



MINUTES

**OF THE CITY OF MUSKOGEE FOUNDATION
BOARD MEETING HELD AT FIVE CIVILIZED TRIBES MUSEUM –
1101 Honor Heights Dr., MUSKOGEE, OKLAHOMA
ON AUGUST 24, 2015**

The City of Muskogee Foundation Board of Directors met at Five Civilized Tribes Museum, Muskogee, Oklahoma, on Monday, August 24, 2015.

I. The meeting was called to order by Chairman Earnie Gilder at 5:04 pm.

II. The roll call was as follows:

Directors Present: Keith Biglow, Howard Brown, Bob Coburn, Marlon Coleman, Nancy Gaden, Earnie Gilder, Tracy Hoos, Wayne Johnson, Leigh Ann Mathews, Daniel Miller, Leroy Walker, Johni Wardwell.

Directors Absent: Jay Updike

Advisory Directors Present: Scott Robinson, Lisa Smith.

Advisory Directors Absent: Kim Lynch, Treasure McKenzie.

Others Present: Kari Blakley, Frank Merrick, Sherrie Schroeder and D.J. Thompson of Communities Foundation of Oklahoma/City of Muskogee Foundation; James Maddux, BancFirst; DeWayne Smoot, The Phoenix; Kimbra Scott and Eric Miller of the Port of Muskogee / Economic Development.

Chairman Gilder noted that a quorum of the directors was present.

III. Consideration of Approval of Minutes of the June 22, 2015 Board meeting.

The minutes of the June 22, 2015 Board meeting were reviewed. Walker made a motion to approve the minutes. Wardwell seconded this motion and the motion passed by unanimous consent.

IV. Review and consider for approval the Financial Statements

Gaden reported on the financials of the City of Muskogee Foundation. The Foundation's total assets in July 2015 were \$140,799,526. Total liabilities were \$27,986,622. Unrestricted Trust Net Assets decreased to \$111,631,030 due to loans that were executed. Total Revenues in July 2015 were \$1,241,214 and the total expenses were \$59,340 which brings the excess of revenues over expenses to \$1,181,875 for July 2015. Wardwell made a motion to approve the financials. Coleman seconded this motion; motion passed by unanimous consent.

V. Consent Agenda

Chair Gilder referred to the consent agenda and asked if there were any items that needed to be removed for discussion. Brown asked that item V. A. 1 – Christ Kingdom Builders Church be removed from the consent agenda for discussion.

Gilder made a motion to approve the consent agenda as amended; Miller seconded the motion. The motion passed by a unanimous consent and approved as follows:

A. Education and Empowerment Committee Report

1. The Education and Empowerment Committee recommends requesting a 2016 summer grant application in the amount of \$10,000 from Girl Scouts of Eastern Oklahoma for the ***Teens Making a Change Summer Round Up*** program.
2. The Education and Empowerment Committee recommends requesting a 2016 summer grant application in the amount of \$25,000 from Muskogee First Assembly Church for the ***SMART School*** program.
3. The Education and Empowerment Committee recommends requesting a 2016 summer grant application in the amount of \$11,600 from the Muskogee Public Library for the ***Learn Create Share*** program.
4. The Education and Empowerment Committee recommends requesting a 2016 summer grant application in the amount of \$120,000 from the Muskogee Public Schools for the ***Summer Pride*** program.
5. The Education and Empowerment Committee recommends requesting a 2016 summer grant application in the amount of \$100,000 from Neighbors Building Neighborhoods for the ***Community Treasures*** program.
6. The Education and Empowerment Committee recommends requesting a 2016 summer grant application in the amount of \$15,000 from St. Paul United Methodist Church for the ***Project Transformation*** program.

B. Health and Wellness Committee Report

The Health and Wellness Committee recommends NOT requesting a 2016 summer grant application from the following organizations and programs:

1. Christ for the World Church for the *Eat Well, Play Hard, Make it Balance* program.

C. Quality of Life Committee Report

1. The Quality of Life Committee recommends requesting a 2016 summer grant application in the amount of \$18,266 from the City of Muskogee/Parks & Recreation Dept. for the ***Youth Volunteer Corp. Summer of Service*** program.
2. The Quality of Life Committee recommends requesting a 2016 summer grant application in the amount of \$30,000 from Mission Serve for the ***Mission Serve Muskogee Housing Rehabilitation*** program.

