



City of Lawton

Lawton City Hall
212 SW 9th Street
Lawton, Oklahoma
73501-3944

Lawton Industrial Development Authority (LIDA)

Special Meeting Agenda

Wednesday, September 24, 2025

1:30 PM

Lawton City Hall
Wayne Gilley Auditorium
Conference Room

Meeting Called to Order

"Official action can be taken only on items which appear on the agenda. The Authority may adopt, approve, ratify, deny, defer, recommend, or continue any agenda item. The Authority may also propose and enact floor amendments to any matter presented before them. When more information is needed to act on an item, the Authority may refer the matter to City Staff. Under certain circumstances, items are deferred to a specific later date or stricken from the agenda entirely."

Statement of Compliance with Oklahoma Open Meeting Act, 25 O.S. 301-314

Roll Call

Introduction of Guests

Business Items

1. Consider adopting a resolution electing officers of the Lawton Industrial Development Authority.
2. Consider approving a resolution updating the schedule for regular meetings of the Lawton Industrial Development Authority, as required by the Trust Indenture.
3. Consider approval and adoption of bylaws of the Lawton Industrial Development Authority

Adjournment

The City of Lawton encourages participation from all of its citizens. If participation at any public meeting is not possible due to a disability, notification to the City Clerk at (580) 581-3305 at least 48 hours prior to the scheduled meeting is encouraged to make the necessary accommodations. The City may waive the 48 hour rule if interpreters for the deaf (signing) is not the necessary accommodation."

Item Title:

Consider adopting a resolution electing officers of the Lawton Industrial Development Authority.

Initiator: Donalynn Blazek-Scherler, City Clerk

Information Source: Donalynn Blazek-Scherler, City Clerk, Timothy Wilson, Interim City Attorney

Background:

The Lawton Industrial Development Authority (“Authority”) was created pursuant to a Declaration of Trust dated August 20, 1963, filed of record on August 26, 1963, in Book 588, Page 634, records of Comanche County, Oklahoma, as amended. Under Section VI of the Trust Indenture, the Trustees are required to administer the affairs of the Authority on behalf of the Beneficiary, the City of Lawton. Section VII further authorizes the Trustees to act by resolution in delegating duties and provides that all proceedings of the Trustees shall be conducted in public meeting with a written record thereof.

Consistent with these provisions, the Trustees elect officers to provide for the orderly transaction of business and execution of official instruments. The election of officers is conducted by resolution of the Board of Trustees, and officers so elected serve until their successors are duly chosen and qualified.

At this meeting, the Trustees are asked to consider and adopt a resolution electing officers of the Lawton Industrial Development Authority for the current term.

Correlation to the True North Statement:

Exhibit:

LIDA Resolution 25-_____

Key Issues:

N/A

Funding Source:

N/A

Recommended Action:

Adopt a resolution electing officers of the Lawton Industrial Development Authority.

ATTACHMENTS:

- 1. LIDA Officer Election Resolution

RESOLUTION 25-_____

A RESOLUTION OF THE BOARD OF TRUSTEES OF THE LAWTON INDUSTRIAL DEVELOPMENT AUTHORITY ELECTING OFFICERS PURSUANT TO THE DECLARATION OF TRUST, AS AMENDED, FILED AUGUST 26, 1963, IN BOOK 588, PAGE 634, RECORDS OF COMANCHE COUNTY, OKLAHOMA.

WHEREAS, the Lawton Industrial Development Authority (the “Authority”) was created by Declaration of Trust, as amended, dated August 20, 1963, duly filed of record on August 26, 1963, in the Office of the County Clerk of Comanche County, Oklahoma, at Book 588, Page 634, and subsequently amended; and

WHEREAS, Section VI of the Declaration of Trust provides that the Trustees shall administer the Trust Estate solely for the use and benefit of the Beneficiary, the City of Lawton, in the manner provided in said instrument; and

WHEREAS, Section VII of the Declaration of Trust authorizes the Trustees to act by Resolution in delegating duties among themselves and requires that all proceedings be conducted in public meeting with a written record made thereof; and

WHEREAS, it is necessary and proper for the Trustees to elect officers for the orderly transaction of Authority business and execution of instruments in the name of the Trust; and

