

AGENDA  
SPECIAL MEETING OF  
OKLAHOMA CITY INDUSTRIAL & CULTURAL FACILITIES TRUST  
WEDNESDAY, FEBRUARY 28, 2024  
105 N. Hudson Avenue, Suite 101  
Oklahoma City, OK  
2:00 P.M.

The following agenda items may include actions, approvals, disapprovals and voting as desired by the Trustees of the Oklahoma City Industrial & Cultural Facilities Trust (“Trust”):

- 803 Call to Order.
- 804 Consider and Approve Minutes of Special Meeting held Thursday, December 7, 2023.
- 805 Report and Receive Quarterly Financial Statements for the Oklahoma City Industrial & Cultural Facilities Trust for period(s) ended December 31, 2023.
- 806 Enter into Executive Session as authorized by 25 O.S. § 307(B)(3) to Discuss the Purchase of Real Property by the Trust for the Acquisition and Creation of One or More Economic Development Mega Sites.
- 807 Leave Executive Session.
- 808 Consider and Approve Resolution Authorizing the Chair and Vice-Chair, or the General Manager, to Exercise Option Agreements and Take all Action Necessary to Effectuate the Acquisition of One or More Economic Development Mega Sites and Amending Resolution 800 Approved by the Trust on December 7, 2023.
- 809 Report from General Manager.
- 810 Adjournment.

**MINUTES OF A SPECIAL MEETING  
OF THE  
OKLAHOMA CITY INDUSTRIAL & CULTURAL FACILITIES TRUST  
THURSDAY, DECEMBER 7, 2023, 2:00 P.M.  
ALLIANCE CONFERENCE ROOM  
105 N. HUDSON, Ste. 101  
OKLAHOMA CITY, OK 73102**

TRUSTEES PRESENT: Robert H. Alexander, Jr., Chairman  
Clayton I. Bennett, Trustee  
Mautra Jones, Trustee  
Rick Muncrief, Trustee  
Claudia San Pedro, Trustee

TRUSTEES ABSENT: None

OTHER PRESENT: Kenton Tsoodle; The Alliance  
Cassi Poor; The Alliance  
Keith Kuhlman; The Alliance  
Geri Harlan; The Alliance  
Shira Lucky; The Alliance  
John Michael Williams, Amanda Carpenter; Williams, Box,  
Forshee & Bullard  
Patrick Hollingsworth, HSPG & Associates, P.C.

PRESIDING: Robert H. Alexander, Jr., Chairman

Oklahoma City Industrial and Cultural Facilities Trust met at 105 N. Hudson, Ste. 101, Oklahoma City, Oklahoma, pursuant to public notice thereof in writing, delivered to the City Clerk. Notice of the meeting and agenda were posted at 105 N. Hudson, Ste. 101, Oklahoma City, OK and notice of meeting was also filed/posted at The City of Oklahoma City Municipal Building bulletin board by December 6, 2023.

790 *Chairman Alexander called meeting to order at 2:00 p.m. and declared a quorum of Trustees were present.*

791 *Consideration of minutes for special meeting held August 29, 2022.*

**Mr. Bennett** moved the approval of the minutes; second by **Ms. San Pedro**.

Upon a vote of the Trustees, the motion carried unanimously, to wit: Mr. Alexander, yes, Mr. Bennett, yes, Ms. Jones, yes, Mr. Muncrief, yes, and Ms. San Pedro, yes.

**Minutes Approved.**

792 *Consider and Approve Resolution Electing and Appointing Officers of the Trust and Authorizing its Officers to Act for and on behalf of the Trust.*

Mr. Bennett moved to approve the Resolution; second by Ms. San Pedro.

Upon a vote of the Trustees, the motion carried unanimously, to wit: Mr. Alexander, yes, Mr. Bennett, yes, Ms. Jones, yes, Mr. Muncrief, yes, and Ms. San Pedro, yes.

**Resolution Approved.**

793 *Report and Receive Oklahoma City Industrial & Cultural Facilities Trust, a Component Unit of the City of Oklahoma City, Oklahoma Auditor's Reports and Financial Statements June 30, 2022.*

*Presentation of Audit:* Mr. Hollingsworth from HSPG & Associates, P.C. presented the Oklahoma Auditor's Reports and Financial Statements for June 30, 2022.