The Quality of Life Committee recommends NOT requesting a 2016 summer grant application from the following organizations and programs:

1. Housing Authority of Muskogee for the *Neighborhood Redevelopment* project.
2. Muskogee War Memorial / USS Batfish for the Museum Renovation Phase 1.

Regular Agenda

Gilder called for discussion and question regarding agenda item V. A. 1 from Brown. Brown inquired about why the Letter of Inquiry from Christ Kingdom Builders Church was being denied. Walker explained the committee's reasoning for the decision. There was no further discussion.

Miller made a motion to accept the recommendation from the Education and Empowerment Committee to not request a 2016 summer grant application from Christ Kingdom Builders Church for the *EYE SEA* program. Gaden seconded the motion. The motion passed by a unanimous consent.

VI. Chairman's Report

Chair Gilder introduced Mary Robinson with Five Civilized Tribes Museum. Robinson gave a brief history of the projects the Foundation has funded at the Museum and thanked the Foundation Board for their support. Robinson added that the Museum is celebrating 50 years in business in 2015.

VII. Committee Reports

A. Investment Committee

Chair Coburn reported the committee met earlier that day. Coburn talked briefly about the market adjustment from the prior week and that it caused an approximate \$6M drop in the portfolio from \$132M to \$126M after the correction. Coburn stated that the committee is not concerned about the adjustment and will maintain current strategies.

B. PR and Marketing Committee

Chair Coburn deferred to Kari Blakley to report on behalf of the committee. Blakley reminded the board that the Foundation will host an "Engage Summit" on Monday, September 14 for all grantees and their board chairs. Foundation board members should have received their invitation and are encouraged to attend.

C. Economic Development Committee

1. Gilder introduced Eric Miller from the Port of Muskogee / Economic Development. E. Miller referenced the document in the board book that outlined the threshold changes to the Strategic Investment Program and included an addition of a High Impact Program Incentive. Mathews asked for confirmation that each payment of the plan to a business would have to be approved on a case-by-case basis by the Foundation Board of Directors. Gilder confirmed that the grant was written that way and that is the way it would be approved.

Coburn reminded the Board that as a part of their job description the Investment committee also must review and approve the pledge of Foundation assets that was also recommended and approved by the Economic Development committee. The Investment committee reviewed and approved the request at their August meeting.

D. Miller made a motion to approve the committee's recommendation to amend the Strategic Investment Program guidelines of the Muskogee City - County Port Authority to include a High Impact Program Incentive. Coleman seconded the motion. Hearing no further discussion Gilder called for a vote. Below are the individual votes of the Board Members:

Ayes: Biglow, Brown, Coburn, Gaden, Gilder, Hoos, Johnson, Miller, Walker, Wardwell.

Nays:

Recusals:

The motion passed by unanimous consent.

2. E. Miller referred Board members to the grant request submitted by the Muskogee City/County Port Authority for consideration. He provided some additional information regarding the impact it would have on Muskogee and the City's ability to compete with other states for business and industry opportunities if this grant funding is available as incentives.

Coburn added that the Investment Committee had reviewed and approved this request at their August meeting.

Coleman made a motion to approve the committee's recommendation for a grant in an amount up to \$17,400,000 to the Muskogee City - County Port Authority for specific projects meeting the High Impact Program Incentive as presented, all approved by the Economic Development Committee; provided Counsel for the Foundation shall be charged with approval of an appropriate economic development agreement between the Muskogee City - County Port Authority and qualifying projects. Walker seconded the motion. Hearing no further discussion Gilder called for a vote. Below are the individual votes of the Board Members:

Ayes: Biglow, Brown, Coburn, Coleman, Gaden, Gilder, Hoos, Johnson, Mathews, Miller, Walker, Wardwell.

Nays:

Recusals:

The motion passed by unanimous consent.


VIII. Staff Report

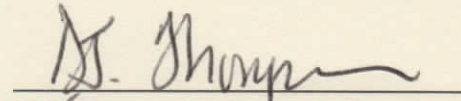
Thompson referred Board members to the Conflict of Interest and Recusal Policies beginning on page 55 of their Board Books. Thompson reminded the Board that both of these documents had been sent electronically for review prior to the meeting and that per the Bylaws each of their signatures was required on the affirmation page.

Thompson reminded everyone the next board meeting is Monday, October 26 at the Muskogee Public Library.

- IX. The meeting was adjourned at 5:39 pm.

Approved:


Earnie Gilder, Chairman of the Board


D.J. Thompson, Assistant Secretary