WHEREAS, Trustee Randy Warren has served as Acting Chairperson, and Donalynn Blazek-Scherler, in her capacity as City Clerk and ex-officio Recording Secretary of the Authority, has served in such role for the period prior and up to the adoption of this Resolution;

NOW, THEREFORE, BE IT RESOLVED by the Trustees of the Lawton Industrial Development Authority that the following trustees and/or ex-officio members are hereby elected as officers of the Authority, to serve until their successors are duly chosen and qualified:

Chairperson: _____

Vice Chairperson: _____

Secretary: _____

Treasurer: _____

BE IT FURTHER RESOLVED that said officers shall exercise such powers and perform such duties as are incident to their offices and as may be delegated or prescribed by Resolution of the Trustees, in accordance with the Declaration of Trust, the amendments thereto, and applicable law.

BE IT FURTHER RESOLVED that all actions taken by Trustee Randy Warren in his capacity as Acting Chairperson, and by Donalynn Blazek-Scherler, City Clerk, in her capacity as Acting Secretary, for the period prior and up to the adoption of this Resolution, are hereby ratified, confirmed, and approved as having been duly authorized and properly performed on behalf of the Authority in accordance with the Declaration of Trust and applicable law

Adopted this ____ day of September, 2025, by the Trustees of the Lawton Industrial Development Authority.

Chairperson

ATTEST:

Secretary

Approved as the form and legality this _____ day of September, 2025.

Timothy Wilson, Interim City Attorney

Certification of Officers

Lawton Industrial Development Authority

(Comanche County, Oklahoma)

Pursuant to Section VI(h) of the Declaration of Trust of the Lawton Industrial Development Authority, dated August 20, 1963, filed of record on August 26, 1963, in Book 588, Page 634, records of Comanche County, Oklahoma, as amended, the undersigned Trustees of the Authority do hereby certify the following:

1. That at a duly called public meeting of the Trustees of the Lawton Industrial Development Authority held on the ___ day of September, 2025, the following Trustees were duly elected as officers of the Authority, to serve until their successors are duly elected and qualified:
 - **Chairperson:** _____
 - **Vice Chairperson:** _____
 - **Secretary:** _____
 - **Treasurer:** _____
2. That the above-named officers are the duly elected and qualified officers of the Lawton Industrial Development Authority, empowered to perform the duties of their respective offices as provided by the Declaration of Trust and applicable law.

IN WITNESS WHEREOF, we have hereunto set our hands this ___ day of _____, 2025.

Board of Trustees
Lawton Industrial Development Authority

Trustee

Trustee

Trustee

Trustee

Trustee

Attestation

STATE OF OKLAHOMA)

) ss.

COUNTY OF COMANCHE)

Before me, the undersigned Notary Public, on this ____ day of _____, 2025, personally appeared the above-named Trustees of the Lawton Industrial Development Authority, to me known to be the identical persons who executed the foregoing instrument, and acknowledged to me that they executed the same as their free and voluntary act and deed for the uses and purposes therein set forth.

Notary Public

(SEAL)

My Commission Expires: _____

Item Title:

Consider approving a resolution updating the schedule for regular meetings of the Lawton Industrial Development Authority, as required by the Trust Indenture.

Initiator: Donalynn Blazek-Scherler, City Clerk, Timothy Wilson, Interim City Attorney

Information Source:

Background:

Section VII(k) of the Trust Indenture requires the Trustees to designate the time and place for regular meetings of the Authority and further provides that the time and place of regular meetings shall not be changed unless done at a meeting where all incumbent Trustees are present. Special meetings may be held upon such call as is fixed by resolution of the Trustees.

It is appropriate at this time to update the schedule for regular meetings to ensure compliance with the Trust Indenture and provide clarity for the orderly transaction of Authority business.

At this meeting, the Trustees are asked to consider and adopt a resolution updating the regular meeting schedule of the Lawton Industrial Development Authority.

Correlation to the True North Statement:

Exhibit:

LIDA Resolution 25-_____

Key Issues:

N/A

Funding Source:

N/A

Recommended Action:

Approve a resolution updating the schedule for regular meetings of the Lawton Industrial Development Authority, as required by the Trust Indenture.

ATTACHMENTS:

- 1. Regular Meeting Schedule Resolution

RESOLUTION 25-____

A RESOLUTION OF THE LAWTON INDUSTRIAL DEVELOPMENT AUTHORITY ESTABLISHING THE SCHEDULE FOR REGULAR MEETINGS PURSUANT TO THE DECLARATION OF TRUST.

