



University of Connecticut  
*Office of the Vice President and  
Chief Financial Officer*

June 23, 2011

TO: Members of the Board of Trustees

FROM: Barry M. Feldman  
Vice President and Chief Operating Officer

Richard D. Gray  
Vice President and Chief Financial Officer

RE: UCONN 2000 Fiscal Year 2012 Capital Budget

RECOMMENDATION:

That the Board of Trustees approve a capital budget in the amount of \$157,200,000 in UCONN 2000 General Obligation Bonds for Fiscal Year 2012.

BACKGROUND:

The proposed capital budget for UCONN 2000 Phase III (also known as 21<sup>st</sup> Century UConn) for FY12 reflects the statutory authorization "cap" of \$157,200,000 for FY12. This amount includes \$82,500,000 for the Storrs-based capital program and \$74,700,000 for the Health Center. To support this capital activity we are also submitting to the Board the Seventeenth Supplemental Indenture authorizing University of Connecticut General Obligation Bonds for the seventeenth issuance under the Master Indenture in an amount not to exceed \$157,200,000 plus cost of issuance. As with previous issuances these funds support cash flows for both current year projects and prior years' projects where bonding has not yet occurred.

The proposed FY12 capital budget is Attachment A. Attachment B displays the funding analysis of proposed projects, and Attachments C and D are the proposed Deferred Maintenance/Code/ADA Renovation Lump Sum projects for the Storrs-based program and the Health Center for FY12. Also enclosed for your information are two documents we update for you annually (and sometimes more frequently): the UCONN 2000 Phase III Preliminary Outline, which is our tentative general plan going forward, and the UCONN 2000 Phasing Outline, which shows adjustments to allocations.

The key elements underlying the revisions to the phasing outline are detailed below. These changes are driven by academic priorities, economic realities and the importance of spending bond proceeds in a timely manner.

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## **1. Program & Planning Adjustments:**

On May 17<sup>th</sup>, Governor Malloy came to the University of Connecticut Health Center and presented a bold new initiative designed to enhance our State's capacity to serve as a national center for bioscience research and development. Our Health Center is central to that plan and the Governor's \$864 million proposal created breathtaking opportunities for us to be of service to the state. The Bioscience Connecticut initiative calls for an investment in expanding our capacity for path-breaking research, increasing our ability to deliver health services in a state-of-the-art patient tower and ambulatory care center and expanding our ability to educate physicians and dentists to meet Connecticut's needs. The project will renovate existing Health Center facilities and construct a new patient tower and a new ambulatory care facility. The recently approved plan will be funded through a mix of State bonding, private financing and Health Center resources.

Highlights of Governor Malloy's proposal include:

- Creating 3,000 construction jobs annually through 2018.
- Generating a \$4.6 billion increase in personal income by 2037, including the creation of 16,400 jobs.
- Doubling federal and industry research grants to drive discovery, innovation and commercialization.
- Increasing access to high quality health care.
- Graduating and retaining more physicians and dentists to meet forecasted workforce needs resulting from health care reform and the state's aging population.
- Strengthening and stabilizing the Health Center's finances.

On April 29<sup>th</sup>, Connecticut Senate President Don Williams announced support for another initiative of tremendous promise: a University of Connecticut Research and Technology Park. This project will drive technology-based economic development by creating a partnership between UConn and industry where the university will support the growth of companies by offering access to advanced technology, faculty expertise along with providing incubator space for new companies. The technology park will be located between the northern part of campus and Route 44. Senator Williams' proposal includes \$18 million in FY12 funding for the design, site development and infrastructure improvements for the technology park site. The ultimate cost of the proposed full project, including design, construction and specialized equipment of an initial University-industry partnership building in the technology park is estimated to be approximately \$172.5 million. While this project will be managed like all other UCONN 2000 projects, the funding will be through State General Obligation Bonds and is included in the FY12 bond bill.

## **2. Cash flow:**

We have made changes to accommodate revised cash flow needs, actual and projected, keeping in mind IRS requirements related to spending. Generally speaking, any delay in a large project means a delay in a significant amount of expenditure. The revised program plan and timetable was primarily adjusted for the Equipment line in FY12 to support the HCM and Quali projects. To make this adjustment, the Deferred Maintenance project line at Storrs

was reduced. We will re-prioritize DM needs. There are existing reserves from prior year allocations which will be utilized for high priority projects.

Planning and design of a number of smaller projects will move quickly allowing funds to be spent quickly as well. In addition, the phasing plan continues funding for larger projects already underway such as the Floriculture Greenhouse, Storrs Hall Addition, Gant Building Renovations, Engineering Building and Young Building Renovations. The phasing outline also displays how funding is fluid in terms of meeting Storrs and Health Center needs. As long as we operate within the annual bond caps, and as long as the plan totals \$504 million for the Health Center and \$1 billion for Storrs, the authority to make these adjustments is assigned to the Trustees by law. This statutory flexibility is absolutely critical to managing the budgets and financing of the building program.

### **3. Indenture Amendments:**

As you know, the law specifically gives the Board the authority to make revisions to project budgets and related indentures; indeed, it would be virtually impossible to manage a ten-or twenty-year program without the authority to make such adjustments. These revisions are technically complex, however, because 1) we have many projects, 2) we must operate within statutory annual bond caps, 3) we must observe tax-related expenditure requirements and 4) the adjustment of the equipment and deferred maintenance lines generally involves revisions for a number of years. In short, while revisions may affect current projects, given the annual bond caps they also have a rollout effect over the next decade. The Board of Trustees also has the authority to amend past indentures in order to reflect changes as project budgets are finalized, audit adjustments are required, or other eventualities affect the capital budget for a given prior fiscal year. At this time, there are not any indenture amendments.

Below you will find a brief description of each of the projects in the FY12 capital budget. These are very general summaries; individual project budget descriptions (which are acted upon separately) provide much more detail regarding project scope, timetable, cost and funding sources. As always, the proposed use of capital funds for the Health Center is forwarded to you with the recommendation and endorsement of the Health Center's Board of Directors, who discussed and acted on these items on June 13, 2011.

Thank you. We look forward to discussing these and many other aspects of the capital budget with you at the meeting.

## **Storrs and the Regional Campuses**

### **Arjona and Monteith (New Classroom Buildings)**

These two original classroom buildings, are perhaps the most visible on campus, and were constructed in 1959 with each having 68,600 square feet of space on four levels. Connected to the Monteith building is the 4,000 square foot Schenker Lecture Hall. These two buildings are the most heavily used classroom facilities on the Storrs campus. They also contain offices for many of the departments within the College of Liberal Arts and Sciences. It was anticipated within the UCONN 2000 program that these buildings would be renovated; however, 1) the cost far exceeded planned allocations and 2) the University could not take critically important existing classroom space off-line. The current project includes the construction of two new classroom buildings.

The West building, on the site of the former Pharmacy Building, will consist primarily of classrooms and auditoria. The East building, on the site of the former UConn Co-op, will contain departmental offices and classrooms. Construction of the West building is approximately 95% complete with an anticipated opening in summer 2011. Underground utilities, including renovation of a steam line and reconfiguration of Fairfield Way, were completed in October 2010. The East building has been successfully bid; construction commenced in fall 2010 and currently steel is being erected at the site. FY12 funds will allow the university to begin renovation and relocation of University units into Monteith to allow for renovation and demolition of existing buildings.