Ms. Jones moved to receive Audit; second by Ms. San Pedro.

Upon a vote of the Trustees, the motion carried unanimously, to wit: Mr. Alexander, yes, Mr. Bennett, yes, Ms. Jones, yes, Mr. Muncrief, yes, and Ms. San Pedro, yes.

**Audit Report and Financial Statements Received.**

794 *Report and Receive Oklahoma City Industrial & Cultural Facilities Trust, a Component Unit of the City of Oklahoma City, Oklahoma Auditor's Reports and Financial Statements June 30, 2023 and 2022.*

*Presentation of Audit:* Mr. Hollingsworth from HSPG & Associates, P.C. presented the Oklahoma Auditor's Reports and Financial Statements for June 30, 2023 and 2022.

Mr. Bennett moved to receive Audit; second by Ms. San Pedro.

Upon a vote of the Trustees, the motion carried unanimously, to wit: Mr. Alexander, yes, Mr. Bennett, yes, Ms. Jones, yes, Mr. Muncrief, yes, and Ms. San Pedro, yes.

**Audit Report and Financial Statements Received.**

795 *Report and Receive Quarterly Financial Statements for the Oklahoma City Industrial & Cultural Facilities Trust for period(s) ended September 30, 2023.*

*Presentation of Financials:* Ms. Harlan presented the quarterly financial report through September 30, 2023.

Ms. San Pedro moved to receive Financials; second by Ms. Jones.

Upon a vote of the Trustees, the motion carried unanimously, to wit: Mr. Alexander, yes, Mr. Bennett, yes, Ms. Jones, yes, Mr. Muncrief, yes, and Ms. San Pedro, yes.

**Financial Statements Received.**

796 *Consider and Approve Trust Budget for FY 2023-24.*

*Presentation of Trust Budget:* Mr. Tsoodle presented the Budget for FY 2023-24.

Mr. Bennett moved to approve Budget; second by Ms. Jones.

Upon a vote of the Trustees, the motion carried unanimously, to wit: Mr. Alexander, yes, Mr. Bennett, yes, Ms. Jones, yes, Mr. Muncrief, yes, and Ms. San Pedro, yes.

**Budget Approved.**

797 *Approval of engagement of HSPG & Associates, P.C. for independent audit of the Trust for Fiscal Year ending June 30, 2024 (“Audit”) with a fee for services of \$16,500, and in furtherance thereof, authorizing the Chair (or in the absence of the Chair, a Vice-Chair) and General Manager, or any one of them (“Officers”), to execute an Engagement Letter for and on behalf of the Trust; and, as determined necessary by the Officers, authorizing the Officers to engage another firm for the Audit and to execute an Engagement Letter in furtherance thereof for and on behalf of the Trust.*

Ms. San Pedro moved to approve Item 797; second by Ms. Jones.

Upon a vote of the Trustees, the motion carried unanimously, to wit: Mr. Alexander, yes, Mr. Bennett, yes, Ms. Jones, yes, Mr. Muncrief, yes, and Ms. San Pedro, yes.

**Item 797 Approved.**

798 *Consider and Approve annual compensation of \$28,000 for services provided to the Trust by The Alliance for Economic Development of Oklahoma City (“Alliance”) for fiscal year ending June 30, 2023, and further authorizing the Chair, Vice-Chair and General Manager, or any one of them, to enter into Agreement(s) for Economic Development Services with the Alliance for and on behalf of the Trust, to include amendment and extension of existing contracts with the Alliance.*

Mr. Bennett moved to approve Item 798; second by Ms. San Pedro.

Upon a vote of the Trustees, the motion carried unanimously, to wit: Mr. Alexander, yes, Mr. Bennett, yes, Ms. Jones, yes, Mr. Muncrief, yes, and Ms. San Pedro, yes.

**Item 798 Approved.**

799 *Consider and Approve Joint Resolution of The City of Oklahoma City, the Oklahoma City Economic Development Trust, and the Oklahoma City Industrial and Cultural Facilities Trust transferring \$10,000,000 of General Obligation Limited Tax Bond Proceeds and/or Investment Proceeds, and/or other Economic Development funds to the Oklahoma City Industrial and Cultural Facilities Trust for the purpose of acquiring and creating one or more Economic Development Mega Sites.*

Ms. San Pedro moved to approve Joint Resolution; second by Ms. Jones.