WHEREAS, the Lawton Industrial Development Authority (the "Authority") was created pursuant to a Declaration of Trust dated August 20, 1963, filed of record August 26, 1963, in Book 588, Page 634, records of Comanche County, Oklahoma, as amended; and

WHEREAS, Section VII(k) of the Declaration of Trust requires the Trustees to designate the time and place for regular meetings, and provides that such designation may be changed only at a meeting where all incumbent Trustees are present; and

WHEREAS, the Trustees find it necessary and proper to establish or update the schedule for regular meetings of the Authority for the orderly transaction of business;

NOW, THEREFORE, BE IT RESOLVED by the Trustees of the Lawton Industrial Development Authority that:

1. The regular meetings of the Authority shall be held on the _____ (day) of the months of January, April, July, and October of each year, at _____ at Lawton City Hall, 212 SW 9th Street, Lawton, OK, unless otherwise rescheduled by the Trustees in accordance with the Declaration of Trust.
2. The Secretary of the Authority is directed to cause a certificate of this resolution to be filed in all places where the Declaration of Trust is of record, in compliance with Section VII(k) of the Trust Indenture.

Adopted this ___ day of _____, 2025, by the Trustees of the Lawton Industrial Development Authority.

Chairperson

ATTEST:

Secretary

Approved as to form and legality this ____ day of September, 2025.

Timothy Wilson, Interim City Attorney

Certificate of Regular Meeting Schedule

Lawton Industrial Development Authority

(Comanche County, Oklahoma)

Pursuant to Section VII(k) of the Declaration of Trust of the Lawton Industrial Development Authority, dated August 20, 1963, filed of record August 26, 1963, in Book 588, Page 634, records of Comanche County, Oklahoma, as amended, the undersigned Trustees of the Authority do hereby certify the following:

At a duly called meeting of the Trustees of the Lawton Industrial Development Authority held on the 24th day of September, 2025, the Trustees adopted a resolution establishing the following quarterly schedule for regular meetings of the Authority:

Regular Meetings: The _____ (day) of **January, April, July, and October** of each year, at _____, at Lawton City Hall, 212 SW 9th Street, Lawton, OK.

This schedule shall remain in effect unless changed by the Trustees in accordance with the Declaration of Trust.

IN WITNESS WHEREOF, we have hereunto set our hands this ____ day of September, 2025.

Board of Trustees
Lawton Industrial Development Authority

Trustee

Trustee

Trustee

Trustee

Trustee

Acknowledgment

STATE OF OKLAHOMA)

) ss.

COUNTY OF COMANCHE)

Before me, the undersigned Notary Public, on this ___ day of September, 2025, personally appeared the above-named Trustees of the Lawton Industrial Development Authority, to me known to be the identical persons who executed the foregoing Certificate, and acknowledged to me that they executed the same as their free and voluntary act and deed for the uses and purposes therein set forth.

Notary Public

(SEAL)

My Commission Expires: _____

Item Title:

Consider approval and adoption of bylaws of the Lawton Industrial Development Authority

Initiator: Lynne Driver- Floyd & Driver, PLLC

Information Source: Lynne Driver- Floyd & Driver, PLLC

Background:

The Lawton Industrial Development Authority (the “Authority”) was created by Declaration of Trust dated August 20, 1963, filed of record on August 26, 1963, in the Office of the Comanche County Clerk. While the Declaration of Trust establishes the legal foundation and framework for the Authority, it does not set forth detailed rules of procedure for the conduct of Authority business.

The proposed bylaws provide a clear structure for the governance of the Authority, including provisions relating to the duties of officers, procedures for meetings, quorum requirements, and other operational matters necessary for the orderly transaction of business. Adoption of bylaws will enhance consistency, transparency, and efficiency in the Authority’s proceedings, while remaining consistent with the Declaration of Trust and applicable law.

Approval of this item will formally establish bylaws for the Authority to guide its operations going forward.

Correlation to the True North Statement:

Exhibit:

Proposed LIDA Bylaws

Key Issues:

N/A

Funding Source:

N/A

Recommended Action:

Approve and adopt bylaws of the Lawton Industrial Development Authority.

