

MINUTES OF TRUSTEES SPECIAL MEETING  
TULSA'S PORT OF CATOOSA FACILITIES AUTHORITY  
HELD NOVEMBER 15, 2018 AT 8:00 A.M.  
5350 CIMARRON ROAD  
CATOOSA, OK 74015

---

(1) Trustees Present: Ed Fariss, Vice Chairman  
Bryant J. Coffman, Secretary/Treasurer  
Steven J. Dowty  
Stephen J. Kissee

Trustees Absent: John C. Smith, Chairman

Also Present: David Yarbrough, General Manager  
Marcella May Neal, Assistant Secretary  
Susan Murphy, Port Authority Staff  
Charlotte Pyle, Port Authority Staff  
Andrew Ralston, Port Authority Staff  
Randy Shorb, Trust Counsel

The Vice Chairman convened the regular meeting at 8:00 a.m. Public notice of this special meeting was given in writing to the Secretary of State by email dated November 07, 2018. In addition, the agenda of this meeting was filed with the Tulsa City Clerk, the Rogers County Clerk and the Tulsa City County Library at least 24 hours prior to this meeting. The notice of this meeting was posted for public view at the Port Authority offices, 5350 Cimarron Road, Catoosa, Oklahoma, at least 24 hours prior to this meeting. The vote of each board member was separately and publicly cast and recorded as shown in the following table.

(2) **APPROVAL OF MINUTES OF REGULAR MEETING OF SEPTEMBER 20, 2018:** It was moved by Mr. Coffman and seconded by Mr. Kissee that the minutes of the regular meeting of September 20, 2018 be approved as written.

Motion carried unanimously.

(3) **CLAIMS:** It was moved by Mr. Coffman and seconded by Mr. Kissee that the claims for September 1, 2018 through October 31, 2018 in the amount of \$80,536.51 be approved for payment.

Motion carried unanimously.

**RECORD OF ROLL CALL VOTE  
TRUSTEES SPECIAL MEETING  
NOVEMBER 15, 2018  
PORT AUTHORITY OFFICES  
CATOOSA, OKLAHOMA  
8:00 a.m.**

		BOARD MEMBERS				
		C O F F M A N	D O W N T Y	F A R I S S	K I S S E	S M I T H
1.	Roll Call	P	P	P	P	A
2.	Approval of Minutes of Regular Meeting of September 20, 2018	Y	Y	Y	Y	
3.	Claims	Y	Y	Y	Y	
4.	Election of Officers for 2019	Y	Y	Y	Y	
5.	Certificate of Authorization and Incumbency of Trustees And Officers of Tulsa's Port of Catoosa Facilities Authority	Y	Y	Y	Y	
6.	Land Lease -- Fastenal Company	Y	Y	Y	Y	
7.	Lease Termination Agreement -- PentaCon, LLC	Y	Y	Y	Y	
8.	Old Business	N/A	N/A	N/A	N/A	
9.	New Business	N/A	N/A	N/A	N/A	
10.	Adjournment	Y	Y	Y	Y	

CODE: Y-Yes N-No  
ABS-Abstain  
P- Present  
A- Absent  
I-Information Item  
NA-Not Applicable

ATTEST:

