

RESOLUTION NO. 2023-4759

**TRUSTEES OF THE OKLAHOMA
COUNTY PUBLIC BUILDINGS AUTHORITY**

A RESOLUTION REQUESTING THE INCURRENCE OF INDEBTEDNESS TO BE ISSUED BY THE OKLAHOMA INDUSTRIES AUTHORITY (THE “ISSUER”) IN AN AMOUNT NOT TO EXCEED \$30,000,000 (THE “OBLIGATIONS”) TO BE ISSUED IN ONE OR MORE SERIES FOR THE PURPOSE OF FINANCING CERTAIN CAPITAL IMPROVEMENTS BENEFITTING OKLAHOMA COUNTY; APPROVING AND AUTHORIZING EXECUTION OF A LEASE PURCHASE AGREEMENT OR ANY OTHER NECESSARY SECURITY DOCUMENTS; RATIFYING AND CONFIRMING THE EXECUTION OF CERTAIN PRIOR AGREEMENTS, INCLUDING A SITE LEASE AGREEMENT AND PARKING AND USE AGREEMENT; AUTHORIZING AND DIRECTING THE EXECUTION OF OTHER DOCUMENTS RELATING TO THE TRANSACTION; AND CONTAINING OTHER PROVISIONS RELATING THERETO.

WHEREAS, Oklahoma Industries Authority is an agency of the State of Oklahoma and a public trust (the “Issuer”) wherein the Trust Indenture creating said Issuer provides that Oklahoma County, Oklahoma (the “County”) is the beneficiary thereof; and

WHEREAS, Oklahoma County Public Buildings Authority is an agency of the State of Oklahoma and a public trust (the “Public Buildings Authority”) wherein the Trust Indenture creating the Public Buildings Authority provides that the County is the beneficiary thereof; and

WHEREAS, the Issuer has previously issued is \$9,200,000.00 Oklahoma Industries Authority Lease Revenue Refunding Note, Taxable Series 2020 (Oklahoma County Facilities Project) which refinanced outstanding obligations issued to to assist the Public Buildings Authority and the County in financing certain public and private improvements including construction of parking facilities (the “Existing Indebtedness”); and

WHEREAS, the Public Buildings Authority desires to finance additional capital improvements benefitting the County, including but not limited to campus security, courthouse and annex renovations, improvements to leasehold properties of the Public Buildings Authority, juvenile justice center improvements, property acquisition, and new county jail construction (the “Project”); and

WHEREAS, the Public Buildings Authority desires to accomplish the Project through the issuance of obligations of the Oklahoma Industries Authority in the amount of not to exceed \$30,000,000 (the “Obligations”) secured by revenues of the Public Buildings Authority; and

WHEREAS, to secure the aforesaid Obligations, it is necessary for the Public Buildings Authority to ratify, amend or execute certain documents relating to the accomplishment of the Project.

NOW, THEREFORE, BE IT RESOLVED BY THE TRUSTEES OF THE OKLAHOMA COUNTY PUBLIC BUILDINGS AUTHORITY:

Section 1. Indebtedness Authorized. There is hereby requested one or more series of obligations to be issued by the Oklahoma Industries Authority in an aggregate principal amount of not to exceed \$30,000,000, for the purpose of (i) accomplishing the Projects, and (ii) paying costs of issuance of the Obligations.

Section 2. Lease Purchase Agreement. The Supplemental Lease Purchase Agreement, as it amends that certain Second Amended Lease Purchase Agreement dated as of April 1, 2020 (collectively, the "Lease Purchase Agreement"), is hereby approved and authorized, or in the alternative the Public Buildings Authority is authorized to execute a new Lease Purchase Agreement to facilitate the issuance of the Obligations. The Lease Purchase Agreement shall serve as additional security which may be pledged to the payment of the Obligations of the Public Buildings Authority. The Chairman and Vice Chairman and Secretary or Assistant Secretary of the Public Buildings Authority are hereby authorized and directed to execute and deliver same for and on behalf of the Public Buildings Authority, with such additions, omissions and changes as may be approved by the persons executing the same, their execution being conclusive evidence of their approval of any such additions, omissions and changes.

Section 3. Prior Agreements. The Amended Site Lease Agreement by and between the Issuer and the Public Buildings Authority dated as of April 1, 2020, the Amended Parking and Use Agreement by and between the Public Buildings Authority and the County dated as of April 1, 2020, and various other parking and entry agreements entered into with respect to the Existing Indebtedness, are hereby ratified and confirmed, provided however the Public Buildings Authority is hereby authorized to enter into any amendments as may be necessary to effectuate the sale of the Obligations.

Section 4. Execution of Necessary Documents. The Chairman or Vice Chairman and Secretary or Assistant Secretary of the Public Buildings Authority are hereby authorized and directed on behalf of the Public Buildings Authority to execute and deliver all necessary closing and delivery papers required by Bond Counsel including, but not limited to, the security documents, tax compliance documents, closing certificates, continuing disclosure or other security or securities-related documents, scope of services agreements for professional services associated with issuance of the Obligations, disbursement orders, or any other letter, representation or certification otherwise necessary and attendant to the issuance and delivery of the Obligations; approve the disbursement of the proceeds of the Obligations, including any costs of issuance; to approve and make any changes to the documents approved by this Resolution, for and on behalf of the Public Buildings Authority, the execution and delivery of such documents being conclusive as to the approval of any changes contained therein by the Public Buildings Authority; and to execute, record and file any and all the necessary financing statements, security instruments, including but not limited to the documents approved hereby, and to consummate the transaction contemplated hereby. In addition, the Chairman or Vice Chairman and Secretary are

specifically authorized and directed on behalf of the Public Buildings Authority to execute, attest, seal and deliver any additional documents as may be required.

ADOPTED this 15th day of November, 2023.

OKLAHOMA COUNTY PUBLIC
BUILDINGS AUTHORITY

(SEAL)
ATTEST:

Chairman

By: _____
Secretary (County Clerk)

CERTIFICATE OF VOTING

The Trustees of the Oklahoma County Public Buildings Authority met in regular session at the County Office Building, 320 Robert S. Kerr Avenue, Oklahoma City, Oklahoma, on the 15th day of November, 2023, at 9:10 o'clock A.M.

PRESENT:

ABSENT:

Thereupon, the Chairman introduced a Resolution concerning approval of the issuance of obligations by the Oklahoma Industries Authority and related agreements.

The Resolution was adopted by the following vote:

AYE:

NAY:

The Resolution was thereupon signed by the Trustees, attested by the Secretary, sealed with the seal of the Oklahoma County Public Buildings Authority and is in form attached hereto and made a part of this Certificate and was adopted at a meeting of the Trustees thereof on November 15, 2023, and that the Oklahoma Open Meeting Law was complied with for said meeting.

DATED this 15th day of November, 2023.

(SEAL)

County Clerk, as Secretary