ATTACHMENTS:

- 1. By-Laws (Draft v1)

**BY-LAWS OF THE
LAWTON INDUSTRIAL DEVELOPMENT AUTHORITY**

**SECTION 1
PURPOSE**

1.1. Purpose. The Oklahoma Public Trust Act, Title 60 Oklahoma Statutes, Section 176 *et seq.* (the "Act") authorized the creation the Lawton Industrial Development Authority (the "Authority") to provide, generally, a method for (1) acquiring, leasing, purchasing, holding, or constructing and improving lands, buildings, and facilities for the beneficiary of the Authority, the City of Lawton, Oklahoma (the "Beneficiary"), and (2) providing funds for the cost of financing or acquiring such lands, buildings, or facilities, all as further set forth in the Authority's Trust Indenture dated as of August 20, 1963, as amended on April 26, 1977, August 31, 1981, and May 13, 2014 (the "Trust Indenture").

**SECTION 2
BOARD OF TRUSTEES**

2.1. General Powers. The powers of the Authority shall be exercised by the Board of Trustees (the "Board"). The Board shall have power to make and adopt rules and regulations not inconsistent with these By-Laws or the laws of the State of Oklahoma for the management and control of the affairs and property of the Authority.

2.2. Number. The Board shall consist of five Trustees.

2.3. Qualifications. A Trustee shall be a resident of the City of Lawton, Oklahoma.

2.4. Tenure. Each Trustee shall serve for a term of five (5) years and until such Trustee's successor shall be appointed, all as set forth in the Trust Indenture.

2.5. Removal. A Trustee may be removed by the Beneficiary pursuant to the Trust Indenture.

2.6. Vacancies. A vacancy on the Board shall occur upon the resignation or death of a Trustee, or upon the removal of a Trustee by the Beneficiary. Any vacancy on the Board shall be filled by the Board's appointment of a temporary Trustee.

2.7. Compensation. No Trustee shall receive any compensation for the performance of his or her duties, but he or she may be paid his or her necessary expenses incurred while engaged in the performance of his or her duties.

2.8. Accounting and Audits. The Board shall establish and maintain an appropriate accounting system. A complete audit by a firm of certified public accountants shall be made of the Authority's accounts, books, and financial condition after the close of each fiscal year, and a report thereon shall be submitted to the Board.

**SECTION 3
MEETINGS OF BOARD OF TRUSTEES**

3.1. Regular Meetings. Regular meetings of the Board may be held at such time and place as shall from time to time be determined by resolution of the Board.

3.2. Special Meetings. Special meetings of the Board may be called at any time and location by

the Chair, or by three (3) Trustees, with notice given in accordance with the current version of the Oklahoma Open Meeting Law. The Chair shall be responsible to take such action as may reasonably be necessary to see that all Board members are given notice of special meetings.

3.3. Quorum and Voting. A majority of the whole Board shall constitute a quorum. A vacancy in the Board shall not impair the right of a quorum to exercise all the rights and perform all the duties of the Board. Any action taken by the Board may be authorized by resolution at any regular or special meeting, and each resolution shall take effect immediately and need not be published or posted. Except as otherwise provided herein, a majority of votes shall be sufficient to take any action or to pass any resolution. No vote may be cast on behalf of a Trustee by another person through the use of a proxy. For purposes of voting upon approval to take any action or to pass any resolution, each Trustee shall have one vote. Any vote to incur indebtedness or waive competitive bidding must comply with the Act.

3.4. Form of Meeting. Trustees shall participate and vote at all meetings of the Board in person. All meetings of the Board shall be open to the public.

SECTION 4 OFFICERS, EMPLOYEES AND AGENTS

4.1. Officers. The officers of the Authority shall be a Chair, a Vice-Chair, a Secretary, and a Treasurer, and such other officers and assistant officers, as may be deemed necessary, each of whom shall be elected by the Board. The office of Chair and Vice-Chair must be filled by a Trustee of the Authority. The remaining officers may, but need not, be Trustees.

4.2. Election and Term of Office. The officers of the Authority shall be elected annually by the Board at the first regular meeting of the Board after April 1 of each year. Each officer shall hold office until his or her successor shall have been duly elected.

4.3. Removal of Officers. Officers may be removed with or without cause by a two-thirds vote of the Board.

4.4. Vacancies. A vacancy in any office held by a Trustee shall occur upon the resignation or death of such Trustee, upon the removal of such Trustee, or by action of the Beneficiary. A vacancy in any office of any officer may be filled by the Board for the unexpired portion of the term.