Upon a vote of the Trustees, the motion carried unanimously, to wit: Mr. Alexander, yes, Mr. Bennett, yes, Ms. Jones, yes, Mr. Muncrief, yes, and Ms. San Pedro, yes.

**Joint Resolution Approved.**

800 *Consider and Approve Resolution Authorizing the Chair and Vice-Chair, or the General Manager in the absence of the Chair and Vice-Chair, to execute contracts in furtherance of the acquisition of one or more Economic Development Mega Sites.*

Ms. Jones moved to approve the Resolution; second by Ms. San Pedro.

Upon a vote of the Trustees, the motion carried unanimously, to wit: Mr. Alexander, yes, Mr. Bennett, yes, Ms. Jones, yes, Mr. Muncrief, yes, and Ms. San Pedro, yes.

**Resolution Approved.**

801 *Report from General Manager*

802 *Adjournment*

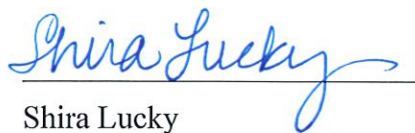
There being no further business to come before the Trustees, the Chairman adjourned the meeting at 2:51 p.m.

ATTEST:

RECORDED:



Kenton Tsoodle  
General Manager



Shira Lucky  
Convening & Outreach Specialist

**Oklahoma City Industrial and Cultural Facilities Trust**  
**Financial Statements**  
**For the Period Ended December 31, 2023**

Oklahoma City Industrial and Cultural Facilities Trust  
Statement of Net Position  
December 31, 2023

Assets

Current Assets	
Cash - Trust Accounts	\$ 844,049
Interest Receivable - Investments	11,460
Purchase Options - Mega Site	250,000
Interest Receivable - JRB	8,941
Prepaid Expenses	<u>1,928</u>
Total Current Assets	1,116,379
Other Assets	
Investments	1,034,658
Loan Receivable - JRB Holdings	3,744,551
Loan Receivable - JRB Citizen, LLC	<u>1,275,000</u>
Total Other Assets	6,054,208
Total Assets	<u>\$ 7,170,587</u>

Liabilities & Net Position

Liabilities	
Accrued Expenses	\$ 2,333
Note Payable	<u>3,744,551</u>
Total Liabilities	3,746,884
Net Position	<u>3,423,703</u>
Total Liabilities & Net Position	<u>\$ 7,170,587</u>

Oklahoma City Industrial and Cultural Facilities Trust  
Statement of Revenues, Expenses and Change in Net Position  
For the Three Months and Six Months Ending December 31, 2023

Revenues	Current	Year to Date
Interest Income-JRB Loan	\$ 4,681	\$ 9,361
Interest Income	16,500	36,084
OCEDT - Mega Site Acquisition	<u>1,000,000</u>	<u>1,000,000</u>
 Total Revenues	 <u>1,021,180</u>	 <u>1,045,445</u>
 Expenses		
Management Fees	7,000	14,000
Professional Fees	45,657	60,457
Office Expense	964	1,928
Investment Fees	302	302
Change in Value of Investments	<u>(9,438)</u>	<u>1,412</u>
 Total Expenses	 <u>44,486</u>	 <u>78,100</u>
 Change in Net Position	 <u>976,694</u>	 <u>967,346</u>
 Net Position, beginning balance	 <u>2,447,009</u>	 <u>2,456,358</u>
 Net Position	 <u>\$ 3,423,703</u>	 <u>\$ 3,423,703</u>