\_\_\_\_\_

**ITEM # 3 - CLAIMS FOR APPROVAL 9/1/18 TO 10/31/18**

	<b>TOTAL CLAIMS</b>
PORT PLAZA CLAIMS	\$ 20,728.56
FACILITIES AUTHORITY CLAIMS	\$ 59,807.95
Totals	<b>\$ 80,536.51</b>

\* INDICATES PASS THRU ITEM

\*\* FURTHER EXPLANATION AT MEETING

\*\*\* ALL OR A PORTION REIMBURSABLE

**TULSA'S PORT OF CATOOSA FACILITIES AUTHORITY**  
**NOVEMBER 15, 2018**

**CLAIMS**  
**PAGE 2**

<b>ITEM # 3 - CLAIMS FOR APPROVAL PORT PLAZA</b>		<b>Check #</b>	<b>Amount</b>
	BANK OF COMMERCE SEPTEMBER NOTE PAYMENT	2401 \$	2,370.87
***	CITY OF TULSA AUGUST WATER	2402 \$	603.51
	LAWNS BY RANDY LLC AUGUST MOWING AND LANDSCAPING SERVICE	2403 \$	671.60
	PUBLIC SERVICE CO OF OKLAHOMA AUGUST PLAZA ELECTRIC SERVICE	2404 \$	224.88
	CITY OF TULSA - ROGERS CO PORT AUTHORITY SEPTEMBER LEASE PAYMENT	2405 \$	1,544.17
	WASTE MANAGEMENT OF TULSA SEPTEMBER TRASH SERVICE	2406 \$	397.68
	CITY OF TULSA - ROGERS CO PORT AUTH INSURANCE REIMBURSAL	2407 \$	6,152.56
	WASTE MANAGEMENT OF TULSA OCTOBER TRASH SERVICE	2408 \$	399.09
	BANK OF COMMERCE OCTOBER NOTE PAYMENT	2409 \$	2,370.87
***	BURGGRAF SERVICES WATER DAMAGE CLEAN UP	2410 \$	2,608.49
	PUBLIC SERVICE CO OF OKLAHOMA SEPTEMBER ELECTRIC SERVICE	2411 \$	211.43
	BROOKS GREASE TRAP SERVICE GREASE TRAP SERVICE	2412 \$	200.00
***	CITY OF TULSA SEPTEMBER WATER SERVICE	2413 \$	521.20
	LAWNS BY RANDY LLC SEPTEMBER MOWING AND LANDSCAPING SERVICE	2414 \$	496.40
	CITY OF TULSA - ROGERS CO PORT AUTH OCTOBER LEASE PAYMENT	2415 \$	1,544.17
	WASTE MANAGEMENT OF TULSA NOVEMBER TRASH SERVICE	2416 \$	411.64
		<b>TOTAL PORT PLAZA CLAIMS</b>	<b>\$ 20,728.56</b>

<b>ITEM # 3 - CLAIMS FOR APPROVAL FACILITIES</b>	<b>Check #</b>	<b>Amount</b>
CITY OF TULSA-ROGERS CO. PORT AUTH. TRUST MANAGEMENT FEE	1790 \$	1,250.00
CITY OF TULSA-ROGERS CO. PORT AUTH. GLADSTONE/CARLISLE LEASE	1791 \$	12,223.60
CITY OF TULSA-ROGERS CO. PORT AUTH. WOOLSLAYER LEASE	1792 \$	1,355.58
CITY OF TULSA-ROGERS CO. PORT AUTH. FY 18/19 INSURANCE REIMBURSAL	1793 \$	13,879.47
CITY OF TULSA-ROGERS CO. PORT AUTH. WOOLSLAYER LEASE	1794 \$	1,355.58
CITY OF TULSA-ROGERS CO. PORT AUTH. GLADSTONE/CARLISLE LEASE	1795 \$	12,223.60
CITY OF TULSA-ROGERS CO. PORT AUTH. TRUST MANAGEMENT FEE	1796 \$	1,250.00
JOHNSON & JONES P.C. FACILITIES LEGAL EXPENSE	1797 \$	58.75
GRAND GATEWAY ECON DEVELOPMENT COVERIS GRANT CONSULTING	1798 \$	1,382.19
CITY OF TULSA-ROGERS CO. PORT AUTH. TRUST MANAGEMENT FEE	1799 \$	1,250.00
CITY OF TULSA-ROGERS CO. PORT AUTH. GLADSTONE/CARLISLE LEASE	1800 \$	12,223.60
CITY OF TULSA-ROGERS CO. PORT AUTH. WOOLSLAYER LEASE	1801 \$	1,355.58
	<u>\$</u>	<u>59,807.95</u>

- (4) **ELECTION OF OFFICERS FOR 2019:** It was moved by Mr. Kissee and seconded by Mr. Dowty that the following persons be elected to the respectively listed offices to serve for the year 2019:

Chairman:	John C. Smith
Vice Chairman:	J. Ed Fariss
Secretary/Treasurer:	Bryant J. Coffman
Assistant Secretary:	Charlotte A. Pyle
Assistant Secretary:	Marcella M Neal

Motion carried unanimously.

