





December 13, 2017

TO: Members of the Board of Trustees

FROM: Scott Jordan   
Executive Vice President for Administration and Chief Financial Officer

Jeremy Teitelbaum   
Interim Provost and Executive Vice President for Academic Affairs

RE: Revised Allocation of Bond Authorizations as set forth in the Nineteenth Supplemental Indenture (University of Connecticut General Obligation Bonds)

RECOMMENDATION:

That the Board of Trustees approves the reallocation of bond authorizations among capital projects by amending Appendix A of the Nineteenth Supplemental Indenture, as follows:

- Decrease Research Tower by \$106,767.79 for a total fiscal year 2013-2014 bond authorization for such project of \$7,521,229.21; and
- Increase Deferred Maintenance/Code/ADA Renovation Sum — Health Center by \$106,767.79 for a total fiscal year 2013-2014 bond authorization for such project of \$5,540,770.79.

BACKGROUND:

The Board of Trustees approved the Nineteenth Supplemental Indenture on June 26, 2013 supplementing the Master Indenture of Trust dated November 1, 1995. The Governor signed the Nineteenth Supplemental Indenture on July 11, 2013.

The projects authorized under the Nineteenth Supplemental Indenture have been financed with the proceeds of the University's debt service commitment bonds issued in 2013, 2014, 2015, 2016 and 2017.

The Board of Trustees amended the Nineteenth Supplemental Indenture on September 25, 2013, February 26, 2014, June 24, 2015, March 30, 2016, June 29, 2016 and June 28, 2017 to make certain reallocations of bond authorizations among capital projects.

Office of the Executive Vice President for  
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Appendix A, attached hereto, lists the projects and the amount of bond proceeds authorized for each project for Fiscal Year 2013-2014, including this submission, and updates the total amounts of debt service commitment bonds ("DSC Bonds") needed.

**RESOLUTION AMENDING THE NINETEENTH SUPPLEMENTAL INDENTURE  
TO REALLOCATE FISCAL YEAR 2013-2014  
GENERAL OBLIGATION BOND AUTHORIZATIONS**

**WHEREAS**, on June 26, 2013, the University of Connecticut (the “University”), by vote of its Board of Trustees, approved the Nineteenth Supplemental Indenture (the “Nineteenth Supplemental Indenture”) supplementing the Master Indenture of Trust dated as of November 1, 1995 between the University and Fleet National Bank of Connecticut (predecessor to U.S. Bank National Association), as trustee (the “Master Indenture”); and

**WHEREAS**, the University, in conjunction with the Treasurer of the State of Connecticut (the “State Treasurer”), issued the University’s General Obligation Bonds in 2013, 2014, 2015, 2016 and 2017 to finance the Fiscal Year 2013-2014 bond authorizations; and

**WHEREAS**, on September 25, 2013, February 26, 2014, June 24, 2015, March 30, 2016, June 29, 2016 and June 28, 2017 the University reallocated certain of the fiscal year 2013-2014 bond authorizations by amending the Nineteenth Supplemental Indenture; and

**WHEREAS**, it has been determined that the allocations for the proceeds of the bonds authorized by the Nineteenth Supplemental Indenture should be revised to reflect the actual progress made on certain of the projects; and

**WHEREAS**, the University desires to amend the Nineteenth Supplemental Indenture to restate the bond authorizations as set forth in Appendix A of the Nineteenth Supplemental Indenture.

**NOW THEREFORE, BE IT RESOLVED** by the Board of Trustees of the University as follows:

That Appendix A to the Nineteenth Supplemental Indenture hereby is amended to reallocate the Fiscal Year 2013-2014 bond authorization amongst projects as follows: (a) decrease Research Tower by \$106,767.79 for a total fiscal year 2013-2014 bond authorization for such project of \$7,521,229.21; and (b) increase Deferred Maintenance/Code/ADA Renovation Sum — Health Center by \$106,767.79 for a total fiscal year 2013-2014 bond authorization for such project of \$5,540,770.79; and to update the total amounts of debt service commitment (“DSC”) bonds needed.

This Resolution shall take effect upon adoption by the Board of Trustees.