**Oklahoma City Industrial and  
General Ledger  
For the Period From Oct 1, 2023 to Dec 31, 2023**

<b>Account Description</b>	<b>Date</b>	<b>Trans Description</b>	<b>Debit Amt</b>	<b>Credit Amt</b>	<b>Balance</b>
MidFirst Bank 1001-Trust Acct	10/1/23	Beginning Balance			131,410.38
MidFirst Bank 1001-Trust Acct	10/2/23	Charles Schwab Bk	3,182.19		
MidFirst Bank 1001-Trust Acct	10/2/23	US Treasury Notes	1,328.13		
MidFirst Bank 1001-Trust Acct	10/2/23	US Treasury Notes	1,796.88		
MidFirst Bank 1001-Trust Acct	10/2/23	US Treasury Notes	2,337.50		
MidFirst Bank 1001-Trust Acct	10/2/23	Interest Income	4,055.91		
MidFirst Bank 1001-Trust Acct	10/2/23	US Treasury Notes	125,000.00		
MidFirst Bank 1001-Trust Acct	10/10/23	The Alliance for Econ Dev of O		2,333.34	
MidFirst Bank 1001-Trust Acct	10/10/23	Williams, Box, Forshee & Bulla		2,070.00	
MidFirst Bank 1001-Trust Acct	10/10/23	Williams, Box, Forshee & Bulla		4,440.00	
MidFirst Bank 1001-Trust Acct	10/11/23	Williams, Box, Forshee & Bulla		4,470.00	
MidFirst Bank 1001-Trust Acct	10/16/23	HSPG & Associates, PC		6,000.00	
MidFirst Bank 1001-Trust Acct	10/20/23	Security First BK CD		125,000.00	
MidFirst Bank 1001-Trust Acct	11/3/23	The Alliance for Econ Dev of O		2,333.34	
MidFirst Bank 1001-Trust Acct	11/13/23	Williams, Box, Forshee & Bulla		780.00	
MidFirst Bank 1001-Trust Acct	11/13/23	Williams, Box, Forshee & Bulla		1,528.00	
MidFirst Bank 1001-Trust Acct	11/13/23	Williams, Box, Forshee & Bulla		4,440.00	
MidFirst Bank 1001-Trust Acct	11/30/23	Interest Income	907.87		
MidFirst Bank 1001-Trust Acct	12/1/23	Interest Income	515.66		
MidFirst Bank 1001-Trust Acct	12/4/23	The Alliance for Econ Dev of O		2,333.33	
MidFirst Bank 1001-Trust Acct	12/12/23	Dragonfly Energy, Inc.		984.38	
MidFirst Bank 1001-Trust Acct	12/12/23	Dragonfly Energy, Inc.		1,968.75	
MidFirst Bank 1001-Trust Acct	12/12/23	Dragonfly Energy, Inc.		703.13	
MidFirst Bank 1001-Trust Acct	12/12/23	Williams, Box, Forshee & Bulla		2,340.00	
MidFirst Bank 1001-Trust Acct	12/12/23	Williams, Box, Forshee & Bulla		90.00	
MidFirst Bank 1001-Trust Acct	12/12/23	Williams, Box, Forshee & Bulla		15,842.99	
MidFirst Bank 1001-Trust Acct	12/19/23	City of Oklahoma City	1,000,000.00		
MidFirst Bank 1001-Trust Acct	12/22/23	L.D. and Alberta Hutchings		128,000.00	
MidFirst Bank 1001-Trust Acct	12/26/23	Williams Family Investments, L		50,000.00	
MidFirst Bank 1001-Trust Acct	12/27/23	L.D. and Alberta Hutchings		72,000.00	
MidFirst Bank 1001-Trust Acct		Change	1,139,124.14	427,657.26	711,466.88
	<b>12/31/23</b>	<b>Ending Balance</b>			<b>842,877.26</b>
MidFirst Bank 4006-Trust Acct	10/1/23	Beginning Balance			309,942.47
MidFirst Bank 4006-Trust Acct	10/2/23	Interest Income	88.98		
MidFirst Bank 4006-Trust Acct	10/6/23	US T-Bill		98,721.35	
MidFirst Bank 4006-Trust Acct	10/6/23	US T-Bill		103,137.41	
MidFirst Bank 4006-Trust Acct	10/6/23	US T-Bill		107,107.89	

