

**AMENDMENT TO THE DECLARATION OF TRUST  
OF  
THE CLINTON ECONOMIC DEVELOPMENT AUTHORITY**

WHEREAS, the City Council of the City of Clinton, Oklahoma (City) established the Clinton Economic Development Authority (Authority) , by adopting the Trust Indenture, on the \_\_\_\_\_ day of \_\_\_\_\_, 2018;

WHEREAS, Article VII of the Trust Indenture limits the appointment of Trustees to those citizens who are residents of the Beneficiary;

WHEREAS, the Trustees of the Authority believe it to be in the best interest of the Authority and the Beneficiary to expand the available class of candidates;

Now Therefore, in consideration of the Premises and the Mutual Covenants and Agreements Herein Set Forth, it is Agreed:

Article VII shall be amended to read as follows:

**ARTICLE VII**

**The Trustees**

- (1) Trustees of this Trust shall be freeholders or business owners of the Beneficiary and shall be six (6) in number, which shall include one non-voting ex-officio member of the council. The member of the Clinton City Council shall be appointed by the Beneficiary, by resolution duly adopted and in accordance with the procedure set forth in The City Code of the City of Clinton. Such Trustee's term shall be coterminous with that person's then existing term on the Clinton City Council and shall expire at the end of such term, at which time a successor Councilman-Trustee will be appointed by the City Council in the same manner. The original Councilman to serve as a Trustee of this Trust, as appointed by the Clinton City Council, shall be \_\_\_\_\_. The original Trustee shall be those persons executing this Trust Indenture as Trustees who, by the acceptance of the beneficial interest hereunder by the governing body of the City of Clinton, Oklahoma, shall be deemed to have been appointed for staggered terms of office commencing on the date of acceptance of the beneficial interest hereunder and ending on the 1<sup>st</sup> day of June in the following years:

Original Trustee Number 1	2022	Canda Dupree
Original Trustee Number 2	2023	Russ Meacham
Original Trustee Number 3	2023	Keith Ventris
Original Trustee Number 4	2024	Max McKinsey

Upon the expiration of the remaining Original Trustees' terms of office, successor Trustees shall serve three (3) year terms and shall be appointed by the Beneficiary, in open election wherein any member of the Clinton City Council may nominate, including the Mayor or Vice Mayor, such nomination then subject to confirmation by a majority of the Clinton City Council by resolution duly adopted. Successor Trustees, other than the Councilman-Trustee will serve for three (3) year terms with no Trustee serving more than two (2) consecutive terms. Upon the occurrence of a vacancy in the office of a Trustee, a successor Trustee to serve the remainder of the unexpired term of office shall be appointed by the Clinton City Council of the Beneficiary, in the same manner as was used in filling the vacated position, by resolution duly adopted. In the event there is more than one-half (1/2) of a term remaining to be filled, the successor Trustee shall not be eligible to serve more than one successive term thereafter. In the event of reorganization of the government of the Beneficiary, all appointments of Trustees shall be made by the then governing body of the Beneficiary, by resolution duly adopted.

Notwithstanding the expiration of any stated term of office, a Trustee shall continue to serve until a successor has been appointed and qualified. Each successor Trustee shall upon appointment and the taking of the required oath, but without any further act, deed or conveyance, automatically become a Trustee hereunder and become fully vested with all the estate, properties, rights, powers, duties and obligations of his or her predecessor with like effect as if originally named as a Trustee of this Trust.

Notwithstanding the fixed term of office to which any Trustee has been elected, the Clinton City Council may at any time, by a two-thirds vote of all Councilmen, remove a Trustee for any cause or reason, or without cause or reason, as the Councilmen may determine from time to time, and elect the removed Trustee's replacement for the remainder of the removed Trustee's then existing term, by resolution duly adopted.

IN WITNESS WHEREOF, we have hereunto set our hands, executing this Declaration of Trust in several multiple originals, all of which constitute one and the same instrument, this \_\_\_\_ day of \_\_\_\_\_, 2019.

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**Trustor**

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**Trustees**