### **Avery Point Campus Undergraduate and Library Building**

During Phase I of the UCONN 2000 program, the need for research space was addressed with the new Marine Sciences building, as well as construction of a new facility for Project Oceanology. With the repairs to the Branford House, the needs for administrative space were met when new infrastructure was installed. However, the remaining significant need is for undergraduate program space, currently housed in the WWII era former Coast Guard facilities. This project will support new or renovated undergraduate co-curricular space as well as plan the demolition of certain of the Coast Guard R&D facilities. The architectural/engineering team completed assessment, programming and schematic design drawings. Design development is underway and demolition of Building 58 will commence shortly to provide site availability for the student union and academic building expansion. Other projects include replacement of the existing roof and repair of exterior masonry of the library, as well as reconfiguration of the interior of both the library and undergraduate building. Renovations to Building 19 will accommodate the School of Nursing and Engineering along with the Technology Incubator Program.

### **Beach Hall Renovations**

Beach Hall was constructed in 1929. This four-story facility contains research labs, offices and classrooms for various schools in the College of Liberal Arts and Sciences. It has 83,500 square feet of space. A general renovation of the building is required to meet its current use. As part of this renovation, the following would be included in the project scope: upgrade to bring it into compliance with ADA standards, install sprinkler system, install safety showers and eye wash stations, asbestos abatement, replace HVAC systems, upgrade fume hoods, upgrade primary and

secondary electrical service, upgrade lighting systems, tie building into central plant emergency power, replace plumbing piping and restroom fixtures, and replace lab casework. Over the course of the next year, the University will undertake essential repairs to the slate roof, flat roofs, exterior masonry re-pointing, and replacement of broken bricks, flashing and coping.

### **Biobehavioral Complex Replacement**

The Biobehavioral Sciences Complex was constructed in the Horsebarn Hill quadrant of campus between 1965 and 1974. This complex is primarily comprised of prefabricated metal buildings that have been used as research laboratories. In 1994, an annex was constructed adjacent to the 1974 Biobehavioral Science Building #4 providing an additional 23,300 gross square feet of research space. The original project plan involved construction of a centralized facility and, upon completion, demolition of the old buildings. Based on evaluation of the complex, renovation now appears to be a more cost-effective approach than replacement. The Fiscal Year 2011 plan provided funding for building envelope repairs, mechanical system improvements, and interior room modifications. For 2012, the University is working on renovation drawings for portions of the complex to accommodate the Center for Environmental Science and Engineering (CESE) laboratory, office, and research collaboration spaces, as well as temporary offices for programs displaced by construction and renovation projects elsewhere on campus.

### **Bishop Renovation**

The Merlin D. Bishop Center was completed in 1971 and houses the Center for Continuing Studies. This 36,000 square foot facility has offices and meeting rooms which are among the most heavily used on campus. A study of the mechanical systems and elevators was completed. Design for roof repair/replacement and new mechanical systems will start in early July 2011.

### **Deferred Maintenance/Code/ADA Renovation Lump Sum**

The 2007 amendments to the law define the “deferred maintenance” portion of the project name as “repair of an infrastructure or structure that was not maintained, repaired or replaced in the usual course of maintenance and repair.” In general, projects fall into one or more of the following categories:

- Safety, code and ADA required improvements
- Roof and exterior repairs
- Building mechanical system improvements
- Utilities repairs and upgrades
- General building renovations
- Roads, walk and grounds
- Environmental Remediation
- Lump sum funding to supplement named project budgets to cover specified renovation/code activities

The Phase III project budget now stands at \$247.7 million.

### **Engineering Building**

The School of Engineering is located in several buildings, five on the main Storrs campus and four at the Depot Campus. The three oldest and least renovated buildings on the main campus

were built between 1959 and 1987 and can no longer support emerging interdisciplinary engineering programs such as bioengineering and nanotechnology. A planning study is underway to identify program components for a new building, including a new technology center to replace the aging and outdated center located in the Gant Complex. Deferred maintenance projects including code upgrades, mechanical improvements and interior renovations are ongoing in all engineering buildings.

### **Equipment, Library Collections & Telecommunications**

The enhancement of the University's infrastructure includes its instructional and scientific equipment. The equipment replacement category permits the University to replace outmoded items with state of the art laboratory devices and computers. The funding encompasses seven major categories: management information systems, computers, research equipment, instructional equipment, furnishings, operational and public safety support and library materials. Library materials are no longer purchased with UCONN 2000 funds; this expense is part of the operating budget. The total Phase III Equipment, Library Collections & Telecommunications budget is now projected at \$82.6 million.

### **Fine Arts Phase II**

Numerous planning and design efforts since 1991 have evaluated the needs of the School of Fine Arts. In light of the changes in these programs, the Storrs Center initiative, and the dispersal of the School of Fine Arts (SFA) facilities throughout the Storrs and Depot campuses since 1991, a revised Master Plan has assessed the condition of the current facilities, updated the program requirements of the School, and made draft recommendations to guide the use of UCONN 2000 funds at this location. The final Master Plan recommends a multi-phased approach to the expansion and renovation of the entire SFA complex. Immediate improvements are ongoing to ensure continued code compliance and upgrades to the ventilation system in the photography labs. The University is finalizing a plan to undertake renovation of mechanical, electrical, and plumbing systems, building envelope repairs, window replacement, acoustical and ADA improvements.

### **Floriculture Greenhouse**

This facility is located on Route 195, south of the Towers Dormitories. Constructed in 1953, it contains 23,750 square feet of headhouse and greenhouse space. The headhouse has both classroom lab space and support space for the greenhouse. The original materials used to construct this facility require a large amount of annual maintenance given the significant impact of a greenhouse environment. This project will renovate the headhouse to provide updated mechanical infrastructure, required code improvements, and curriculum support spaces. A new research greenhouse will provide a critically needed sponsored research and curriculum support facility. Construction will commence in late May 2011 with anticipated completion in summer 2012.

### **Gant Building Renovations**

This complex, which includes the Institute of Materials Science, Physics and Math buildings, was completed in the early 1970's. The complex has a total of 238,000 square feet of space with offices, research labs, classrooms and computer facilities. The original design of the building was so flawed that the past 30 years have been an exercise in addressing those shortcomings. A

major renovation of the space is required to address the physical deterioration caused by bad design, to update the facilities and to meet changed program requirements. This would include repair of the building envelope (roofs, windows and masonry), improvement of fire alarm and fire suppression systems, and upgrade to mechanical, electrical and plumbing systems. An architecture and engineering team has been selected and the pre-planning work is underway. A new fire alarm was installed throughout the complex and roof replacement and parapet repairs to the Math Science wing was completed in 2010.

### **Heating Plant Upgrade**

The University completed an expansion to the existing heating plant, a new Cogeneration system in 2006. At the time of construction, space to accommodate a future chiller and emergency generator were made should the University require additional cooling and emergency power. The addition of two new academic and classroom buildings and the desire to provide chilled water and emergency power for research purposes has caused a need to install the remaining equipment within the plant. Design for this project including replacement of condensate tanks, new drive motors for fans on boilers and upgraded burner control panels will start in fall 2011.

