

TRUSTEES PRESENT: Scott Chapman, Jake Charnock, Dr. Craig Gerken, Eric Howard, Dr. Pam Kimbrough, Patrick McGuire, Steve Rhines, T.J. Riley, Mike Whitson

EX-OFFICIOS TRUSTEES:

STAFF: Bill Murphy, Andrea Anderson, Marthanna Donald, Dan Luttrell

GUESTS: Michael Carnuccio, Todd Lamb, Tucker Link, Michael Pineda, Scott Pribula

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

Jake Charnock called the meeting to order at 4:01 p.m.

Item 2: Confirmation of compliance with the Open Meeting Act.

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

Item 3: Consideration and possible action to approve the minutes of March 22, 2023, Regular Meeting.

Mike Whitson motioned to approve the Minutes of the of March 22, 2023, Regular Meeting. Steve Rhines seconded. Scott Chapman, Jake Charnock, Dr. Craig Gerken, Eric Howard, Dr. Pam Kimbrough, Patrick McGuire, Steve Rhines, T.J. Riley, and Mike Whitson voted aye. There were no nays or abstentions. The motion passed.

Item 4: Consideration and possible action to accept the March 2023 Financials.

Mike Whitson presented the March 2023 Financials report. T.J. Riley motioned to approve the March 2023 Financials. Eric Howard seconded. Scott Chapman, Jake Charnock, Dr. Craig Gerken, Eric Howard, Dr. Pam Kimbrough, Patrick McGuire, Steve Rhines, T.J. Riley, and Mike Whitson voted aye. There were no nays or abstentions. The motion passed.

*Todd Lamb and Tucker Link entered the meeting at 4:10 p.m.

Item 5: Old Business:

None presented.

Item 6: Consideration and possible action to enter Executive Session for the purpose of:

- a. Conferring on matters pertaining to economic development, including the transfer of property, financing, or the creation of a proposal to entice a business to locate within their jurisdiction if public disclosure of the matter discussed would interfere with the development of products or services or if public disclosure would violate the confidentiality of the business under the provisions of 25 O.S. §307C (11).
- b. Discussing the employment, hiring, appointment, promotion, demotion, disciplining or resignation of any individual salaried public officer or employee 25 O.S. §307B (1). (President & CEO Performance Evaluation)

Patrick McGuire motioned to enter Executive Session. Dr. Craig Gerken seconded. Scott Chapman, Jake Charnock, Dr. Craig Gerken, Eric Howard, Dr. Pam Kimbrough, Patrick McGuire, Steve Rhines, T.J. Riley, and Mike Whitson voted aye. There were no nays or abstentions. The motion passed. Executive Session began at 4:12 p.m.

Item 7: Consideration and possible action to reconvene into regular session.

T.J. Riley motioned to reconvene regular session. Dr. Craig Gerken seconded. Scott Chapman, Jake Charnock, Dr. Craig Gerken, Eric Howard, Dr. Pam Kimbrough, Patrick McGuire, Steve Rhines, T.J. Riley, and Mike Whitson voted aye. There were no nays or abstentions. The motion passed. Regular session reconvened at 5:15 p.m.

Item 8: Consideration and possible action to approve an amendment to the December 19, 2022, Agreement for Sale and Purchase of Business Assets with WP Global to extend the Due Diligence Period an additional 120 days and the approval or rejection of any amendments proposed or considered by the board at the meeting.

Bill Murphy explained that in conversation with Zach Baden of Watco, the due diligence is taking longer than expected due to some title issues. Mr. Baden feels confident that the issues can be resolved within the extension period. Patrick McGuire motioned to approve an amendment to the December 19, 2022, Agreement for Sale and Purchase of Business Assets with WP

Global to extend the Due Diligence Period an additional 120 days. Dr. Pam Kimbrough seconded. Scott Chapman, Jake Charnock, Dr. Craig Gerken, Eric Howard, Dr. Pam Kimbrough, Patrick McGuire, Steve Rhines, T.J. Riley, and Mike Whitson voted aye. There were no nays or abstentions. The motion passed.