- (5) **CERTIFICATE OF AUTHORIZATION AND INCUMBENCY OF TRUSTEES AND OFFICERS OF TULSA'S PORT OF CATOOSA FACILITIES**

**AUTHORITY:** It was moved by Mr. Coffman and seconded by Mr. Dowty that the Trustees execute a new "Certificate of Authorization and Incumbency of Trustees and Officers of Tulsa's Port of Catoosa Facilities Authority" for financial transactions for 2019 pursuant to the election of officers; and that this Certificate be kept on file with the City of Tulsa-Rogers County Port Authority, as beneficiary of the Trust, for use, as required, for future Trustee approved indebtedness, with a copy of it to be filed with the minutes of this meeting.

Motion carried unanimously.

- (6) **LAND LEASE FASTENAL COMPANY:** It was moved by Mr. Dowty and seconded by Mr. Coffman that the Trustees approve a land lease with the City of Tulsa-Rogers County Port Authority ("Port Authority") for the Tulsa's Port of Catoosa Facilities Authority's (the "Trust") further sublease to the Fastenal Company, a Minnesota corporation, per the terms outlined below:

Site:	An approximate 0.75 acre site in Block 3 located on the west side of S.H. 167 between Keystone Avenue and the Oklahoma Central Credit Union,
Term:	Primary term of 5 years,
Renewal Options:	Two, five-year options, with rentals to be adjusted as provided below;
Rental:	\$61,500 per year, subject to adjustment in CPI each 5th year of lease, with the Port Authority to retain \$10,500 per year as land rent with the balance to be received by the Trust.

and that the Chairman or Vice Chairman, as appropriate, be authorized to execute the appropriate lease documents, as prepared and approved by staff and counsel.

Motion carried unanimously.

- (7) **LEASE TERMINATION AGREEMENT – PENTACON, LLC**: It was moved by Mr. Dowty and seconded by Mr. Kissee that the Trustees approve a lease termination agreement with PentaCon, LLC, to provide for the termination of the Tulsa’s Port of Catoosa Facilities Authority’s (the “Trust”) January 1, 2015 lease agreement (the “Lease”) with PentaCon, LLC (“PentaCon”) effective as of November 30, 2018, with such lease termination agreement to provide for PentaCon’s payment of the sum of \$17,525 to the Trust and for the Trust’s retention of the \$1,000 security deposit currently held by the Trust pursuant to the terms of the Lease, and that the Chairman or Vice Chairman, as appropriate, be authorized to execute the appropriate lease termination agreement, as prepared and approved by staff and counsel.

Motion carried unanimously.

- (8) **OLD BUSINESS**: None

- (9) **NEW BUSINESS**: None

- (10) **ADJOURNMENT**: There being no further business to come before the Trustees, Mr. Fariss adjourned the meeting at 8:16 a.m.

Motion carried unanimously.

\_\_\_\_\_  
(Assistant) Secretary

The foregoing minutes were approved at a meeting of the Trustees on the \_\_\_\_\_  
day of \_\_\_\_\_, 2019.

\_\_\_\_\_  
(Vice) Chairman

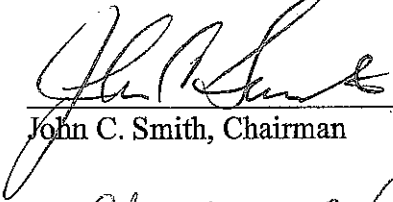
\_\_\_\_\_  
(Assistant) Secretary

Effective  
January 1, 2019


Tulsa's Port of Catoosa  
Facilities Authority  
5350 Cimarron Road  
Catoosa, OK 74015


CERTIFICATE OF AUTHORIZATION AND INCUMBENCY  
OF TRUSTEES AND OFFICERS OF  
TULSA'S PORT OF CATOOSA FACILITIES AUTHORITY


The undersigned Trustees, being all of the Trustees of Tulsa's Port of Catoosa Facilities Authority, an Oklahoma public trust ("PFA"), DO HEREBY and for purposes of effecting and facilitating the execution and delivery of certain obligations, contracts, instruments and documents from time to time required to be given, executed and delivered by PFA and its Trustees in connection with the acquisition, construction, lease, ownership, maintenance, encumbrance and financing of certain real and personal property in furtherance and performance of the purposes of PFA, CERTIFY that John C. Smith, Chairman of the Board of Trustees of PFA, or in his absence, J. Ed Fariss, Vice-Chairman of the Board of Trustees, are hereby expressly authorized and directed to execute and deliver such contracts, instruments and documents as are from time to time required in connection with and as otherwise relate to the acquisition, construction, installation, lease, ownership, maintenance, encumbrance and alienation of both real and personal property and the issuance of obligations and indebtedness of PFA and the expenditure, use and loan of the proceeds thereof in furtherance and performance of the purposes of PFA, in the name of PFA, and for and on behalf of the undersigned Trustees as all of the Trustees of PFA and as their joint and voluntary act and deed for the uses and purposes set forth therein and as are otherwise specifically and from time to time authorized by certain resolutions to be prepared for and approved by a majority of the undersigned Trustees; and DO FURTHER CERTIFY that the officers of PFA and samples of their signatures are as follows:

  
\_\_\_\_\_  
John C. Smith, Chairman

  
\_\_\_\_\_  
J. Ed Fariss, Vice-Chairman

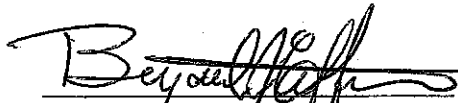
  
\_\_\_\_\_  
Charlotte A. Pyle  
Assistant Secretary (Non-Trustee)

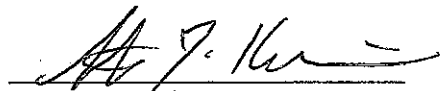
  
\_\_\_\_\_  
Marcella May Neal  
Assistant Secretary (Non-Trustee)

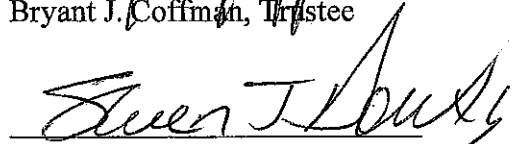
  
\_\_\_\_\_  
Bryant J. Coffman  
Secretary-Treasurer




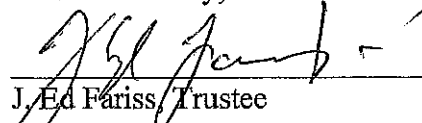
DATED this 15 of November, 2018

  
Bryant J. Coffman, Trustee

  
Stephen J. Kisse, Trustee

  
Steven J. Dowty, Trustee

  
John C. Smith, Trustee

  
J. Ed Fariss, Trustee

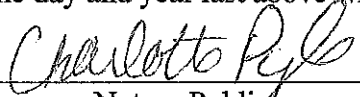
Being all of the Trustees of Tulsa's Port of Catoosa Facilities Authority.

STATE OF OKLAHOMA )  
                                   ) ss  
COUNTY OF ROGERS )

Before me, the undersigned, a Notary Public in and for said County and State, on this 15 day of November, 2018, personally appeared Bryant J. Coffman, Steven J. Dowty, J. Ed Fariss, Stephen J. Kisse, and John C. Smith to me known to be all of the Trustees of TULSA'S PORT OF CATOOSA FACILITIES AUTHORITY, and the same persons who executed the above Certificate of Authorization and Incumbency of Trustees and Officers of Tulsa's Port of Catoosa Facilities Authority, as their free and voluntary act and deed for the uses and purposes therein set forth.

Given under my hand and seal of office the day and year last above written.



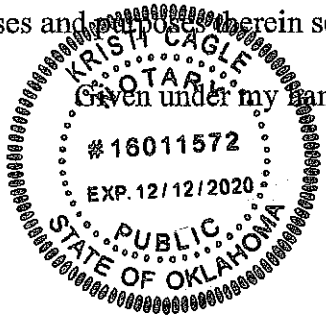
  
\_\_\_\_\_  
Notary Public

My Commission Expires:  
11-24-2018

My Commission No.:  
14010690

STATE OF OKLAHOMA )  
 ) ss  
COUNTY OF ROGERS )

Before me, the undersigned, a Notary Public in and for said County and State, on this 15 day of November, 2018, personally appeared Charlotte A. Pyle and Marcella May Neal to me known to be Assistant Secretaries of TULSA'S PORT OF CATOOSA FACILITIES AUTHORITY and the same persons who executed the above Certificate of Authorization and Incumbency of Trustees and Officers of Tulsa's Port of Catoosa Facilities Authority, as their free and voluntary act and deed for the uses and purposes herein set forth.



Given under my hand and seal of office the day and year last written above.

*Kristi S. Cagle*  
Notary Public

My Commission Expires:

12/12/20

My Commission No.:

16011572