### **Koons Hall Renovation/Addition**

Benjamin Franklin Koons Hall was constructed in 1915 and houses the Allied Health programs. It is 28,600 square feet on five levels with classrooms, offices and labs. Within the past ten years, the following construction activities were undertaken: roof repairs, masonry repointing and installation of an elevator. The building is in need of general renovation work including HVAC, lighting and utility upgrades, window and door replacements, and new interior finishes. Design for replacement windows and repair of the exterior masonry has been completed and the project released for bidding. Construction is anticipated to start in summer 2011.

### **Law School Renovations/Improvements**

In May 2000 as part of a plan to undertake a renovation of the Starr building (former Law Library building), a facility program was developed for all original campus buildings: Starr Hall, Knight Hall, Hartranft Hall and Hosmer Hall.

As part of the UCONN 2000 program, a \$6,000,000 renovation of Starr Hall was completed. The remaining buildings, formerly a seminary, have extraordinarily beautiful exteriors with severely outdated and cramped interior quarters; many student organization and outreach activities, as well as faculty offices, are in closet-like warrens never renovated. This project will complete the renovation of Starr Hall and the remaining campus buildings. In FY12, a project to complete exterior repairs to Starr Hall including re-pointing and repair of exterior stone facades and flashing will complete the remediation of water infiltration damage to the building.

### **Manchester Hall Renovation**

Manchester Hall was constructed in 1940 and has 18,300 square feet of office and classroom space. The four-story building houses the Philosophy Department. The interior of the building is in poor condition and needs a renovation along with the following work: masonry repairs, window and door replacement, general ADA modifications along with an elevator to make all floors accessible, upgrade fire alarm system along with other code improvements, upgrade

ventilation system, replace steam heating system, replace domestic hot water system, upgrade restrooms, upgrade lighting systems, upgrade secondary electrical system, and remove asbestos. The university is currently working with a design team to specify windows and will release the project for bidding in the next several months.

### **Mansfield Training School Improvements**

This project, in its two phases, will stabilize the facilities that comprise the former Mansfield Training School. Funding to date has been used for renovations in the Longley building (for Engineering research functions and Technology Incubator Program), the Thompson building (for Fine Arts functions), Merritt Hall (for research incubator technology programs and other administrative activities), a campus-wide high voltage electrical system, mechanical and electrical system improvements to various cottages, roof repairs and the construction of new student recreation fields. Design for renovation of Merritt Hall is ongoing and expected to start construction in fall 2011. Additional renovations, electrical improvements and demolition of uninhabitable buildings will be included in later years of the program.

### **North Hillside Road Completion**

This project provides for the extension of Hillside Road by 5,300 lineal feet to Route 44. The project also provides for related utilities including gas, electrical, water, sewer and telecommunications to the new extension. The project will enhance access to the Storrs campus directly from Route 44 and provide sorely needed relief from traffic congestion on Route 195. Additionally, both the road and accompanying utilities will permit future development of this important area. The North Campus is envisioned as the primary area of expansion for the main campus, permitting new University buildings, residential capacity, public/private partnerships (including incubator space) and other initiatives. The Town of Mansfield is supportive of the project. UCONN 2000 funds will be augmented by \$6.1 million in federal funds for this project. This project is expected to move forward when the University has completed the necessary environmental assessment for the project in late fall 2011.

### **Old Central Warehouse**

The Old Central Warehouse is a three-story, 48,000 square foot facility built in 1957 located in the Technology Quadrant of the University adjacent to Chemistry, Biology/Pharmacy and BioPhysics. Due to a non-flexible structural system unable to accommodate academic needs, we have determined that the best course of action is to demolish it. This will be the future site of the new Engineering Building.

### **Psychology Building Renovation/Addition**

The Weston A. Bousfield Psychology Building contains 87,000 square feet and was constructed in 1974. Its three levels contain offices, classrooms, research laboratories and animal care facilities. Previously, in the UCONN 2000 program, the animal care facilities were renovated and roofs and plazas re-built. The programs of the Psychology Department are in increasingly high demand; with expanded enrollment and rapidly increasing research activity. An addition and selected renovations to the building are essential. A team of architects and engineers has completed design and started construction drawings. Selection of the Construction Manager at Risk is in process. Construction is estimated to start at completion of the new East Departmental and Classroom building.



### **Residential Life Facilities**

This named project represents the overarching authorization to undertake activities to provide housing and dining facilities for the University's students. Although the quantity and the diversity of campus living arrangements were expanded under the first two phases of UCONN 2000, much remains to be done. Some renovations of the older dormitories, with code improvements and sprinkler installations, were accomplished. However, a number of the older facilities still await renovation. This project provides funds for renovation and construction activity as deemed appropriate by the Board of Trustees. Multiple projects are underway for the replacement of elevators, windows and roofs in various residential facilities. In FY12, Residential Life intends to undertake upgrades to various boiler rooms throughout dormitories across campus and undertake bathroom improvements in the West Campus complex.

### **Storrs Hall Addition**

The School of Nursing is housed in the 35,000 square foot Storrs Hall completed in circa 1908 and a 4,000 square foot modular building. Earlier in the UCONN 2000 program, Storrs Hall underwent some renovation. This project provides for an addition to Storrs Hall to accommodate offices, classrooms and clinical simulation laboratories, as well as building envelope repairs and renovations for faculty offices in Storrs Hall. The university broke ground after receiving bids in late spring 2011 and anticipates completion in summer 2012.

### **Torrey Renovation Completion & Biology Expansion**

This project was a replacement facility for the programs in the George Safford Torrey Life Sciences Building. It was to include new research and teaching laboratories, classrooms and offices for various biology programs. Due to ongoing planning efforts, the project budget has been revised to reflect program needs for other new buildings. Due to limited funding, planning activities will analyze the building's potential for renovation and a modest research addition.

### **West Hartford Campus Renovations/Improvements**

The majority of these funds will be used to support major renovations/additions in keeping with the Master Plan for the campus. The major buildings on the West Hartford campus are: Library Building (67,700 square feet of space), School of Social Work (34,000 square feet of space) and the Undergraduate Building (67,400 square feet of space). These buildings were constructed in 1964, 1968 and 1971 respectively. Virtually no renovation or expansion has taken place in the intervening decades. In order for the buildings to meet their functional needs for the twenty-first century renovations/improvements are needed on all buildings. The renovations are being phased over several years. Roof replacement of the Library and Undergraduate Buildings, a new chemistry laboratory, exterior repairs to the School of Social Work building and sidewalk/parking/ADA upgrades are complete. Other projects include boiler replacement in the Library Building, phased campus wide electrical upgrades, renovation of student union lounge and offices and road replacement and repair. Over the course of the next year, new air conditioning will be added in the School of Social Work and Trekker Library as well as exterior façade upgrades to campus buildings.

### **Young Building Renovation/Addition**

This building was constructed in 1953 and has 71,937 square feet of office, classroom and lab spaces. The occupant of the building is the College of Agriculture and Natural Resources. This building, because of its lab needs and generally poor condition of all its systems, was slated for a full renovation and an addition should space needs require. The renovation work is the first order of business, with the project scope including replacement of windows, repointing of masonry, restroom renovations, and upgrading of mechanical systems (including laboratory ventilation). An architecture and engineering team is working on design drawings and specifications. Selection of a Construction Manager at Risk is complete.