Item 9: Consideration and possible action to approve a 60-day notice to terminate the Grant Services Agreement entered into on January 22, 2019, with Knightsbridge Partners, LLC and the approval or rejection of any amendments proposed or considered by the board at the meeting.

Bill Murphy began by thanking the team at Knightsbridge Partners for their work with the ADA since 2019. He then explained that for future grant services, a new agreement will be drafted with new parameters. Jake Charnock then reiterated appreciation to Knightsbridge Partners. Mike Whitson motioned to approve a 60-day notice to terminate the Grant Services Agreement entered into on January 22, 2019, with Knightsbridge Partners, LLC. Steve Rhines seconded. Scott Chapman, Jake Charnock, Dr. Craig Gerken, Eric Howard, Dr. Pam Kimbrough, Patrick McGuire, Steve Rhines, T.J. Riley, and Mike Whitson voted aye. There were no nays or abstentions. The motion passed.

Item 10: Consideration and possible action to approve the performance evaluation of the President & CEO, and the approval or rejection of any amendments proposed or considered by the board at the meeting.

Scott Chapman motioned to approve the performance evaluation of Bill Murphy and to provide a 11.6% bonus based on his 2022 salary. Eric Howard seconded. Scott Chapman, Jake Charnock, Dr. Craig Gerken, Eric Howard, Dr. Pam Kimbrough, Patrick McGuire, Steve Rhines, T.J. Riley, and Mike Whitson voted aye. There were no nays or abstentions. The motion passed.

Item 11: New Business: (As defined by the Oklahoma Open Meeting Act 25 O.S. § 311 A (9) as “matters not known about or about which could not have reasonable been foreseen prior to the time of positing of the agenda.”

Bill Murphy explained that on Monday morning, an issue was discovered with the title of part of the property being sold to Woodside Energy. In a November 14, 2008, transaction, the property was deeded back to the ADA in lieu of foreclosure. The release of mortgage on the property was never filed. In order to satisfy the current title requirement and close the sale to Woodside Energy, the trustees need to approve a release of mortgage and authorize Jake Charnock, ADA Chair, to sign necessary documents. Upon approval Stewart Title will provide and file a Release of Mortgage. T.J. Riley motioned to release the mortgage that was previously extinguished by the deed in lieu of foreclosure that was given to the ADA at the November 14, 2008, transaction and to authorize Jake Charnock to sign the necessary documents. Mike Whitson seconded. Scott Chapman, Jake Charnock, Dr. Craig Gerken, Eric Howard, Dr. Pam Kimbrough, Patrick McGuire, Steve Rhines, T.J. Riley, and Mike Whitson voted aye. There were no nays or abstentions. The motion passed.

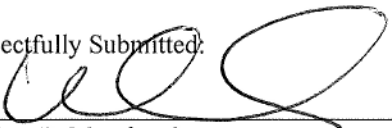
Item 12: Staff Reports

- a. President's Report- Bill Murphy reported on recent conference attendance as well as upcoming conferences.
- b. Airport and Industrial Parks- Dan Luttrell reported that the traffic count at Ardmore Municipal Airport was up 21% in March 2023 versus the previous year. He then reported on multiple projects happening throughout the Ardmore Industrial Airpark.
- c. Marketing- Andrea Anderson updated the trustees on the progress of the Woodside Energy H2OK project as well as planning for the upcoming Lt. Governor's Turkey Hunt. She also informed the trustees that she is working to reschedule the filming of new promotional video with Neon Cloud Productions.
- d. Legislative- Bill Murphy discussed some of the topics discussed during the most recent Chamber Legislative Luncheon. He also reported that Senator Jerry Alford has been chosen to sit on the Senate Select Committee for Economic Development.

Item 13: Adjourn

With no further business, Dr. Craig Gerken motioned to adjourn the meeting. Dr. Pam Kimbrough seconded. Scott Chapman, Jake Charnock, Dr. Craig Gerken, Eric Howard, Dr. Pam Kimbrough, Patrick McGuire, Steve Rhines, T.J. Riley, and Mike Whitson voted aye. There were no nays or abstentions. The motion passed. The meeting adjourned at 5:35 p.m.

Respectfully Submitted:



William P. Murphy, Secretary