**Oklahoma City Industrial and  
General Ledger  
For the Period From Oct 1, 2023 to Dec 31, 2023**

<b>Account Description</b>	<b>Date</b>	<b>Trans Description</b>	<b>Debit Amt</b>	<b>Credit Amt</b>	<b>Balance</b>
MidFirst Bank 4006-Trust Acct	10/26/23	Service Charge		93.25	
MidFirst Bank 4006-Trust Acct	11/1/23	Interest Income	403.19		
MidFirst Bank 4006-Trust Acct	11/28/23	Service Charge		104.24	
MidFirst Bank 4006-Trust Acct	12/1/23	Interest Income	5.89		
MidFirst Bank 4006-Trust Acct	12/27/23	Service Charge		104.65	
MidFirst Bank 4006-Trust Acct		Change	498.06	309,268.79	-308,770.73
	<b>12/31/23</b>	<b>Ending Balance</b>			<b>1,171.74</b>
Accounts Receivable	12/1/23	Beginning Balance			
Accounts Receivable	12/7/23	City of Oklahoma City	1,000,000.00		
Accounts Receivable	12/19/23	City of Oklahoma City - Invoice: 107		1,000,000.00	
Accounts Receivable		Change	1,000,000.00	1,000,000.00	
Interest Receiv. - Investments	10/1/23	Beginning Balance			9,582.81
Interest Receiv. - Investments	10/2/23	Charles Schwab Bk - Interest inc-Charles Schwab CD		3,182.19	
Interest Receiv. - Investments	10/2/23	US Treasury Notes - Interest Inc #912828W71		1,328.13	
Interest Receiv. - Investments	10/2/23	US Treasury Notes - Interest Inc #9128285D8		1,796.88	
Interest Receiv. - Investments	10/2/23	US Treasury Notes - Interest Inc #91282CFN6		2,337.50	
Interest Receiv. - Investments	10/31/23	Accrue monthly investment interest	3,142.78		
Interest Receiv. - Investments	11/30/23	Accrue monthly investment interest	3,689.65		
Interest Receiv. - Investments	12/31/23	Accrue monthly investment interest	3,689.65		
Interest Receiv. - Investments		Change	10,522.08	8,644.70	1,877.38
	<b>12/31/23</b>	<b>Ending Balance</b>			<b>11,460.19</b>
Investments	10/1/23	Beginning Balance			716,253.45
Investments	10/2/23	US Treasury Notes - Invoice: CUSIP #9128285D8		126,845.63	
Investments	10/2/23	US Treasury Notes - Maturity 9128285D8	1,845.63		
Investments	10/6/23	US T-Bill - US T-Bill; CUSIP #912797FW2; Yield 5.352:	98,721.35		
Investments	10/6/23	US T-Bill - US T-Bill; CUSIP #912797JC2; Yield 5.3665'	103,137.41		
Investments	10/6/23	US T-Bill - US T-Bill; CUSPID #912797GZ4; Yield: 5.34	107,107.89		
Investments	10/20/23	Security First BK CD - Security First BK CD; CUSIP #81.	125,000.00		
Investments	10/31/23	Record unrealized gain/loss on investment securities		143.90	
Investments	10/31/23	Record unrealized gain/loss on investment securities	1,068.80		
Investments	11/30/23	Record unrealized gain/loss on investment securities	2,622.45		
Investments	11/30/23	Record unrealized gain/loss on investment securities	1,442.05		
Investments	12/31/23	Record unrealized gain/loss on investment securities	2,970.75		
Investments	12/31/23	Record unrealized gain/loss on investment securities	1,477.55		
Investments		Change	445,393.88	126,989.53	318,404.35
	<b>12/31/23</b>	<b>Ending Balance</b>			<b>1,034,657.80</b>
Purchase Options-Mega Site	10/1/23	Beginning Balance			