**APPENDIX A  
(as amended)<sup>1</sup>**


**NINETEENTH SUPPLEMENTAL INDENTURE  
UCONN 2000 INFRASTRUCTURE IMPROVEMENT PROGRAM  
FISCAL YEAR 2013-2014  
UCONN 2000 BOND AUTHORIZATIONS  
\_\_\_\_\_ SERIES \_\_\_\_ BOND PROJECTS**


<b>UCONN 2000 Projects*</b>	<b>UCONN 2000 Phase III Total Needed -D.S.C. Bonds**</b>	<b>Fiscal Year 2013-2014 Bond Authorization<sup>(2)</sup></b>
<b><u>--Storrs and Regional Campuses</u></b>		
Academic and Research Facilities	\$563,024,298.00	\$4,093,982.00
Avery Point Campus Undergraduate and Library Building	128,518,947.28	380,713.29
Deferred Maintenance/Code/ADA Renovation Lump Sum <sup>(3)</sup>	825,084,552.34	15,657,885.59
Engineering Building (with Environmental Research Institute)	93,412,822.00	1,500,000.00
Equipment, Library Collections & Telecommunications	230,377,468.00	11,002,682.41
Farm Buildings Repairs/Replacement	6,408,304.09	1,308,055.00
Gant Building Renovations	12,455,770.32	906,018.00
Hartford Relocation Acquisition/Renovation	140,000,000.14	3,125,317.59
Heating Plant Upgrade	31,283,897.00	1,057,000.00
North Hillside Road Completion	8,200,000.00	2,700,000.00
Psychology Building Renovation/Addition	24,337,399.00	2,787,399.00
Residential Life Facilities	156,472,476.01	8,000,000.00
Stamford Campus Improvements/Housing	1,533,703.00	607,426.00
Storrs Hall Addition	14,664,091.44	223,521.12
Waterbury Downtown Campus	1,858,022.00	50,000.00
<b><u>Subtotal – Storrs and Regional Campuses</u></b>		<b><u>\$53,400,000.00</u></b>
<b><u>--Health Center</u></b>		
CLAC Renovation Biosafety Level 3 Lab	\$15,901,465.91	\$9,710,000.00
Deferred Maintenance/Code/ADA Renovation Sum — Health Center <sup>(3)</sup>	50,951,263.91	5,540,770.79
Equipment, Library Collections & Telecommunications — Health Center	116,429,390.00	2,290,000.00
Main Building Renovation	117,534,702.00	28,009,500.00
Medical School Academic Building Renovation	39,792,488.00	25,747,500.00
Research Tower	67,992,229.21	7,521,229.21
The University of Connecticut Health Center New Construction and Renovation	387,407,001.00	72,181,000.00
<b><u>Subtotal – Health Center</u></b>		<b><u>\$151,000,000.00</u></b>
<b>Total Fiscal Year 2013-2014 Bond Authorization</b>		<b>\$204,400,000.00</b>



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Jeremy Teitelbaum   
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RE: Revised Allocation of Bond Authorizations as set forth in the Nineteenth Supplemental Indenture (University of Connecticut General Obligation Bonds)

RECOMMENDATION:

That the Board of Trustees approves the reallocation of bond authorizations among capital projects by amending Appendix A of the Nineteenth Supplemental Indenture, as follows:

- Decrease Research Tower by \$106,767.79 for a total fiscal year 2013-2014 bond authorization for such project of \$7,521,229.21; and
- Increase Deferred Maintenance/Code/ADA Renovation Sum — Health Center by \$106,767.79 for a total fiscal year 2013-2014 bond authorization for such project of \$5,540,770.79.

BACKGROUND:

The Board of Trustees approved the Nineteenth Supplemental Indenture on June 26, 2013 supplementing the Master Indenture of Trust dated November 1, 1995. The Governor signed the Nineteenth Supplemental Indenture on July 11, 2013.

The projects authorized under the Nineteenth Supplemental Indenture have been financed with the proceeds of the University's debt service commitment bonds issued in 2013, 2014, 2015, 2016 and 2017.

The Board of Trustees amended the Nineteenth Supplemental Indenture on September 25, 2013, February 26, 2014, June 24, 2015, March 30, 2016, June 29, 2016 and June 28, 2017 to make certain reallocations of bond authorizations among capital projects.


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Appendix A, attached hereto, lists the projects and the amount of bond proceeds authorized for each project for Fiscal Year 2013-2014, including this submission, and updates the total amounts of debt service commitment bonds ("DSC Bonds") needed.



