(B)(4): Kim Kornhaas moved to convene into executive session at 3:12pm, Henry Roberts seconded and the motion passed unanimously.

Item 3a: Reconvene into Regular Session: Henry Roberts moved to reconvene into regular session at 4:15pm, Mike Cawley seconded and the motion passed unanimously.

Item 4: Presentation by Pro-Tec Fire Service for services and capabilities at the Ardmore Airpark: Chris Bryant introduced the Pro-Tec Fire Chief, Denny Byers, to the board. Mr. Byers provided the board with an overview of Pro-Tec training, equipment, emergency training, response team, security and fleet. He also thanked Airpark Manager, Chris Bryant, for his help and support through the years.

Item 5: Approval of the minutes of the December 16 Regular Meeting and January 13 Special Meeting: Mike Cawley moved to approve the December 16 Regular Meeting and the January 13 Special Meeting minutes, Kim Kornhaas seconded and the motion passed unanimously.

Item 6: Consideration and possible approval of December Financial Statements: Mike Cawley moved to approve the December financial statements, Henry Roberts seconded and the motion passed unanimously.

Item 7: Briefing and Distribution on Conflict of Interests Statements: Glen Burns provided the board with conflict of interest policy and the annual affirmation of compliance and disclosure statement.

Item 8: Staff and Prospect Report: Brian Carter updated the board on the Manufacturer and Distribution Dinner, a workforce event to be held in conjunction with Ardmore Young Professionals, and that he has met with officers to move forward with the hiring of a part time Operations Person. He also introduced Micele Garrison, Ardmore Airpark Assistant, to the board.

Item 9: Consideration and possible action to update the slate of authorized check signors to conform to the current slate of Board Officers and the CEO: Brian Carter informed the board of the need to update the check signors. Mita Bates provided the board with information on the Dollar Tree account. Henry Roberts moved to update the slate of authorized check signors to conform to the current slate of Board Officers and CEO Brian Carter, Gary W. Farabough, James Chambers, Chris Sandvick, and to retain current signors on the Dollar Tree Account, Mike Cawley seconded and the motion passed unanimously.

Item 10: Consideration and possible action to accept bids for Airpark Warehouse at 425 Northrup Drive for:

- Inspection of Asbestos: Bids received were Tech-An Company and Miller Environmental. Staff recommends approval to award bid to Tech-An Company for \$2,100. Mike Cawley moved to approve the Inspection of Asbestos bid to Tech-An company for \$2,100, Kim Kornhaas seconded and the motion passed unanimously.
- Abatement of Asbestos: No bid accepted.
- Demolition of Warehouse: One bid received from M & M Wrecking in the amount of \$116,298. Staff recommends approval. Mike Cawley moved to approve the demolition of the warehouse to M & M Wrecking in the amount of \$116,298, Kim Kornhaas seconded and the motion passed unanimously.

Item 11: Consideration and possible action to enter into executive session for confidential communications with development legal

counsel concerning the purchase and/or lease of real estate in the Colvert Technology Park with ATP Construction as authorized by 25 O.S. Section 307 (C)(10): Henry Roberts moved to enter into executive session at 4:43pm, Kim Kornhaas seconded and the motion passed unanimously.


Item 11a: Reconvene into Regular Session: Kim Kornhaas moved to reconvene into regular session at 5:06pm, Mike Cawley seconded and the motion passed unanimously.

Item 12: Consideration and possible action on items discussed in executive session: Henry Roberts moved to approve the Interim CEO to execute a one year lease from ATP Construction on a 3,200 sq ft existing facility in the Colvert Tech Park for \$4,800 per month pending final legal review, Henry Roberts seconded and the motion passed unanimously.

Item 13: Consideration and possible action on items discussed in executive session including possible authorization to development legal counsel and Interim President to take action regarding possible claims and pending litigation in connection with the Ardmore Industrial Airpark Project: No Action.

Item 14. With no further business to discuss, meeting adjourned at 5:07p.m.