### **Health Center**

#### **Deferred Maintenance/Code/ADA Renovation Lump Sum**

The 2007 amendments to the law define the “deferred maintenance” part of the project name as “repair of an infrastructure or structure that was not maintained, repaired or replaced in the usual course of maintenance and repair.” In general, projects fall into one or more of the following categories:

- Roof and exterior repairs
- Safety, code and ADA required improvements
- Building mechanical system improvements
- Utilities repair and upgrades
- Minor renovations
- Roads, walks and grounds improvements

The twelve-year project total is \$45.4 million. The re-roofing of the Academic Building (Building A) will proceed into construction this summer along with limited work for the Main Building exterior façade caulking. Design for the chiller plant upgrades and fire alarm system upgrades are proceeding.

#### **Dental School Renovation**

The School of Dental Medicine has facilities in the “C”, “L” and “A” Buildings totaling 103,118 square feet. Most of these areas remain the same as when they were originally constructed in 1975 and are in need of major renovations to bring the facilities in line with current code and accreditation standards. The renovations will be accomplished in phases and will be guided by a detailed planning study for the School of Dental Medicine.

Construction for the first phase of this project, the Pre-Clinical Teaching Lab renovations, is complete. This project relocated and expanded the teaching space and incorporated a teaching simulation center into the Dental School’s teaching labs. Remaining funds will be used for the planning and construction of Dental school teaching clinic renovations.

### **Equipment, Library Collections & Telecommunications**

These funds support the Health Center's equipment, library collections and telecommunications infrastructure. More specifically, the project line covers computers, management information systems, research equipment, instructional equipment, furnishings, and operational and public safety support and library materials. Outmoded items must be replaced with equipment that is necessary to support research and instructional activities, maintain building compliance, conserve energy and provide a safe environment for the students, staff, and those who use Health Center services. The twelve-year project total is \$63.6 million.

### **Main Building Renovation**

The Health Center's main building includes access areas used by the general public as well as research, academic and clinical space. The focus of this renovation is the building's research facility, major building systems and public areas. The facility consists of seven floors, which house over 200 research labs and support space, and four floors of mixed use that include classrooms, student support spaces, operations support and mechanical spaces. Over the life of the building, no substantial renovations or upgrades have been undertaken.

An early phase of this project, the Clinical Skills Renovation, was completed in December 2007. This project renovated a portion of the Main Building to allow for the relocation and expansion of the Clinical Skills teaching program. The expanded program includes the use of a life-size programmable mannequin with a computerized graphical user interface used to teach clinical and decision making skills during realistic patient care scenarios.

The next phase of the Main Building renovation focuses on the Health Center's largest research facility, the "L" (LAB) building, which houses over 200,000 square feet of research labs and support space. The goal of the project is the phased replacement of the building heating and air conditioning, electrical, and plumbing systems and renovations to the lab spaces across seven floors of the building.

The Design Development phase is 60% complete. The scope of work for the renovation includes renovation to approximately 50% of space on floors 1-7 in the L building space. The renovations will be completed in 3 phases over several years. The first phase of the work is scheduled to begin in the spring of 2012.

### **UCHC New Construction and Renovation**

This project will construct a new 169 patient bed tower as an addition to the existing John Dempsey Hospital (JDH). The addition will include 10-12 new operating rooms and an expanded Emergency Department. The renovation work will relocate the Clinical Lab and the Clinical Pharmacy spaces and will replace or refurbish the mechanical and electrical infrastructure for much of the existing JDH space. The existing JDH building lacks the capacity to accommodate evolving standards of care, new technologies and patient/provider expectations. Since construction completion in 1972, JDH's physical plant infrastructure, including mechanical, electrical, plumbing, HVAC and fire alarm systems and telecommunication cabling, has never been substantially renovated. The addition and renovation will provide a new state of the art platform, including robust information technology systems and new essential medical

equipment, for the delivery of healthcare and the education of the State's medical and dental students.

The architect joint venture firm, Stephian Bradley Architects (SBA)/HKS, began planning and programming in October and completed this phase of design in March 2011. The Construction Manager (CM) selection is complete and Turner Construction is under contract to provide the CM services. Schematic Design work began in May and will be completed in August 2011

# UCONN 2000 Year 17

## Proposed FY 2012 Authorized Projects

### Storrs & Regional Campuses

<u>Project Name</u>	<u>Phase III Funding</u>
Arjona & Monteith (new classroom buildings)	\$ 1,000,000
Avery Point Campus Undergraduate & Library Building	5,600,000
Beach Hall Renovations	2,000,000
Biobehavioral Complex Replacement	1,900,000
Bishop Renovation	1,900,000
Deferred Maintenance/Code/ADA Renovation Lump Sum	4,286,079
Engineering Building	3,497,000
Equipment, Library Collections & Telecommunications	13,226,921
Fine Arts Phase II	1,900,000
Floriculture Greenhouse	3,000,000
Gant Building Renovations	6,500,000
Heating Plant Upgrade	8,000,000
Koons Hall Renovation/Addition	200,000
Law School Renovations/Improvements	2,350,000
Manchester Hall Renovation	2,000,000
Mansfield Training School Improvements	500,000
North Hillside Road Completion	500,000
Old Central Warehouse	1,000,000
Psychology Building Renovation/Addition	2,900,000
Residential Life Facilities	2,500,000
Storrs Hall Addition	8,585,000
Torrey Renovation Completion & Biology Expansion	500,000
West Hartford Campus Renovations/Improvements	2,000,000
Young Building Renovation/Addition	6,655,000
Subtotal of Storrs & Regional Campuses	\$ 82,500,000

### Health Center

<u>Project Name</u>	<u>Phase III Funding</u>
Deferred Maintenance/Code/ADA Renovation Sum - Health Center	\$ 3,000,000
Dental School Renovation	500,000
Equipment, Library Collections & Telecommunications - Health Center	2,500,000
Main Building Renovation	14,000,000
UHC New Construction and Renovation	54,700,000
Subtotal of Health Center	\$ 74,700,000

**Grand Total FY 2012** **\$ 157,200,000**

# UCONN 2000 Year 17

## Funding Analysis of Proposed Projects

### Storrs & Regional Campuses

<u>Project Name</u>	<u>Phase III Previous Authorizations</u>	<u>FY12 Amount</u>	<u>Phase III Remaining Balance</u>
Arjona & Monteith (new classroom buildings)	\$ 95,000,000	\$ 1,000,000	\$ 25,000,000
Avery Point Campus Undergraduate & Library Building	3,550,000	5,600,000	3,650,000
Beach Hall Renovations	1,500,000	2,000,000	4,500,000
Biobehavioral Complex Replacement	1,100,000	1,900,000	2,000,000
Bishop Renovation	100,000	1,900,000	4,000,000
Deferred Maintenance/Code/ADA Renovation Lump Sum	145,616,292	4,286,079	97,822,850
Engineering Building	5,000,000	3,497,000	52,003,000
Equipment, Library Collections & Telecommunications	51,414,575	13,226,921	18,000,000
Fine Arts Phase II	2,850,000	1,900,000	18,250,000
Floriculture Greenhouse	3,000,000	3,000,000	-
Gant Building Renovations	2,750,000	6,500,000	84,350,000
Heating Plant Upgrade	-	8,000,000	22,000,000
Koons Hall Renovation/Addition	1,100,000	200,000	5,700,000
Law School Renovations/Improvements	15,150,000	2,350,000	2,000,000
Manchester Hall Renovation	-	2,000,000	4,000,000
Mansfield Training School Improvements	3,000,000	500,000	5,000,000
North Hillside Road Completion	1,500,000	500,000	6,200,000
Old Central Warehouse	126,000	1,000,000	1,000,000
Psychology Building Renovation/Addition	2,750,000	2,900,000	16,850,000
Residential Life Facilities	1,800,000	2,500,000	2,500,000
Storrs Hall Addition	6,530,000	8,585,000	-
Torrey Renovation Completion & Biology Expansion	1,000,000	500,000	83,500,000
West Hartford Campus Renovations/Improvements	8,400,000	2,000,000	2,250,000
Young Building Renovation/Addition	2,845,000	6,655,000	5,500,000
Subtotal of Storrs & Regional Campuses		\$ 82,500,000	

