


June 24, 2015

TO: Members of the Board of Trustees

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

RE: Revised Allocation of Bond Authorizations as set forth in the Twentieth
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 Twentieth Supplemental Indenture, as follows:

- Decrease Academic and Research Facilities by \$5,575,000.00 for a total fiscal year 2014-2015 bond authorization for such project of \$9,024,327.00; and
- Decrease Avery Point Renovation by \$2,400,000.00 for a total fiscal year 2014-2015 bond authorization for such project of \$7,614,536.00; and
- Decrease Biobehavioral Complex Replacement by \$4,834.00 for a total fiscal year 2014-2015 bond authorization for such project of \$551,166.00; and
- Decrease Bishop Renovation by \$22,698.00 for a total fiscal year 2014-2015 bond authorization for such project of \$1,277,302.00; and
- Decrease Deferred Maintenance/Code/ADA Renovation Sum — Health Center by \$2,158,606.00 for a total fiscal year 2014-2015 bond authorization for such project of \$741,394.00; and
- Decrease Family Studies (DRM) Renovation by \$25,000.00 for a total fiscal year 2014-2015 bond authorization for such project of \$0; and
- Decrease Manchester Hall Renovation by \$35,962.00 for a total fiscal year 2014-2015 bond authorization for such project of \$39,038.00; and
- Decrease Mansfield Training School Improvements by \$1,643,242.00 for a total fiscal year 2014-2015 bond authorization for such project of \$0; and

- Decrease North Superblock Site and Utilities by \$450,000.00 for a total fiscal year 2014-2015 bond authorization for such project of \$0; and
- Decrease Stamford Campus Improvements/Housing by \$6,800,000.00 for a total fiscal year 2014-2015 bond authorization for such project of \$2,370,616.00; and
- Decrease Support Facility (Architectural and Engineering Services) by \$233,416.95 for a total fiscal year 2014-2015 bond authorization for such project of \$16,583.05; and
- Decrease Torrey Renovation Completion and Biology Expansion by \$831,500.00 for a total fiscal year 2014-2015 bond authorization for such project of \$437,868.00; and
- Decrease Torrington Campus Improvements by \$250,000.00 for a total fiscal year 2014-2015 bond authorization for such project of \$0; and
- Decrease Young Building Renovation/Addition by \$3,011,770.00 for a total fiscal year 2014-2015 bond authorization for such project of \$4,417,454.00; and
- Increase Arjona and Monteith (new classroom buildings) by \$6,459,837.07 for a total fiscal year 2014-2015 bond authorization for such project of \$12,023,606.07; and
- Increase Beach Hall Renovations by \$105,000.00 for a total fiscal year 2014-2015 bond authorization for such project of \$655,000.00; and
- Increase Deferred Maintenance/Code/ADA Renovation Lump Sum by \$8,985,363.88 for a total fiscal year 2014-2015 bond authorization for such project of \$39,667,978.88; and
- Increase Jorgensen Renovation by \$100,000.00 for a total fiscal year 2014-2015 bond authorization for such project of \$150,000.00; and
- Increase Koons Hall Renovation/Addition by \$35,000.00 for a total fiscal year 2014-2015 bond authorization for such project of \$35,000.00; and
- Increase Residential Life Facilities by \$5,598,222.00 for a total fiscal year 2014-2015 bond authorization for such project of \$43,991,717.00; and
- Increase The University of Connecticut Health Center New Construction and Renovation by \$2,158,606.00 for a total fiscal year 2014-2015 bond authorization for such project of \$88,144,606.00.

BACKGROUND:

The Board of Trustees approved the Twentieth Supplemental Indenture on June 25, 2014 supplementing the Master Indenture of Trust dated November 1, 1995. The Governor signed the Twentieth Supplemental Indenture on July 2, 2014.

On April 16, 2015, the University, in conjunction with the Treasurer of the state of Connecticut (the "State Treasurer"), issued the University's General Obligation Bonds, 2015 Series A in the aggregate principal amount of \$220,165,000, with sale proceeds in the amount of \$250,000,000 which financed part of the Fiscal Year 2014-2015 bond authorizations in accordance with the Twentieth Supplemental Indenture.

Appendix A, attached hereto, lists the projects and the amount of bond proceeds authorized for each project for Fiscal Year 2014-2015, including this submission, and updates the total amounts of debt service commitment bonds ("DSC Bonds") needed as well as the prior DSC Bonds authorized for each project.

