

ARDMORE DEVELOPMENT AUTHORITY
BOARD OF TRUSTEES
MINUTES OF REGULAR MEETING
February 26, 2024, 4:00 p.m.

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

TRUSTEES PRESENT: Dustin Caldwell, Scott Chapman, Jake Charnock, Dr. Pam Kimbrough, Patrick McGuire, Jeff Moen, Dr. Eric Ward, Mike Whitson

TRUSTEES ABSENT:

EX-OFFICIO:

STAFF: Bill Murphy Andrea Anderson, Marthanna Donald

GUEST(S): Lucas Bellamy, Sam Bingaman, Sarah Delaney, Mary Johnson, Michael Johnson, Michael Pineda

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

Scott Chapman called the meeting to order at 4:00 p.m.

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

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

Item 3: Consideration and possible action to approve the Minutes of the Meeting of January 22, 2024.

Jake Charnock motioned to approve the minutes of the January 22, 2024, regular meeting. Patrick McGuire seconded. Dustin Caldwell, Scott Chapman, Jake Charnock, Dr. Pam Kimbrough, Patrick McGuire, Jeff Moen, Dr. Eric Ward, and Mike Whitson voted aye. There were no nays. The motion passed.

Item 4: Consideration and Possible Action to accept the January 2023 Financials.

Jake Charnock presented the January 2024 financials. Following discussion, Patrick McGuire motioned to accept the January 2024 financials. Dustin Caldwell seconded. Dustin Caldwell, Scott Chapman, Jake Charnock, Dr. Pam Kimbrough, Patrick McGuire, Jeff Moen, Dr. Eric Ward, and Mike Whitson voted aye. There were no nays or abstentions. The motion passed.

Item 5: Old Business:

None

Item 6: Consideration and possible action to accept the 2022 Ardmore Development Authority Audit, and the approval or rejection of any amendments proposed and considered by the Board of Trustees at the meeting.

a. Presentation from Mary E. Johnson & Associates

Mary Johnson presented the 2022 Ardmore Development Authority Audit. Mrs. Johnson stated that she has issued a clean opinion. Jake Charnock motioned to accept the 2022 Ardmore Development Authority Audit, and the approval or rejection of any amendments proposed and considered by the Board of Trustees at the meeting. Dr. Pam Kimbrough seconded. Dustin Caldwell, Scott Chapman, Jake Charnock, Dr. Pam Kimbrough, Patrick McGuire, Jeff Moen, Dr. Eric Ward, and Mike Whitson voted aye. There were no nays or abstentions. The motion passed.

Mary Johnson and Michael Johnson left the meeting at 4:10 p.m.

Item 7: Consideration and possible action to appoint a Nominating Committee to fill an unexpired term of a Trustee with a term ending December 2025, and the approval or rejection of any amendments proposed and considered by the Board of Trustees at the meeting.

Scott Chapman explained to the other trustees that the Executive committee typically serves as the Nominating Committee. Mr. Chapman then asked the other trustees to let himself, Jake Charnock, or Mike Whitson know if they had suggestions for possible trustees. Bill Murphy then reminded the trustees that they should verify availability and schedule of meetings with interested parties. Mr. Murphy also stated that due to the trust indenture, the person filling this position would need to live within Ardmore city limits. Patrick McGuire then motioned to appoint Scott Chapman, Mike Whitson, and Jake Charnock as the Nominating Committee to fill an unexpired term of a Trustee with a term ending December 2025. Patrick McGuire seconded. Dustin Caldwell, Scott Chapman, Jake Charnock, Dr. Pam Kimbrough, Patrick McGuire, Jeff Moen, Dr. Eric Ward, and Mike Whitson voted aye. There were no nays or abstentions. The motion passed.

- Item 8: Consideration and possible action to approve a First Amendment to Sublease Agreement with Southern Oklahoma Water Corporation for expansion of plant operations for \$7,800.00 per year, and the approval or rejection of any amendments proposed and considered by the Board of Trustees at the meeting.

Bill Murphy explained that due to SOWC's receipt ARPA funding from the State of Oklahoma, the upgrades to their facility will require an expansion of the facility's footprint. Mr. Murphy also explained that the new lease also includes an annual CPI increase. Following a brief discussion, Jeff Moen motioned to approve a First Amendment to Sublease Agreement with Southern Oklahoma Water Corporation for expansion of plant operations for \$7,800.00 per year. Jake Charnock seconded. Dustin Caldwell, Scott Chapman, Jake Charnock, Dr. Pam Kimbrough, Patrick McGuire, Jeff Moen, Dr. Eric Ward, and Mike Whitson voted aye. There were no nays or abstentions. The motion passed.