**Oklahoma City Industrial and  
General Ledger  
For the Period From Oct 1, 2023 to Dec 31, 2023**

<b>Account Description</b>	<b>Date</b>	<b>Trans Description</b>	<b>Debit Amt</b>	<b>Credit Amt</b>	<b>Balance</b>
Purchase Options-Mega Site	12/22/23	L.D. and Alberta Hutchings - NW 10th & Gregory Rd.	128,000.00		
Purchase Options-Mega Site	12/26/23	Williams Family Investments, L - NW 23rd & Gregory Rd	50,000.00		
Purchase Options-Mega Site	12/27/23	L.D. and Alberta Hutchings - NW 10th & Gregory Rd.	72,000.00		
Purchase Options-Mega Site		Change	250,000.00		250,000.00
	<b>12/31/23</b>	<b>Ending Balance</b>			<b>250,000.00</b>
Pre-paid expenses	10/1/23	Beginning Balance			2,892.20
Pre-paid expenses	10/31/23	Recognize monthly portion of Insurica D&O insurance (7/1-7/1)		321.36	
Pre-paid expenses	11/30/23	Recognize monthly portion of Insurica D&O insurance (7/1-7/1)		321.36	
Pre-paid expenses	12/31/23	Recognize monthly portion of Insurica D&O insurance (7/1-7/1)		321.36	
Pre-paid expenses		Change		964.08	-964.08
	<b>12/31/23</b>	<b>Ending Balance</b>			<b>1,928.12</b>
Interest Receivable - JRB Loan	10/1/23	Beginning Balance			4,260.79
Interest Receivable - JRB Loan	10/31/23	Accrue monthly interest due on Note Receivable for JRB I	1,560.23		
Interest Receivable - JRB Loan	11/30/23	Accrue monthly interest due on Note Receivable for JRB I	1,560.23		
Interest Receivable - JRB Loan	12/31/23	Accrue monthly interest due on Note Receivable for JRB I	1,560.23		
Interest Receivable - JRB Loan		Change	4,680.69		4,680.69
	<b>12/31/23</b>	<b>Ending Balance</b>			<b>8,941.48</b>
Loan Receivable - JRB Holdings	10/1/23	Beginning Balance			3,744,550.67
	<b>12/31/23</b>	<b>Ending Balance</b>			<b>3,744,550.67</b>
Loan Receivable - JRB Citizen	10/1/23	Beginning Balance			1,275,000.00
	<b>12/31/23</b>	<b>Ending Balance</b>			<b>1,275,000.00</b>
Accrued Expenses	10/1/23	Beginning Balance			-2,333.32
	<b>12/31/23</b>	<b>Ending Balance</b>			<b>-2,333.32</b>
Note Payable	10/1/23	Beginning Balance			-3,744,550.65
	<b>12/31/23</b>	<b>Ending Balance</b>			<b>-3,744,550.65</b>
Fund Balance	10/1/23	Beginning Balance			-2,456,357.79
	<b>12/31/23</b>	<b>Ending Balance</b>			<b>-2,456,357.79</b>
Interest Income	10/1/23	Beginning Balance			-8,439.99
Interest Income	10/2/23	Interest Income		4,055.91	
Interest Income	10/2/23	Interest Income		88.98	
Interest Income	11/1/23	Interest Income		403.19	
Interest Income	11/30/23	Interest Income		907.87	
Interest Income	12/1/23	Interest Income		5.89	
Interest Income	12/1/23	Interest Income		515.66	
Interest Income		Change		5,977.50	-5,977.50
	<b>12/31/23</b>	<b>Ending Balance</b>			<b>-14,417.49</b>
Interest Income-JRB Loan	10/1/23	Beginning Balance			-4,680.69