### Health Center

<u>Project Name</u>	<u>Previous Authorizations</u>	<u>FY12 Amount</u>	<u>Remaining Balance</u>
Deferred Maintenance/Code/ADA Renovation Sum - Health Center	28,505,125	\$ 3,000,000	13,929,025
Dental School Renovation	4,500,000	500,000	-
Equipment, Library Collections & Telecommunications - Health Center	49,905,725	2,500,000	11,190,125
Main Building Renovation	11,385,000	14,000,000	134,954,000
UCHC New Construction and Renovation	-	54,700,000	332,966,000
Subtotal of Health Center		\$ 74,700,000	

**Grand Total FY 2012**

**\$ 157,200,000**

University of Connecticut  
Storrs & Regional Campuses  
FY12 Deferred Maintenance/Code/ADA Renovation Lump Sum Projects

**Deferred Maintenance - Buildings**

Roof Repairs South Campus Entry Way (Snow and Ice Damage)	\$ 100,000	
Chemistry Building Skylight	100,000	
Central Warehouse Roof Snow Guards	81,000	
Bio Physics (Seating Replacements)	100,000	
Museum of Natural History Exterior Repairs	250,000	
Fieldhouse Roof Repair (Guyer Gym)	150,000	
Towers Fresh Air	170,000	
Atwater Window & Façade (901357)-Design	300,000	
Atwater Finish Roofs; Façade	350,000	
Paint and Reside Four (4) Small Cottages	100,000	
Athletics Mechanical System Replacements-Design	400,000	
<b>Subtotal</b>	<b>\$ 2,101,000</b>	

**Deferred Maintenance - Infrastructure**

Sewer Replacement Storrs Road Pump Station-Design	\$ 400,000	
Whetten CW Underground Pipe	50,000	
Schenker UG HW Pipe	75,000	
Replacement Transmission Main Willi to High Head-Design	400,000	
Install Replacement Steam/Condensate Piping Storrs Hall-Wilbur Cross	150,000	
Putnam Hall Switchgear and Transformer Upgrade-Design	25,000	
Glenbrook Road and Sidewalk Replacement-Design	30,000	
<b>Subtotal</b>	<b>\$ 1,130,000</b>	

**Code / ADA**

Misc. Asbestos/Mold/Lead Abatement Allowance	\$ 205,079	
North Campus Solid Waste Consent Order	50,000	
<b>Subtotal</b>	<b>\$ 255,079</b>	

**Renovation and Lump Sum Projects**

UITS Data Center Gant-Design	\$ 400,000	
<b>Subtotal</b>	<b>\$ 400,000</b>	

<b>Total Project Allocations</b>	<b>\$ 3,886,079</b>
<b>Emergency / Reserve</b>	<b>400,000</b>
<b>Total</b>	<b>\$ 4,286,079</b>

**University of Connecticut Health Center**  
FY12 Deferred Maintenance/Code/ADA Renovation Lump Sum Projects

**Deferred Maintenance - Buildings**

**Deferred Maintenance - Infrastructure**

Chiller Plant Replacement \$ 2,700,000

**Code/ADA**

**Renovation and Lump Sum Projects**

<b>Total Project Allocations</b>	<b>\$ 2,700,000</b>
<b>Emergency / Reserve</b>	<b>300,000</b>
<b>Total</b>	<b><u><u>\$ 3,000,000</u></u></b>









University of Connecticut  
*Office of the Vice President and  
Chief Financial Officer*

June 23, 2011

TO: Members of the Board of Trustees

FROM: Barry M. Felman  
Vice President and Chief Operating Officer

Richard D. Gray  
Vice President and Chief Financial Officer

RE: Fiscal Year 2012 Deferred Maintenance/Code/ADA Renovation  
Lump Sum Project List

RECOMMENDATION:

That the Board of Trustees approve the Deferred Maintenance/Code/ADA Renovation Lump Sum Project List for FY12 in the total amount of \$4,286,079 for the Storrs-based program and \$3,000,000 for the Health Center.

BACKGROUND:

The attached FY12 proposed Deferred Maintenance/Code/ADA Renovation Lump Sum Project lists for the Storrs-based program and the Health Center represent the priority projects. The Health Center Board of Directors, at its June 13, 2011 meeting, endorsed and recommended the Health Center project list. All capital projects costing \$500,000 or more are submitted for Board action on a project by project budget.

It is anticipated that during the fiscal year some projects may change in priority, scope and cost. There may also be unexpected additions, since the Deferred Maintenance budget is often the appropriate means to address emergencies. It is for this reason that the Board reviews and acts upon Deferred Maintenance twice every year: a proposed list for the coming fiscal year and a final list for the fiscal year just closed. The total cost of the FY12 project list will not exceed the \$4,286,079 authorization for Storrs or \$3,000,000 for the Health Center.

The proposed lists for FY12 are attached for your consideration and approval.

Attachment

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# University of Connecticut

## Storrs & Regional Campuses

### FY12 Deferred Maintenance/Code/ADA Renovation Lump Sum Projects

#### **Deferred Maintenance - Buildings**

Roof Repairs South Campus Entry Way (Snow and Ice Damage)	\$ 100,000	
Chemistry Building Skylight	100,000	
Central Warehouse Roof Snow Guards	81,000	
Bio Physics (Seating Replacements)	100,000	
Museum of Natural History Exterior Repairs	250,000	
Fieldhouse Roof Repair (Guyer Gym)	150,000	
Towers Fresh Air	170,000	
Atwater Window & Façade (901357)-Design	300,000	
Atwater Finish Roofs; Façade	350,000	
Paint and Reside Four (4) Small Cottages	100,000	
Athletics Mechanical System Replacements-Design	400,000	
<b>Subtotal</b>		<b>\$ 2,101,000</b>

#### **Deferred Maintenance - Infrastructure**

Sewer Replacement Storrs Road Pump Station-Design	\$ 400,000	
Whetten CW Underground Pipe	50,000	
Schenker UG HW Pipe	75,000	
Replacement Transmission Main Willi to High Head-Design	400,000	
Install Replacement Steam/Condensate Piping Storrs Hall-Wilbur Cross	150,000	
Putnam Hall Switchgear and Transformer Upgrade-Design	25,000	
Glenbrook Road and Sidewalk Replacement-Design	30,000	
<b>Subtotal</b>		<b>\$ 1,130,000</b>