**RESOLUTION AMENDING THE TWENTIETH SUPPLEMENTAL INDENTURE
TO REALLOCATE FISCAL YEAR 2014-2015
GENERAL OBLIGATION BOND AUTHORIZATIONS**

WHEREAS, on June 25, 2014, the University of Connecticut (the “University”), by vote of its Board of Trustees, approved the Twentieth Supplemental Indenture (the “Twentieth 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, on April 16, 2015, the University, in conjunction with the Treasurer of the state of Connecticut (the “State Treasurer”), issued the University’s General Obligation Bonds, 2015 Series A in the aggregate principal amount of \$220,165,000, with sale proceeds in the amount of \$250,000,000 part of which were to be spent on the Fiscal Year 2015-2016 bond authorizations in accordance with the Twentieth Supplemental Indenture; and

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

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

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

That Appendix A to the Twentieth Supplemental Indenture hereby is amended to reallocate the Fiscal Year 2014-2015 bond authorization amongst projects as follows: (a) decrease Academic and Research Facilities by \$5,575,000.00 for a total fiscal year 2014-2015 bond authorization for such project of \$9,024,327.00; and (b) decrease Avery Point Renovation by \$2,400,000.00 for a total fiscal year 2014-2015 bond authorization for such project of \$7,614,536.00; and (c) decrease Biobehavioral Complex Replacement by \$4,834.00 for a total fiscal year 2014-2015 bond authorization for such project of \$551,166.00; and (d) decrease Bishop Renovation by \$22,698.00 for a total fiscal year 2014-2015 bond authorization for such project of \$1,277,302.00; and (e) decrease Deferred Maintenance/Code/ADA Renovation Sum — Health Center by \$2,158,606.00 for a total fiscal year 2014-2015 bond authorization for such project of \$741,394.00; and (f) decrease Family Studies (DRM) Renovation by \$25,000.00 for a total fiscal year 2014-2015 bond authorization for such project of \$0; and (g) Decrease Manchester Hall Renovation by \$35,962.00 for a total fiscal year 2014-2015 bond authorization for such project of \$39,038.00; and (h) decrease Mansfield Training School Improvements by \$1,643,242.00 for a total fiscal year 2014-2015 bond authorization for such project of \$0; and (i) decrease North Superblock Site and Utilities by \$450,000.00 for a total fiscal year 2014-2015 bond authorization for such project of \$0; and (j) decrease Stamford Campus Improvements/Housing by \$6,800,000.00 for a total fiscal year 2014-2015 bond

authorization for such project of \$2,370,616.00; and (k) decrease Support Facility (Architectural and Engineering Services) by \$233,416.95 for a total fiscal year 2014-2015 bond authorization for such project of \$16,583.05; and (l) decrease Torrey Renovation Completion and Biology Expansion by \$831,500.00 for a total fiscal year 2014-2015 bond authorization for such project of \$437,868.00; and (m) decrease Torrington Campus Improvements by \$250,000.00 for a total fiscal year 2014-2015 bond authorization for such project of \$0; and (n) decrease Young Building Renovation/Addition by \$3,011,770.00 for a total fiscal year 2014-2015 bond authorization for such project of \$4,417,454.00; and (o) increase Arjona and Monteith (new classroom buildings) by \$6,459,837.07 for a total fiscal year 2014-2015 bond authorization for such project of \$12,023,606.07; and (p) increase Beach Hall Renovations by \$105,000.00 for a total fiscal year 2014-2015 bond authorization for such project of \$655,000.00; and (q) increase Deferred Maintenance/Code/ADA Renovation Lump Sum by \$8,985,363.88 for a total fiscal year 2014-2015 bond authorization for such project of \$39,667,978.88; and (r) increase Jorgensen Renovation by \$100,000.00 for a total fiscal year 2014-2015 bond authorization for such project of \$150,000.00; and (s) increase Koons Hall Renovation/Addition by \$35,000.00 for a total fiscal year 2014-2015 bond authorization for such project of \$35,000.00; and (t) increase Residential Life Facilities by \$5,598,222.00 for a total fiscal year 2014-2015 bond authorization for such project of \$43,991,717.00; and (u) increase The University of Connecticut Health Center New Construction and Renovation by \$2,158,606.00 for a total fiscal year 2014-2015 bond authorization for such project of \$88,144,606.00; and to update the total amounts of debt service commitment ("DSC") bonds needed as well as the prior DSC bonds authorized for each project.

