

**OKLAHOMA CAPITOL IMPROVEMENT AUTHORITY
Special Meeting Minutes**

February 25, 2014

2:00 p.m.

**Governor's Large Conference Room
State Capitol Building
Oklahoma City, Oklahoma**

A meeting notice was filed with the Secretary of State and Agenda posted in accordance with the Open Meeting Act.

MEMBERS PRESENT: Mary Fallin, Governor
Todd Lamb, Lt. Governor
Ken Miller, Treasurer
Preston Doerflinger, Secretary, Finance and Revenue
Dawn Cash, Commissioner, Oklahoma Tax Commission
Deby Snodgrass - Executive Director, Tourism and Recreation

GUESTS: Travis Monroe, Office of Management and Enterprise Services
Tim Tuck, Office of Management and Enterprise Services
Beverly Hicks, Office of Management and Enterprise Services
Jeff Raley, Floyd Law Firm
David Kinney, Attorney General's Office
Hollye Hunt, Oklahoma State Regents for Higher Education
Amanda Paliotta, Oklahoma State Regents for Higher Education
Keith Beall, Lieutenant Governor's Office
James C. Joseph, Oklahoma State Bond Advisor
Alexandra Edwards, Senior Bond Analyst

Agenda Item 1 - Call to Order

Governor Fallin called the meeting to order at 2:00 p.m. A roll call was taken and a quorum was established. The Governor was advised that notice of the meeting had been given, and an agenda posted in accordance with the Open Meeting Act.

Agenda Item 2 - Approval of Minutes

Secretary Doerflinger moved to approve the minutes of the meeting held January 27, 2014. Treasurer Miller seconded the motion. The following votes were recorded: Governor Fallin - aye; Lt. Governor Lamb – aye; Treasurer Miller - aye; Secretary Doerflinger - aye; Director Cash – aye; Secretary Snodgrass – aye. Minutes were unanimously approved.

Agenda Item 3 – Discussion and possible action to designate Morgan Stanley as senior manager and J.P. Morgan and BOSC, Inc. (a subsidiary of BOK Financial Corp.) as co-managers for the proposed refunding of the Authority’s outstanding State Facilities Refunding Bonds, Series 2004A.

On January 27th the Authority directed OCIA and the bond advisor’s office to issue RFP’s for bond counsel and underwriter. That was done on January 3rd, with bids received February 14th, OCIA had received 15 bids for underwriter and 6 bids for bond counsel. The review committee met and recommends selection of Morgan Stanley as senior manager and J.P. Morgan and BOSC, Inc. as co-managers for the refunding of the outstanding Series 2004A Bonds.

Treasurer Miller moved to approve the motion as presented. Secretary Doerflinger seconded the motion. The following votes were recorded: The following votes were recorded: Governor Fallin - aye; Lt. Governor Lamb – aye; Treasurer Miller - aye; Secretary Doerflinger - aye; Director Cash – aye; Secretary Snodgrass – aye. Motion was unanimously approved.

Agenda Item 4 – Discussion and possible action to designate Robert W. Baird & Co. as senior manager and BOSC (a subsidiary of BOK Financial Corp.) as co-manager for the proposed restructuring of the Authority’s outstanding State Facilities Refunding Bonds, Federally Taxable Series 2010B.

The same review committee met and recommends Robert W. Baird & Co. as senior manager and BOSC as co-manager for the defeasance/restructuring of the outstanding Series 2010B Bonds.

Secretary Doerflinger moved to approve the motion as presented. Commissioner Cash seconded the motion. The following votes were recorded: Governor Fallin - aye; Lt. Governor Lamb – aye; Treasurer Miller - aye; Secretary Doerflinger - aye; Director Cash – aye; Secretary Snodgrass – aye. Motion was unanimously approved.

Agenda Item 5 – Discussion and possible action to select Floyd the Law Firm as bond counsel for the proposed refunding of the State Facilities Refunding Bonds, Series 2004A and the proposed restructuring/defeasance of the State Facilities Refunding Bonds, Federally Taxable Series 2010B.

The final recommendation from the review committee is to select Floyd Law Firm to serve as bond counsel for both transactions.

Treasurer Miller moved to approve the motion as presented. Secretary Snodgrass seconded the motion. The following votes were recorded: The following votes were recorded: Governor Fallin - aye; Lt. Governor Lamb – aye; Treasurer Miller - aye; Secretary Doerflinger - aye; Director Cash – aye; Secretary Snodgrass – aye. Motion was unanimously approved.

Agenda Item 6 – Discussion and possible action to apply revenue and sinking fund balances for the State Facilities Refunding Bonds, Federally Taxable Series 2010B, as permitted by bond counsel, to future required debt service payments for the bonds issued to restructure/defeas those bonds and the outstanding State Facilities Refunding Bonds, Series 2010A Oklahoma State Regents for Higher Education debt service requirements.

These restructurings and refunding will make it possible to lower the debt service for higher education over the next few years. One of the keys for that would be to use the monies that we receive this fiscal year from the Series 2010B sinking fund (about \$17 million) reserving that money in a restructuring effort and using the balances as credits against future State Regents' lease payments.

Jeff Raley, of Floyd Law Firm, requested time to go over the proposal to make sure that the restructuring is properly handled to avoid any potential tax problems.

Treasurer Miller moved to conditionally approve the motion as presented above once it has been confirmed as allowable by bond counsel. Secretary Doerflinger seconded the motion. The following votes were recorded: Governor Fallin - aye; Lt. Governor Lamb – aye; Treasurer Miller - aye; Secretary Doerflinger - aye; Director Cash – aye; Secretary Snodgrass – aye. Motion was unanimously approved.

Adjournment

There being no further business, Lt. Governor Lamb made the motion to adjourn. Commissioner Cash seconded the motion. Seeing no opposition, the meeting adjourned at 2:28 p.m.