**Oklahoma City Industrial and  
General Ledger  
For the Period From Oct 1, 2023 to Dec 31, 2023**

<b>Account Description</b>	<b>Date</b>	<b>Trans Description</b>	<b>Debit Amt</b>	<b>Credit Amt</b>	<b>Balance</b>
Interest Income-JRB Loan	10/31/23	Accrue monthly interest due on Note Receivable for JRB loan		1,560.23	
Interest Income-JRB Loan	11/30/23	Accrue monthly interest due on Note Receivable for JRB loan		1,560.23	
Interest Income-JRB Loan	12/31/23	Accrue monthly interest due on Note Receivable for JRB loan		1,560.23	
Interest Income-JRB Loan		Change		4,680.69	-4,680.69
	<b>12/31/23</b>	<b>Ending Balance</b>			<b>-9,361.38</b>
Interest Income - inv	10/1/23	Beginning Balance			-11,144.05
Interest Income - inv	10/31/23	Accrue monthly investment interest		3,142.78	
Interest Income - inv	11/30/23	Accrue monthly investment interest		3,689.65	
Interest Income - inv	12/31/23	Accrue monthly investment interest		3,689.65	
Interest Income - inv		Change		10,522.08	-10,522.08
	<b>12/31/23</b>	<b>Ending Balance</b>			<b>-21,666.13</b>
OCEDT-Mega Site Acquisition	10/1/23	Beginning Balance			
OCEDT-Mega Site Acquisition	12/7/23	City of Oklahoma City - Payment request for funds pursuant to the 12/7/23		1,000,000.00	
OCEDT-Mega Site Acquisition		Change		1,000,000.00	-1,000,000.00
	<b>12/31/23</b>	<b>Ending Balance</b>			<b>-1,000,000.00</b>
Management Fees	10/1/23	Beginning Balance			7,000.01
Management Fees	10/10/23	The Alliance for Econ Dev of O - Management Fees	2,333.34		
Management Fees	11/3/23	The Alliance for Econ Dev of O - Management Fees	2,333.34		
Management Fees	12/4/23	The Alliance for Econ Dev of O - Management Fees	2,333.33		
Management Fees		Change	7,000.01		7,000.01
	<b>12/31/23</b>	<b>Ending Balance</b>			<b>14,000.02</b>
Professional Fees	10/1/23	Beginning Balance			14,800.00
Professional Fees	10/10/23	Williams, Box, Forshee & Bulla - General Legal Services	2,070.00		
Professional Fees	10/10/23	Williams, Box, Forshee & Bulla - JRB - Citizen Bldg.	4,440.00		
Professional Fees	10/11/23	Williams, Box, Forshee & Bulla - Project NORA	4,470.00		
Professional Fees	10/16/23	HSPG & Associates, PC - Professional Fees	6,000.00		
Professional Fees	11/13/23	Williams, Box, Forshee & Bulla - General Legal Services	780.00		
Professional Fees	11/13/23	Williams, Box, Forshee & Bulla - Citizen Building	1,528.00		
Professional Fees	11/13/23	Williams, Box, Forshee & Bulla - Project Nora	4,440.00		
Professional Fees	12/12/23	Dragonfly Energy, Inc. - O&G Acquisition Services	984.38		
Professional Fees	12/12/23	Dragonfly Energy, Inc. - O&G Acquisition Services	1,968.75		
Professional Fees	12/12/23	Dragonfly Energy, Inc. - O&G Acquisition Services	703.13		
Professional Fees	12/12/23	Williams, Box, Forshee & Bulla - OCICFT - General Leg	2,340.00		
Professional Fees	12/12/23	Williams, Box, Forshee & Bulla - JRB - Citizen Bldg.	90.00		
Professional Fees	12/12/23	Williams, Box, Forshee & Bulla - Project NORA	15,842.99		
Professional Fees		Change	45,657.25		45,657.25
	<b>12/31/23</b>	<b>Ending Balance</b>			<b>60,457.25</b>

**Oklahoma City Industrial and  
General Ledger  
For the Period From Oct 1, 2023 to Dec 31, 2023**

<b>Account Description</b>	<b>Date</b>	<b>Trans Description</b>	<b>Debit Amt</b>	<b>Credit Amt</b>	<b>Balance</b>
Office Expense	10/1/23	Beginning Balance			964.08
Office Expense	10/31/23	Recognize monthly portion of Insurica D&O insurance (7/	321.36		
Office Expense	11/30/23	Recognize monthly portion of Insurica D&O insurance (7/	321.36		
Office Expense	12/31/23	Recognize monthly portion of Insurica D&O insurance (7/	321.36		
Office Expense		Change	964.08		964.08
	<b>12/31/23</b>	<b>Ending Balance</b>			<b>1,928.16</b>
Investment Fees	10/1/23	Beginning Balance			
Investment Fees	10/26/23	Service Charge	93.25		
Investment Fees	11/28/23	Service Charge	104.24		
Investment Fees	12/27/23	Service Charge	104.65		
Investment Fees		Change	302.14		302.14
	<b>12/31/23</b>	<b>Ending Balance</b>			<b>302.14</b>
Unrealized Gain/Loss - Inv	10/1/23	Beginning Balance			10,849.63
Unrealized Gain/Loss - Inv	10/31/23	Record unrealized gain/loss on investment securities	143.90		
Unrealized Gain/Loss - Inv	10/31/23	Record unrealized gain/loss on investment securities		1,068.80	
Unrealized Gain/Loss - Inv	11/30/23	Record unrealized gain/loss on investment securities		2,622.45	
Unrealized Gain/Loss - Inv	11/30/23	Record unrealized gain/loss on investment securities		1,442.05	
Unrealized Gain/Loss - Inv	12/31/23	Record unrealized gain/loss on investment securities		2,970.75	
Unrealized Gain/Loss - Inv	12/31/23	Record unrealized gain/loss on investment securities		1,477.55	
Unrealized Gain/Loss - Inv		Change	143.90	9,581.60	-9,437.70
	<b>12/31/23</b>	<b>Ending Balance</b>			<b>1,411.93</b>