#### **Code / ADA**

Misc. Asbestos/Mold/Lead Abatement Allowance	\$ 205,079	
North Campus Solid Waste Consent Order	50,000	
<b>Subtotal</b>		<b>\$ 255,079</b>

#### **Renovation and Lump Sum Projects**

UITS Data Center Gant-Design	\$ 400,000	
<b>Subtotal</b>		<b>\$ 400,000</b>

<b>Total Project Allocations</b>	<b>\$ 3,886,079</b>
<b>Emergency / Reserve</b>	<b>400,000</b>
<b>Total</b>	<b><u><u>\$ 4,286,079</u></u></b>

# University of Connecticut Health Center

## FY12 Deferred Maintenance/Code/ADA Renovation Lump Sum Projects

### Deferred Maintenance - Buildings

### Deferred Maintenance - Infrastructure

Chiller Plant Replacement \$ 2,700,000

### Code/ADA

### Renovation and Lump Sum Projects

Total Project Allocations	\$	2,700,000
Emergency / Reserve		300,000
Total	\$	<u>3,000,000</u>



University of Connecticut  
*Office of the Vice President and  
Chief Financial Officer*

June 23, 2011

TO: Members of the Board of Trustees

FROM: Richard D. Gray  
Vice President and Chief Financial Officer

John M. Biancamano  
Chief Financial Officer

RE: Capital Spending Plan for Fiscal Year 2012 for the University of Connecticut  
Health Center

RECOMMENDATION:

That the Board of Trustees approve the Capital Spending Plan for Fiscal Year 2012 of \$30,678,000 for the University of Connecticut Health Center. The capital spending plan was approved by the UCHC Board of Directors on June 13, 2011.

BACKGROUND:

The Fiscal Year 2012 Capital Spending Plan for the Health Center incorporates funds which include Research Use Allowance and grant revenues, John Dempsey Hospital and UConn Medical Group funds, DCAA and Department Funds for a total of \$30,678,000.

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- **The capital plan is developed through the annual capital budget process with prioritization of projects vetted with the research, education, clinical and institutional support domains.**
- **Prioritization of funding sources emphasizes reliance on the use of operating funds support for capital activities in addition to UConn 2000 funded projects.**
- **Projects for the John Dempsey Hospital are included and deemed essential to meeting the acute care service needs of our patients in the near term.**



## FY 2012 Capital Budget Funding

### • Summary of Funding Sources

–Use Allowance	\$	6,000,000
Mandated reserve for capital expenditures derived from Federal Research Grants		
–Grants		837,000
Capital purchases funded by direct grant revenue.		
–Departmental Funds		588,000
Specific departmental funds derived from academic enhancement funds, auxiliary accounts and DCAA funds		
–Cash Available from Operations		<u>23,253,000</u>
<b>Total FY 2012 Capital Budget Funding</b>	<b>\$</b>	<b><u>30,678,000</u></b>





## FY 2012 Operating Cash Flow from Operations

	<u>Operations</u>
Excess of Revenues Over Expenses	\$ -
Depreciation (non cash item)	29,620,000
Cash Flow from Operations	<u>29,620,000</u>
<b>Adjustments to Cash Flow</b>	
Less: Principal Payments on Current Debt	
Equipment Lease	(1,087,000)
Farmington Surgery Center	(830,000)
Add: Endowment Funds (Neag)	<u>550,000</u>
Cash Available from FY2012 Operations	<u>28,253,000</u>
Other Uses of Cash	
Reserve for New Hospital Tower	(5,000,000)
Cash Available for Capital Budget	<u>\$ 23,253,000</u>



## FY 2012 Capital Spending Plan - Highlights of Specific Items

	<b>FY 2012 Spending Plan</b>
<b><u>Use Allowance</u></b>	
School of Medicine - Strategic Plan Commitments for Start-up	\$ 580,000
Center for Cell Analysis & Modeling (CCAM) Equipment	850,000
SOM Research Equipment and Renovations	912,000
Cage Processing Facility	1,403,000
School of Medicine - Strategic Plan Commitments for Start-up	<u>2,255,000</u>
	6,000,000
<b><u>Other</u></b>	
DCAA & Departmental Funds	\$ 588,000
Grant Specific Equipment	<u>837,000</u>
	1,425,000
<b><u>School of Medicine, School of Dental Medicine, Facilities and Other</u></b>	
School of Dental Medicine	\$ 262,000
Institutional Support - equipment	246,000
Financial/Human Resource System (Banner) Phase II	72,000
Library	575,000
School of Medicine	1,148,000
Facilities Management (Chiller Plant, Fire Alarm System, Roof Repairs and Other Plant Repairs)	<u>3,638,000</u>
	5,941,000



## FY 2012 Capital Spending Plan - Highlights of Specific Items

	<b>FY 2012 Spending Plan</b>
<b><u>JDH Capital</u></b>	
Ensite Velocity Cardiac Mapping System	\$ 165,000
Ultrasound System	175,000
Rehab Equipment (new space in ASB)	250,000
Dental Clinics	310,000
Facilities Management - Building Services	416,000
Minor Renovations and Equipment	717,000
Interventional Radiology Suite-Renovations and overhead lift	2,000,000
Planning and Construction-HDR/CT Sim and LinAc	2,250,000
Information Technology Applications & Equipment	3,434,000
	<hr/> 9,717,000
<b><u>UMG Capital</u></b>	
Information Technology Applications & Equipment	\$ 3,228,000.0
Minor Renovations and Equipment	592,000
Orthopedics - Multireader	595,000
Surgery - Aragon Laser	180,000
Ultrasound Machine	145,000
	<hr/> 4,740,000
	<hr/> 2,855,000
<b>Total Proposed Capital Budget</b>	<b><u><u>\$ 30,678,000</u></u></b>



## FY2012 Clinical IT Projects

### JDH Capital

Everbridge Communication	\$	100,000
Network Switching Upgrades		100,000
Radiology Storage		100,000
Radiology PACs workstations		150,000
EVA/SAN/Disk Hardware Upgrade		185,000
Miscellaneous IT Projects and equipment		478,000
ICD 10 Upgrades/Capitalized Positions - Phase I		634,000
Disaster Recovery		820,000
Other Projects \$100,000		867,000
Information Technology Applications & Equipment	\$	<u>3,434,000</u>

### UMG Capital

IDX Enterprise Task Manager Installation	\$	152,000
EVA/SAN/Disk Hardware Upgrade		185,000
Scanning Placeholder for full active record scanning		250,000
MD Patient Portal		350,000
Other Projects < \$100,000		455,000
Miscellaneous IT Projects and equipment		587,000
NextGen Project		1,249,000
Information Technology	\$	<u>3,228,000</u>



University of Connecticut  
*Office of the Vice President and  
Chief Financial Officer*

June 23, 2011

TO: Members of the Board of Trustees

FROM: Richard D. Gray  
Vice President and Chief Financial Officer

Barry M. Feldman  
Vice President and Chief Operating Officer

RE: Seventeenth Supplemental Indenture Authorizing University of Connecticut  
General Obligation Bonds

RECOMMENDATION:

That the Board of Trustees approve the Seventeenth Supplemental Indenture, substantially in the form attached hereto, authorizing University of Connecticut General Obligation Bonds secured by the State of Connecticut's (the "State") Debt Service Commitment in an amount not to exceed \$157,200,000, plus costs of issuance plus \$138,800,000 carried forward from the Sixteenth Supplemental Indenture.