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TO REALLOCATE FISCAL YEAR 2013-2014  
GENERAL OBLIGATION BOND AUTHORIZATIONS**

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**WHEREAS**, the University, in conjunction with the Treasurer of the State of Connecticut (the “State Treasurer”), issued the University’s General Obligation Bonds in 2013, 2014, 2015, 2016 and 2017 to finance the Fiscal Year 2013-2014 bond authorizations; and

**WHEREAS**, on September 25, 2013, February 26, 2014, June 24, 2015, March 30, 2016, June 29, 2016 and June 28, 2017 the University reallocated certain of the fiscal year 2013-2014 bond authorizations by amending the Nineteenth Supplemental Indenture; and

**WHEREAS**, it has been determined that the allocations for the proceeds of the bonds authorized by the Nineteenth Supplemental Indenture should be revised to reflect the actual progress made on certain of the projects; and

**WHEREAS**, the University desires to amend the Nineteenth Supplemental Indenture to restate the bond authorizations as set forth in Appendix A of the Nineteenth Supplemental Indenture.

**NOW THEREFORE, BE IT RESOLVED** by the Board of Trustees of the University as follows:

That Appendix A to the Nineteenth Supplemental Indenture hereby is amended to reallocate the Fiscal Year 2013-2014 bond authorization amongst projects as follows: (a) decrease Research Tower by \$106,767.79 for a total fiscal year 2013-2014 bond authorization for such project of \$7,521,229.21; and (b) increase Deferred Maintenance/Code/ADA Renovation Sum — Health Center by \$106,767.79 for a total fiscal year 2013-2014 bond authorization for such project of \$5,540,770.79; and to update the total amounts of debt service commitment (“DSC”) bonds needed.

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(as amended)<sup>1</sup>**


**NINETEENTH SUPPLEMENTAL INDENTURE  
UCONN 2000 INFRASTRUCTURE IMPROVEMENT PROGRAM  
FISCAL YEAR 2013-2014  
UCONN 2000 BOND AUTHORIZATIONS  
\_\_\_\_\_ SERIES \_\_\_ BOND PROJECTS**


<b>UCONN 2000 Projects*</b>	<b>UCONN 2000 Phase III Total Needed -D.S.C. Bonds**</b>	<b>Fiscal Year 2013-2014 Bond Authorization<sup>(2)</sup></b>
<b><u>--Storrs and Regional Campuses</u></b>		
Academic and Research Facilities	\$563,024,298.00	\$4,093,982.00
Avery Point Campus Undergraduate and Library Building	128,518,947.28	380,713.29
Deferred Maintenance/Code/ADA Renovation Lump Sum <sup>(3)</sup>	825,084,552.34	15,657,885.59
Engineering Building (with Environmental Research Institute)	93,412,822.00	1,500,000.00
Equipment, Library Collections & Telecommunications	230,377,468.00	11,002,682.41
Farm Buildings Repairs/Replacement	6,408,304.09	1,308,055.00
Gant Building Renovations	12,455,770.32	906,018.00
Hartford Relocation Acquisition/Renovation	140,000,000.14	3,125,317.59
Heating Plant Upgrade	31,283,897.00	1,057,000.00
North Hillside Road Completion	8,200,000.00	2,700,000.00
Psychology Building Renovation/Addition	24,337,399.00	2,787,399.00
Residential Life Facilities	156,472,476.01	8,000,000.00
Stamford Campus Improvements/Housing	1,533,703.00	607,426.00
Storrs Hall Addition	14,664,091.44	223,521.12
Waterbury Downtown Campus	1,858,022.00	50,000.00
<b><u>Subtotal – Storrs and Regional Campuses</u></b>		<b><u>\$53,400,000.00</u></b>
<b><u>--Health Center</u></b>		
CLAC Renovation Biosafety Level 3 Lab	\$15,901,465.91	\$9,710,000.00
Deferred Maintenance/Code/ADA Renovation Sum — Health Center <sup>(3)</sup>	50,951,263.91	5,540,770.79
Equipment, Library Collections & Telecommunications — Health Center	116,429,390.00	2,290,000.00
Main Building Renovation	117,534,702.00	28,009,500.00
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Research Tower	67,992,229.21	7,521,229.21
The University of Connecticut Health Center New Construction and Renovation	387,407,001.00	72,181,000.00
<b><u>Subtotal – Health Center</u></b>		<b><u>\$151,000,000.00</u></b>
<b>Total Fiscal Year 2013-2014 Bond Authorization</b>		<b>\$204,400,000.00</b>



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RE: Revised Allocation of Bond Authorizations as set forth in the Nineteenth Supplemental Indenture (University of Connecticut General Obligation Bonds)

RECOMMENDATION:

That the Board of Trustees approves the reallocation of bond authorizations among capital projects by amending Appendix A of the Nineteenth Supplemental Indenture, as follows:

- Decrease Research Tower by \$106,767.79 for a total fiscal year 2013-2014 bond authorization for such project of \$7,521,229.21; and
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**WHEREAS**, it has been determined that the allocations for the proceeds of the bonds authorized by the Nineteenth Supplemental Indenture should be revised to reflect the actual progress made on certain of the projects; and

**WHEREAS**, the University desires to amend the Nineteenth Supplemental Indenture to restate the bond authorizations as set forth in Appendix A of the Nineteenth Supplemental Indenture.