**RESOLUTION AUTHORIZING THE CHAIR AND VICE-CHAIR, OR THE GENERAL MANAGER, TO EXERCISE OPTION AGREEMENTS AND TAKE ALL ACTIONS NECESSARY TO EFFECTUATE THE ACQUISITION OF ONE OR MORE ECONOMIC DEVELOPMENT MEGA SITES AND AMENDING RESOLUTION 800 APPROVED BY THE TRUST ON DECEMBER 7, 2023.**

**WHEREAS**, The City of Oklahoma City (the “City”) and the Oklahoma City Economic Development Trust (“OCEDT”) requested that the Trust accept \$10,000,000 from the General Obligation Limited Tax Bonds proceeds and/or investment income and/or other Economic Development Funds, and proceed with the task of acquisition of one or more Economic Development Mega Sites (“Mega Sites”) which may include acquisition, remediation, and development of one or more such sites (the “Assignment”); and

**WHEREAS**, on December 7, 2023, by Resolution 800 (“Resolution 800”) the Trust authorized the Chair or Vice-Chair, or in their absence, the General Manager, to enter into and execute professional service contracts and Purchase and Sale Agreements, and take all actions necessary to effectuate the acquisition of one or more Mega Sites in accordance with said Resolution; and

**WHEREAS**, it is desirable that the Trust modify and amend Resolution 800 by providing that: (i) if more than \$10,000,000 is made available to the Trust to carry out the Assignment, the Trust may enter into contracts and expend funds in excess of \$10,000,000 in furtherance of the Assignment, and (ii) the Chair, a Vice-chair, and General Manager, or any one of them, are authorized to enter into professional service contracts and to pay for professional services to carry out the Assignment, which shall have retrospective effect; and

**WHEREAS**, the Chair has entered into Option Agreements giving the Trust the option to purchase property at an agreed upon price during an agreed upon time period, and will continue to negotiate and execute other Option Agreements for additional properties in order to carry out the Assignment; and

**WHEREAS**, as authorized by 25 O.S. § 307(B)(3), the Trustees have received confidential information in executive session about the acquisition of property for one or more Mega Sites; and

**WHEREAS**, it is desirable that the Trust exercise options to purchase property and close real estate transactions which includes, but is not limited to, executing Notices to Exercise Options, making payment of purchase prices, and accepting deeds from sellers; and

**WHEREAS**, the Trust wishes to exercise the options on property owned by Hutchings, Owens, and Williams; and

**WHEREAS**, it is desirable that the Chair, a Vice-chair, and General Manager, or any one of them, to be authorized to take necessary actions to effectuate the purchase of land for Mega Sites, which shall have retrospective effect, all for and on behalf of the Trust.

**NOW THEREFORE, BE IT RESOLVED**, by the Oklahoma City Industrial and Cultural Facilities Trust, in furtherance of the foregoing, all of which is approved hereby, that the Chair, Vice-Chair, and the General Manager, or any one of them, are authorized to exercise Option Agreements and take all actions necessary to effectuate the acquisition of one or more Mega Sites.

**APPROVED** by the Oklahoma City Industrial and Cultural Facilities Trust this \_\_\_\_\_ day of \_\_\_\_\_, 2024.

**ATTEST:**

**OKLAHOMA CITY INDUSTRIAL AND  
CULTURAL FACILITIES TRUST**

\_\_\_\_\_  
Secretary

By: \_\_\_\_\_  
Chair