- Item 9: Consideration and possible action to accept the bid and award the 2024 Mowing Contract to Greenbelt Turf Management LLC for \$216,700.00, and the approval or rejection of any amendments proposed and considered by the Board of Trustees at the meeting.

Bill Murphy reminded the board that the mowing contract was originally awarded during the December 2023 meeting for \$222,000.00, but it was discovered there were some discrepancies. The contract was authorized for rebid during the January meeting. Following rebid, it is staff recommendation to award the 2024 Mowing Contract to Greenbelt Turf Management LLC for \$216,700.00. Mr. Murphy informed the board that all State licensing and permitting has been verified. Dr. Pam Kimbrough motioned to accept the bid and award the 2024 Mowing Contract to Greenbelt Turf Management LLC for \$216,700.00. Jeff Moen seconded. Dustin Caldwell, Scott Chapman, Jake Charnock, Dr. Pam Kimbrough, Patrick McGuire, Jeff Moen, Dr. Eric Ward, and Mike Whitson voted aye. There were no nays or abstentions. The motion passed.

Sam Bingaman left the meeting at 4:19 p.m.

- Item 10: Consideration and possible action to consent to an Easement Agreement by and between the City of Ardmore, Ardmore Development Authority, and R&R Properties a Limited Liability Company, (Morgan/Ward) to grant an easement to Morgan/Ward to relocate 50 feet of fence to access adjacent properties of the Ardmore Municipal Airport, in return Morgan/Ward are granting an easement for the installation and extension of the MALS Lighting System of the Ardmore Municipal Airport, and the approval or rejection of any amendments proposed and considered by the Board of Trustees at the meeting.

Bill Murphy explained that this is the last piece needed for the MALSR project at the Airpark. Because the City of Ardmore is the sponsor of the airport, the item is on the City Commission agenda for granting. Jake Charnock motioned to consent to an Easement Agreement by and between the City of Ardmore, Ardmore Development Authority, and R&R Properties a Limited Liability Company, (Morgan/Ward) to grant an easement to Morgan/Ward to relocate 50 feet of fence to access adjacent properties of the Ardmore Municipal Airport, in return Morgan/Ward are granting an easement for the installation and extension of the MALS Lighting System of the Ardmore Municipal Airport. Dustin Caldwell seconded. Dustin Caldwell, Scott Chapman, Jake Charnock, Dr. Pam Kimbrough, Patrick McGuire, Jeff Moen, Dr. Eric Ward, and Mike Whitson voted aye. There were no nays or abstentions. The motion passed.

- Item 11: Consideration and possible action to approve a request for funding from the State of Oklahoma for the Ardmore Industrial Airpark Modernization in an amount of \$75,000,000 for infrastructure improvements, and the approval or rejection of any amendments proposed and considered by the Board of Trustees at the meeting.

Bill Murphy explained that a request for funding has been submitted that would help with infrastructure projects at the Ardmore Industrial Airpark. These projects would be focused primarily on the east side of the Airpark where there are currently no utilities in place. Other projects included would be additional funding for Taxiway E and upgrades to Oklahoma Natural Gas infrastructure throughout the park. Following discussion, Patrick McGuire motioned to approve a request for funding from the State of Oklahoma for the Ardmore Industrial Airpark Modernization in an amount of \$75,000,000 for infrastructure improvements. Dr. Pam Kimbrough seconded. Dustin Caldwell, Scott Chapman, Jake Charnock, Dr. Pam Kimbrough, Patrick McGuire, Jeff Moen, Dr. Eric Ward, and Mike Whitson voted aye. There were no nays or abstentions. The motion passed.

- Item 12: Consideration and possible action to approve of an economic incentive agreement between the Ardmore Development Authority and DOT Foods, and the approval or rejection of any amendments proposed and considered by the Board of Trustees at the Meeting.

Bill Murphy reminded the board that the incentive for Dot Foods expansion project was awarded in November. Per the agreement presented, the ADA would provide \$300,000.00 in matching funds to State awarded dollars as well as a maximum of \$100,000.00 in sales tax reimbursements on eligible purchases upon submission of receipts. After a brief discussion, Jeff Moen motioned to approve an economic incentive agreement between the Ardmore Development Authority and DOT Foods.