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

APPENDIX A¹

**TWENTIETH SUPPLEMENTAL INDENTURE
UCONN 2000 INFRASTRUCTURE IMPROVEMENT PROGRAM
FISCAL YEAR 2014-2015
UCONN 2000 BOND AUTHORIZATIONS
_____ SERIES ___ BOND PROJECTS**

| UCONN 2000 Projects* | UCONN 2000 Phase III Total (\$) Needed - <u>D.S.C.</u> Bonds** | Fiscal Year 2014-2015 Bond Authorization ⁽²⁾ | UCONN 2000 Phase III Prior D.S.C. Bond Authorization *** |
|--|---|--|---|
| --<u>Storrs and Regional Campuses</u> | | | |
| Academic and Research Facilities | \$ 502,368,229.00 | \$ 9,024,327.00 | \$ 1,000,000.00 |
| Arjona and Monteith (new classroom buildings) | 131,243,779.00 | 12,023,606.07 | 107,547,356.93 |
| Avery Point Renovation | 25,333,628.00 | 7,614,536.00 | 1,016,469.54 |
| Beach Hall Renovations | 5,397,695.33 | 655,000.00 | 4,742,695.33 |
| Biobehavioral Complex Replacement | 3,589,141.00 | 551,166.00 | 2,787,975.00 |
| Bishop Renovation | 3,827,302.00 | 1,277,302.00 | 2,550,000.00 |
| Deferred Maintenance/Code/ADA Renovation Lump Sum | 646,554,503.13 | 39,667,978.88 | 185,036,130.25 |
| Engineering Building (with Environmental Research Institute) | 92,659,050.00 | 20,970,913.00 | 7,000,000.00 |
| Equipment, Library Collections & Telecommunications | 247,341,496.00 | 34,500,000.00 | 79,141,496.00 |
| Fine Arts Phase II | 26,736,130.00 | 26,509.00 | 4,575,000.00 |
| Gant Building Renovations | 160,496,484.00 | 1,075,000.00 | 15,250,000.00 |
| Hartford Relocation Acquisition/Renovation | 114,999,999.59 | 13,299,682.00 | 3,125,317.59 |
| Heating Plant Upgrade | 32,053,824.00 | 9,828,824.00 | 2,875,000.00 |
| Jorgensen Renovation | 3,734,474.58 | 150,000.00 | 2,084,474.58 |
| Koons Hall Renovation/Addition | 1,915,057.00 | 35,000.00 | - |
| Manchester Hall Renovation | 846,302.00 | 39,038.00 | 807,264.00 |
| North Hillside Road Completion | 8,200,000.00 | 1,500,000.00 | 6,700,000.00 |
| Parking Garage #3 | - | 106,034.00 | - |
| Residential Life Facilities | 205,890,075.01 | 43,991,717.00 | 18,117,722.01 |
| Stamford Campus Improvements/Housing | 10,670,616.00 | 2,370,616.00 | 1,500,000.00 |
| Support Facility (Architectural and Engineering Services) | 16,583.05 | 16,583.05 | - |
| Torrey Renovation Completion and Biology Expansion | 14,232,217.00 | 437,868.00 | 1,500,000.00 |
| Waterbury Downtown Campus | 1,899,783.00 | 1,420,846.00 | 478,937.00 |
| Young Building Renovation/Addition | 23,640,884.00 | 4,417,454.00 | 19,223,430.00 |
| <u>Subtotal – Storrs and Regional Campuses</u> | | <u>\$205,000,000.00</u> | |

| | | | |
|--|-----------------|-------------------------|----------------|
| --Health Center | | | |
| CLAC Renovation Biosafety Level 3 Lab | \$16,835,000.00 | \$5,810,000.00 | 11,025,000.00 |
| Deferred Maintenance/Code/ADA Renovation Sum — Health Center | 48,552,989.03 | 741,394.00 | 40,932,128.03 |
| Equipment, Library Collections & Telecommunications — Health Center | 68,429,390.00 | 4,125,000.00 | 56,429,265.00 |
| Main Building Renovation | 120,105,675.00 | 11,679,000.00 | 76,597,500.00 |
| The University of Connecticut Health Center New Construction and Renovation | 386,457,001.00 | 88,144,606.00 | 171,272,000.00 |
| <u>Subtotal – Health Center</u> | | <u>\$110,500,000.00</u> | |
| Total Fiscal Year 2014-2015 Bond Authorization | | \$315,500,000.00 | |

*Reflects amendments to project names by Public Act No 02-3 of the May 2002 Special Session and by Public Act No 07-108 of the 2007 Session of the Connecticut General Assembly.

**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.

(1) The Board of Trustees approved the Twentieth Supplemental Indenture on June 25, 2014 and amended it on June 24, 2015.

(2) 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.