BACKGROUND:

The University of Connecticut's (the "University") General Obligation Bonds authorized by the UCONN 2000 Act (Sections 10a-109a to 10a-109y, inclusive, of the Connecticut General Statutes, as amended) are secured by a Master Indenture of Trust by and between the University and U.S. Bank National Association, dated as of November 1, 1995, as amended (the "Master Indenture") which provides that each new issue of bonds be issued pursuant to a supplemental indenture. For bonds secured by the State Debt Service Commitment, the law sets maximum annual amounts that the University, through its Board of Trustees, may issue.

The Seventeenth Supplemental Indenture authorizes the issuance of bonds in the maximum amount of \$157,200,000, plus costs of issuance plus \$138,800,000 carried forward from the Sixteenth Supplemental Indenture, to finance Fiscal Year 2011-2012 Phase III projects, which include projects at Storrs, the regional campuses and the UConn Health Center.

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The Seventeenth Supplemental Indenture also authorizes that the exact amount of the bonds be determined at the time of issuance depending on cash expenditure requirements for twelve months or less following issuance. Appendix A of the Seventeenth Supplemental Indenture lists the UCONN 2000 projects that may be financed by the bonds (excluding the projects financed by the carry forward amounts).

This recommendation, if approved, will serve as the Board of Trustees' resolution for approval of the Seventeenth Supplemental Indenture and for the series of bonds to be issued in accordance therewith. The resolution, with supplemental information, as appropriate, will be sent to the Governor for approval. If the Governor chooses not to exercise his statutory authority to approve or disapprove the resolution within 30 days of its submission, it will be deemed approved in accordance with the Act.

UNIVERSITY OF CONNECTICUT

as Issuer

and

U.S. BANK NATIONAL ASSOCIATION

as Trustee

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SEVENTEENTH SUPPLEMENTAL INDENTURE

AUTHORIZING

THE UNIVERSITY OF CONNECTICUT  
GENERAL OBLIGATION BONDS

(Secured by the State Debt Service Commitment)

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Dated as of \_\_\_\_\_.



**TABLE OF CONTENTS**

	<u>Page</u>
<b>ARTICLE I</b>	
Definitions and Statutory Authority	
101. Seventeenth Supplemental Indenture.....	1
102. Definitions.....	1
103. Authority for the Seventeenth Supplemental Indenture.....	2
<b>ARTICLE II</b>	
Authorization, Terms and Issuance of Bonds	
201. Authorization of Fiscal Year 2011-2012 Bonds, Maximum Amount, Bonds Delegation, Designation and Pledge.....	2
202. Purposes .....	3
203. Interest Payments .....	3
204. Form, Denomination, Numbers and Letters .....	3
205. Places of Payment and Paying Agent .....	3
206. Sale.....	4
207. Execution .....	4
208. Delivery and Application of Bond Proceeds .....	4
209. Defeasance .....	4
<b>ARTICLE III</b>	
Form of the Bonds	
301. Form of the Bonds .....	5
<b>ARTICLE IV</b>	
Tax Covenant	
401. Tax Exemption.....	5
<b>ARTICLE V</b>	
Miscellaneous	
501. No Recourse.....	5
502. Delegation of Authority to Treasurer and to Authorized Officer for Sale Purposes .....	5
503. Declaration of Official Intent.....	7



**SEVENTEENTH SUPPLEMENTAL INDENTURE  
AUTHORIZING THE ISSUANCE OF  
THE UNIVERSITY OF CONNECTICUT  
GENERAL OBLIGATION BONDS  
(SECURED BY THE STATE DEBT SERVICE COMMITMENT)**

**ARTICLE I**

**Definitions and Statutory Authority**

101. **Seventeenth Supplemental Indenture.** This Seventeenth Supplemental Indenture authorizing the Bonds is supplemental to, and constitutes a Supplemental Indenture within the meaning of, and is adopted in accordance with Article X of the General Obligation Master Indenture of Trust between the University of Connecticut ( the “University”) and the Trustee dated as of November 1, 1995 (the “Indenture”) as amended and supplemented to the date hereof, the form of which was approved by the State Bond Commission as required by Section 10a-109g of the General Statutes of Connecticut.

102. **Definitions.** All terms defined, and the rules of construction set forth, in Article I of the Indenture shall have the same meanings in this Seventeenth Supplemental Indenture as such terms are given in such Article I except that, as used in this Seventeenth Supplemental Indenture, the following terms shall have the following respective meanings, unless the context shall otherwise require:

“**Authorized Officer’s Certificate**” means a copy of a resolution of the Board of Trustees certified by an Authorized Officer.

“**Authorized Officer for Sale Purposes**” means the Authorized Officer, who shall be an officer, official or trustee serving on the financial affairs committee of the Board of Trustees.

“**Bond Insurance Policy**” means the municipal bond insurance policy, if any, issued by the Bond Insurer that guarantees payment of principal of and interest on the Bonds and constitutes a Bond Facility under the Indenture.

“**Bond Insurer**” means a financial guaranty insurance company, if any, or any successor thereto which insures the Bonds as provided in the Certificate of Determination.

“**Bonds**” means any series of bonds issued pursuant to this Seventeenth Supplemental Indenture.

“**Certificate of Determination**” means the certificate of determination of the Treasurer required by section 502 hereof and otherwise referenced herein.

“**Seventeenth Supplemental Indenture**” means this Seventeenth Supplemental Indenture dated as of \_\_\_\_\_, as may be amended from time to time, authorizing the Bonds.

**“Indenture”** means the General Obligation Master Indenture of Trust between the University and the Trustee dated as of November 1, 1995, as from time to time amended or supplemented.

**“Insured Bonds”** means any series or certain maturities in any series of bonds to be insured by a municipal bond new issue insurance policy to be issued simultaneously with the delivery of Bonds by the Bond Insurer.

**“Official Statement”** means the official statement of the University relating to the Bonds.

**“Preliminary Official Statement”** means the preliminary official statement of the University relating to the Bonds.

**“Principal”** or **“principal”** means the principal amount of each Bond payable at maturity.

**“Principal Amount”** means the outstanding principal of a Bond.

**“Underwriters”** means the initial purchasers of the Bonds pursuant to a bond purchase agreement duly executed by the University, the Treasurer and such purchasers.

103. **Authority for the Seventeenth Supplemental Indenture.** This Seventeenth Supplemental Indenture is entered into by the University and the Trustee pursuant to the provisions of the Act and the Indenture.

## ARTICLE II

### Authorization, Terms and Issuance of Bonds

201. **Authorization of Fiscal Year 2011-2012 Bonds, Maximum Amount, Delegation, Designation and Pledge.** Bonds for Fiscal Year ending June 30, 2012 entitled to the benefit, protection and security of the Act and Indenture, and constituting Bonds to be secured by the State Debt Service Commitment are hereby authorized to be issued under the Indenture and pursuant to the Act in a maximum amount not to exceed \$157,200,000 for the UConn Projects as set forth in Appendix A (attached hereto and hereby made a part hereof) and constituting UConn 2000 Projects (provided nothing herein shall preclude the amendment of Appendix A pursuant to the Act and in accordance with the Indenture and as provided by Appendix A), plus the amount of the Costs of Issuance to be funded from the proceeds of such Bonds.