4.5. Chair. The Chair shall be the principal executive officer of the Authority. The Chair shall when present preside at all meetings of the Board. The Chair shall sign any deeds, mortgages, bonds, contracts, or other instruments which the Board has authorized to be executed, except in cases in which the signing and execution shall be delegated by the Board to some other officer or agent of the Authority; and in general, shall perform all duties incident to the office of Chair and other duties as may be prescribed by the Board.

4.6. Vice-Chair. In the absence of the Chair or in the event of the Chair's death, inability or refusal to act, the Vice-Chair shall perform the duties of the Chair and, when so acting, shall have all the powers of and be subject to all the restrictions upon the Chair, and shall perform other duties as may be assigned to the Vice-Chair by the Chair or by the Board.

4.7. Secretary or an Assistant Secretary. The Secretary or an Assistant Secretary shall keep a record of the Authority's proceedings and the Secretary shall be the custodian of all records, books, documents, and papers filed with the Authority, the minute book or journal of the Authority and its official seal. Either the Secretary or an Assistant Secretary may cause copies to be made of all minutes and other

records and documents of the Authority and may give certificates under the official seal of the Authority to the effect that such copies are true copies. The Secretary will in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to the Secretary by the Chair or by the Board.

4.8. Treasurer or an Assistant Treasurer. The Treasurer or an Assistant Treasurer shall have charge and custody of and be responsible for all books, funds, securities of the Authority, be responsible for the receipt of and the issuance of receipts for all monies due and payable to the Authority and for the deposit of all such monies in the name of the Authority in its bank accounts, furnish such fidelity bonds as shall be required by the Board and in general perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him or her by the Chair or by the Board. In the absence of the Treasurer, the Assistant Treasurer shall serve as Treasurer.

4.9. Employees and Agents. The Board shall employ such employees and agents as it deems appropriate and the powers, duties and compensation of employees and agents shall be as fixed by the Board or by authority delegated by the Board.

4.10. INDEMNIFICATION OF TRUSTEES, OFFICERS AND EMPLOYEES. Each Trustee, officer, and employee of the Authority, whether or not then in office, and his or her estate, shall be indemnified by the Authority against all costs and expenses actually and necessarily incurred by him or her in connection with the defense of any action, suit or proceeding in which he or she may be made a party by reason of his or her being or having been such Trustee, officer or employee, except in relation to matters as to which he or she shall be finally adjudged in such action, suit or proceeding to be liable for willful misconduct in the performance of duty. Such costs and expenses shall include amounts reasonably paid in settlement for the purpose of curtailing the costs of litigation. The foregoing right of indemnification shall not be exclusive of other rights to which he or she may be entitled as a matter of law or by agreement.

SECTION 5 FINANCIAL TRANSACTIONS

5.1. Contracts. The Board may authorize any officer or agent to enter into any contract or execute and deliver any instrument in the name and on behalf of the Authority and such authority may be general or confined to specific instances.

5.2. Checks, Drafts, Etc. Unless otherwise provided in contracts with bondholders or noteholders, all checks, drafts or other orders for the payment of money issued in the name of the Authority shall be signed by such officer or officers, agent or agents, or employee or employees of the Authority and in such manner as shall from time to time be determined by resolution of the Board.

5.3. Deposits. Unless otherwise restricted by the laws of Oklahoma or provided in contracts with bondholders or noteholders, all funds of the Authority shall be invested in such manner as shall be authorized by the Board or deposited from time to time to the credit of the Authority in such bank or banks as the Board may select.

SECTION 6 MISCELLANEOUS

6.1. Fiscal Year. Unless otherwise provided in a resolution adopted by the Board, the fiscal year of the Authority shall commence on July 1 and end on June 30.

6.2. Seal. The seal of the Authority shall be in the form of a circle and have inscribed thereon the name of the Authority.

SECTION 7
AMENDMENTS

7.1. Vote Required. Upon ten (10) days' notice to each Trustee, these By-Laws may be altered, amended or repealed by the Board by a majority vote at any properly called and constituted meeting thereof. Such notice shall be in writing and shall become effect when deposited in the United States mail, with proper postage prepaid, addressed to each Trustee.