**NOW THEREFORE, BE IT RESOLVED** by the Board of Trustees of the University as follows:

That Appendix A to the Nineteenth Supplemental Indenture hereby is amended to reallocate the Fiscal Year 2013-2014 bond authorization amongst projects as follows: (a) decrease Research Tower by \$106,767.79 for a total fiscal year 2013-2014 bond authorization for such project of \$7,521,229.21; and (b) increase Deferred Maintenance/Code/ADA Renovation Sum — Health Center by \$106,767.79 for a total fiscal year 2013-2014 bond authorization for such project of \$5,540,770.79; and to update the total amounts of debt service commitment (“DSC”) bonds needed.

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<b>UCONN 2000 Projects*</b>	<b>UCONN 2000 Phase III Total Needed -D.S.C. Bonds**</b>	<b>Fiscal Year 2013-2014 Bond Authorization<sup>(2)</sup></b>
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<b><u>Subtotal – Storrs and Regional Campuses</u></b>		<b><u>\$53,400,000.00</u></b>
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<b><u>Subtotal – Health Center</u></b>		<b><u>\$151,000,000.00</u></b>
<b>Total Fiscal Year 2013-2014 Bond Authorization</b>		<b>\$204,400,000.00</b>

\*Reflects amendments to project names including Public Act No 13-233.

\*\*Includes only Phase III General Obligation Debt Service Commitment amounts needed from 7/1/2005 forward.

\*\*\*Does not reflect borrowings under Phase I & II including \$50,000,000 of Phase II Project authorizations issued after 7/1/2005 pursuant to the Eleventh Supplemental Indenture.

<sup>(1)</sup> The Board of Trustees approved the Nineteenth Supplemental Indenture on June 26, 2013 and amended it on September 25, 2013, February 26, 2014, June 24, 2015, March 30, 2016, June 29, 2016, June 28, 2017 and December 13, 2017.

<sup>(2)</sup> The amounts presented herein may vary (1) by resolution of the Board of Trustees provided that such reallocation does not result in the expenditure of proceeds in excess of the total aggregate amount approved as set forth in this supplemental indenture, and (2) by up to 5% upon a written determination by the Executive Vice President for Administration and Chief Financial Officer, as an Authorized Officer pursuant to the Master Indenture as supplemented, including Section 805 thereof, provided any reallocation shall (i) not result in the expenditure of proceeds in excess of the total aggregate amount approved by the Board of Trustees for all projects as set forth in the Master Indenture as supplemented approving such total expenditures; (ii) shall not result in any adverse tax consequences to the University; (iii) be made only that the UCONN 2000 Projects affected by the reallocation can still be completed within the reallocated amounts, together with any other amounts allocated by the Board of Trustees in subsequent supplemental indentures; and (iv) be reported to the Board of Trustees at its next scheduled meeting.

<sup>(3)</sup> Public Act 17-2 passed October 31, 2017 and changed the UCONN 2000 named project formally known as “Deferred Maintenance/Code Compliance/ADA Compliance/Infrastructure Improvements & Renovation Lump Sum”, to the new UCONN 2000 project name of “Deferred Maintenance/Code Compliance/ADA Compliance/Infrastructure Improvements & Renovation Lump Sum and Utility, Administrative and Support Facilities” and UConn Health’s UConn 2000 named project formally known as “Deferred Maintenance/Code/ADA Renovation Sum — Health Center” to the new UConn 2000 project name of “Deferred Maintenance/Code Compliance/ADA Compliance/Infrastructure & Improvements Renovation Lump Sum and Utility, Administrative and Support Facilities – Health Center. Similarly, Public Act 16-4 effective July 1, 2016 changed the name of UCONN 2000 named project formally known as “Deferred Maintenance/Code/ADA Renovation Lump Sum” to “Deferred Maintenance/Code Compliance/ADA Compliance/Infrastructure Improvements & Renovation Lump Sum”. Since these projects were authorized in this supplemental indenture prior to the legislative name changes effective date, the original project names are referred to herein.