Jake Charnock seconded. Dustin Caldwell, Scott Chapman, Jake Charnock, Dr. Pam Kimbrough, Patrick McGuire, Jeff Moen, Dr. Eric Ward, and Mike Whitson voted aye. There were no nays or abstentions. The motion passed.

Item 13: 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).

Before a motion was made Bill Murphy explained that a motion to re-enter regular session was inadvertently left off the agenda but would be made following Executive Session.

Patrick McGuire motioned to enter Executive Session. Jake Charnock seconded. Dustin Caldwell, Scott Chapman, Jake Charnock, Dr. Pam Kimbrough, Patrick McGuire, Jeff Moen, Dr. Eric Ward, and Mike Whitson voted aye. There were no nays or abstentions. The motion passed. Executive session began at 4:32 p.m.

Michael Pineda left the room at the start of Executive Session. Lucas Bellamy and Sarah Delany left the room at 4:41 p.m.

Mike Whitson motioned to re-enter Regular Session. Patrick McGuire seconded. Dustin Caldwell, Scott Chapman, Jake Charnock, Dr. Pam Kimbrough, Patrick McGuire, Jeff Moen, Dr. Eric Ward, and Mike Whitson voted aye. There were no nays or abstentions. The motion passed. Regular Session reconvened at 4:52 p.m.

Item 14: Consideration and possible action to approve an amendment to the December 19, 2022, Agreement for Sale and Purchase of Business Assets with WP Global, as amended on April 17, 2023, and on August 21, 2023, 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 this would be the fourth amendment for extension of the due diligence period. WP Global has been able to secure the lease necessary for the development and anticipates closing on a needed easement on approximately April 1, 2024. Mr. Murphy explained that the sale of business assets should also be able to close on approximately April 1, 2024. Patrick McGuire motioned to approve an amendment to the December 19, 2022, Agreement for Sale and Purchase of Business Assets with WP Global, as amended on April 17, 2023, and on August 21, 2023, to extend the Due Diligence Period an additional 120 days. Jake Charnock seconded. Dustin Caldwell, Scott Chapman, Jake Charnock, Dr. Pam Kimbrough, Patrick McGuire, Jeff Moen, Dr. Eric Ward, and Mike Whitson voted aye. There were no nays or abstentions. The motion passed.

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

None presented.


Item 16: Staff Reports:

- a) **President's Report** – Bill Murphy updated the trustees on a recent trip to Panama with America's Competitive Exchange. Mr. Murphy also updated on upcoming recent event attendance.
- b) **Airport and Industrial Parks** – Bill Murphy presented the report in Dan Luttrell's absence. Traffic at Ardmore Municipal Airport was down 11% in January. The corporate hangar is nearing completion, but Mr. Luttrell is working with the contractor on resolving issues with the slab. Concrete removal and excavation continue for Taxiway E. As part of this project, closure of runway 13/31 is expected during the month of April. The MALSR project is out for bid with bid opening on March 6, 2024. Bids for the cargo apron will be at the end of March. The EDA water line grant project is continuing with tie-ins to bring parts of the pipe online. Work on the City's waste water treatment plant at the Airpark continues.
- c) **Marketing** – Andrea Anderson reported that the new marketing video was released at the Chamber Banquet and is out on all ADA social channels. She also reported that the Michelin Career Fair is scheduled for Tuesday and Wednesday, March 5th and 6th. Registrations at capacity with 70 companies from throughout Oklahoma and north Texas. The next shows she will be attending will be MRO Americas with the Oklahoma Department of Commerce and Southern Economic Development Council's Meet the Consultants.
- d) **Legislative** – Bill Murphy reported that Senator Jerry Alford is running the funding request from Woodside Energy for \$50 million. He then informed the trustees that Leadership Ardmore Day at the Capitol is scheduled for Wednesday, March 15.

Item 17: Adjourn

There being no further business, Jake Charnock motioned to adjourn. Patrick McGuire seconded. Dustin Caldwell, Scott Chapman, Jake Charnock, Dr. Pam Kimbrough, Patrick McGuire, Jeff Moen, Dr. Eric Ward, and Mike Whitson voted aye. There were no nays or abstentions. The motion passed. The meeting adjourned at 5:11 p.m.

Respectfully submitted,

A handwritten signature in blue ink, appearing to read 'W. Murphy', is written over a horizontal line.

William Murphy, Secretary