Respectfully submitted:



Mita Bates, Secretary



**SPECIAL MEETING
ARDMORE DEVELOPMENT AUTHORITY
4:00 P.M., January 13, 2014**

Ardmore Development Authority, 410 W. Main St, Ardmore, OK

1. Call to Order
2. Compliance with Open Meeting Act
3. Consideration and possible action to enter into executive session for confidential communications with development legal counsel for the purposes of conferring on matters pertaining to economic development, including the possible purchase of real property and status of the Ardmore Industrial Airpark Project, upon the advice of development legal counsel pursuant to 25 O.S. Section 307(B)(3) and (C)(10).
 - a. Reconvene into Regular Session
4. Consideration and possible action on items discussed in executive session including possible authorization to development legal counsel and Interim President to take action regarding the purchase of real property and the implementation of the Ardmore Industrial Airpark Project.
5. Consideration and possible action to enter into executive session for confidential communications with development legal counsel concerning the circumstances related to possible claims in connection with the Ardmore Industrial Airpark Project and pending litigation entitled Ardmore Development Authority v. Highway 53, LLC, District Court of Carter County, Case No. CV-2012-39; and Highway 53, LLC v. Ardmore Development Authority and Sovereign Development Fund I, District Court of Carter County, Case No. CJ-2013-152, upon the advice of development legal counsel that public disclosure will seriously impair the ability of the Ardmore Development Authority to process the claims and conduct the pending litigations in the public interest as authorized by 25 O.S. Section 307(B)(4).
 - a. Reconvene into Regular Session
6. Consideration and possible action on items discussed in executive session including possible authorization to development legal counsel and Interim President to take action regarding possible claims and pending litigation in connection with the Ardmore Industrial Airpark Project.
7. Adjourn

ARDMORE DEVELOPMENT AUTHORITY
BOARD OF TRUSTEES
BOARD MINUTES

January 13, 2014
Chamber of Commerce
4:00 P M.

TRUSTEES PRESENT: Mike Cawley, James Chambers, Gary W. Farabough, Kim Kornhaas, Henry Roberts, Chris Sandvick, Steve Jordan
ABSENT: Phillip Washington
STAFF: Brian Carter, Lesley Johnson, Chris Bryant
GUESTS: Glen Burns, Michael Pineda, Carrie Phfrem

Item 1: Chairman, Gary W. Farabough called the meeting to order at 4:00 p.m.

Item 2: Confirmation of Compliance with Open Meeting Act: Gary W. Farabough confirmed that the meeting is in compliance with the Open Meeting Act.

Item 3: Consideration and possible action to enter into executive session for confidential communications with development legal counsel for the purposes of conferring on matters pertaining to economic development, including the possible purchase of real property and status of the Ardmore Industrial Airpark Project, upon the advice of development legal counsel pursuant to 25 O.S. Section 307(B)(3) and (C)(10). James Chambers moved to convene into executive session at 4:02pm, Chris Sandvick seconded and the motion passed unanimously.

Item 3a: Reconvene into Regular Session: Mike Cawley moved to reconvene into regular session at 4:33pm, James Chambers seconded and the motion passed unanimously.

Item 4: Consideration and possible action on items discussed in executive session including possible authorization to development legal counsel and Interim President to take action regarding the purchase of real property and the implementation of the Ardmore Industrial airpark Project: No Action.

Item 5: Consideration and possible action to enter into executive session for confidential communications with development legal counsel concerning the circumstances related to possible claims in connection with the Ardmore Industrial Airpark Project and pending litigation entitled Ardmore Development Authority v. Highway 53, LLC, District Court of Carter County, Case No. CV-2012-39; and Highway 53, LLC v. Ardmore Development Authority and Sovereign Development Fund I, District Court of Carter County, Case No. CJ-2013-152, upon the advice of development legal counsel that public disclosure will seriously impair the ability of the Ardmore Development Authority to process the claims and conduct the pending litigations in the public interest as authorized by 25 O.S. Section 307 (B)(4). James Chambers moved to convene into executive session at 4:37pm, Henry Roberts seconded and the motion passed unanimously.

Item 5a: Reconvene into Regular Session: Kim Kornhaas moved to reconvene into regular session at 5:40pm, Chris Sandvick seconded and the motion passed unanimously.

Item 6: Consideration and possible action on items discussed in executive session including possible authorization to development legal counsel and Interim President to take action regarding possible claims and pending litigation in connection with the Ardmore Industrial Airpark Project: No Action.

Item 7. With no further business to discuss, meeting adjourned at 5:41p.m.

Respectfully submitted:

Mita Bates, Secretary