The amount of \$138,800,000 authorized to be issued under the Sixteenth Supplemental Indenture approved on June 10, 2010, as amended is carried forward to Fiscal Year 2011-2012 in accordance with the Act.

The exact amount of the Bonds to be issued under this Seventeenth Supplemental Indenture is hereby delegated to and is to be determined by a certificate of, the Authorized Officer for Sale Purposes in accordance with Section 7(a)(2) of the Act respecting the anticipated cash expenditure requirements for authorized UConn 2000 Projects within the year following issuance plus not more than twenty (20%) percent in excess thereof, provided that such amount shall not exceed \$157,200,000 (plus Costs of Issuance and any carry forward amounts). The amount of the balance of Bonds herein authorized for Fiscal Year ending 2012 and not funded by the Bonds shall be issued

subsequently pursuant to an additional Certificate of Authorized Officer for Sale Purposes as an additional series of Bonds hereunder or pursuant to a Supplemental Indenture or Supplemental Indentures depending on the remaining cash expenditure requirements respecting each UConn 2000 Project theretofore authorized by a Supplemental Indenture.

The Bonds shall be designated as and shall be distinguished from other Bonds by the additional title “\_\_\_\_\_ Series \_\_\_” or such other designation or designations of “Series \_\_\_” inserting the applicable number and letter, respectively, reflecting the year and series issued, as provided in the Certificate of Determination, pursuant to and subject to the terms, conditions and limitations established in the Indenture, this Seventeenth Supplemental Indenture, an Authorized Officer’s Certificate and the Treasurer’s Certificate of Determination. In accordance with the Act, the amount of the State Debt Service Commitment in each fiscal year is hereby pledged for the punctual payment of the Special Debt Service Requirements on the Bonds as the same arise and shall become due and payable.

202. **Purposes.** The Bonds will be issued and used to provide funds for deposit in the following accounts of the Bond Proceeds Fund: (i) Construction Account, which, pursuant to Section 602 of the Indenture unless otherwise provided by a Supplemental Indenture, shall be held and maintained by the Trustee, for construction and equipping of certain facilities (or reimbursement to the University for funds expended therefor) that are included and that have been authorized as a UCONN 2000 Project by the Board of Trustees and (ii) Cost of Issuance Account, which, pursuant to Section 602 of the Indenture unless otherwise provided by a Supplemental Resolution, shall be held and maintained by the Treasurer, to pay or provide for the Bonds costs of issuance. The Treasurer and University shall cause the proceeds from the sale of the Bonds to be so deposited in the Bond Proceeds Fund. Monies in the Construction Account respecting the proceeds of the Bonds heretofore issued may be disbursed from time to time pursuant to Section 603 of the Master Indenture, particularly paragraph (5) thereof, for any such UConn 2000 Project but not in excess of the aggregate amount authorized for such UConn 2000 Project by the Board of Trustees.

203. **Interest Payments.** The Bonds shall bear interest from their respective dates, payable on the date or dates, and at the rates as shall be determined by the Treasurer in the Certificate of Determination. Except as otherwise may be provided in such Certificates, interest shall be computed on the basis of a 360-day year consisting of 12 months of 30 days each.

204. **Form, Denomination, Numbers and Letters.** The Bonds shall be in fully registered form and shall initially be registered in the name of Cede & Co., as nominee of The Depository Trust Company, New York, New York (“DTC”), which will act as securities depository for the Bonds. The Bonds shall be in denominations to be determined by the Treasurer in the Certificate of Determination. The Bonds shall be lettered “AR-\_\_\_” or such other letters provided in the Certificate of Determination. Each such letter shall be followed by the number of the Bonds. The Bonds shall be numbered consecutively from one upward in order of issuance.

205. **Places of Payment and Paying Agent.** So long as all of the Bonds are registered in the name of Cede & Co., as nominee of DTC, or any other nominee of DTC or its successor as securities depository, Principal, Sinking Fund Installments, if any, Redemption Price of and interest on the Bonds shall be payable from the Trustee to DTC or its successor as securities depository for the Bonds, as determined by the Treasurer in the Certificate of Determination. If any of the Bonds shall no longer be registered in the name of a nominee of DTC or any successor securities depository or its nominee, interest on the Bonds shall be payable by check mailed to the registered owners of

the Bonds, and Principal, Sinking Fund Installments, if any, or Redemption Price of the Bonds shall be payable at the principal corporate trust office of the Paying Agent for the Bonds.

206. **Sale.** Pursuant to Sections 7(e) and (f) of the Act, the Treasurer is authorized by the Act to sell the Bonds by negotiation or public competitive sale, in such manner, at such price or prices, at such time or times, in one or more series, and on such terms and conditions as the Treasurer shall determine to be in the best interests of the State and University. The terms and particulars of each such sale, the receipt of each proposal and each award of the Bonds and all other action appropriate or necessary in connection therewith shall be set by the Treasurer, including the selection of the Trustee pursuant to Article VIII of the Indenture, in conjunction with the Authorized Officer for Sale Purposes to whom such matters are hereby delegated and shall be recited in the Treasurer's Certificate of Determination, and confirmed by the Authorized Officer for Sale Purposes.

207. **Execution.** The Bonds shall be signed in the name of the University by the manual or facsimile signature of its President and the seal of the University (or a facsimile thereof) shall be affixed, imprinted, engraved or otherwise reproduced thereon and attested by an Authorized Officer. The Bonds shall be authenticated manually by the Trustee in accordance with the provisions of the Indenture.

208. **Delivery and Application of Bond Proceeds.** After their execution as provided herein and in the Indenture, the Bonds shall be delivered to the Trustee for authentication as provided in the Indenture and shall thereupon be delivered to the Underwriters upon receipt by the Trustee of the purchase price therefor in accordance with the documents of sale and upon satisfaction of the conditions contained therein and in the Indenture. The proceeds of the Bonds shall be deposited in the Bond Proceeds Fund in the amounts and for the Construction Account and Costs of Issuance Account, as more particularly set forth in the Certificate of Determination of the Treasurer.

209. **Defeasance.** Pursuant to Section 1001(1)(b) of the Master Indenture, for purposes of the Bonds, Section 1402(c) of the Master Indenture is hereby amended in its entirety as follows.

(c) in the event said Bonds are not by their terms subject to redemption within the next succeeding 60 days, the University shall have given the Trustee in form satisfactory to it irrevocable instructions to mail at least once, or to publish at least twice at an interval of not less than seven days between publications in an Authorized Newspaper, as soon as practicable, a notice to the Holders of such Bonds that the deposit required by (b) above has been made with the Trustee and that said Bonds are deemed to have been paid in accordance with this Section and stating such maturity or redemption date upon which moneys are to be available for the payment of the principal or Redemption Price, if applicable, on said Bonds.

### ARTICLE III

#### Form of the Bonds

301. **Form of the Bonds.** The Bonds shall be substantially in the form set forth in the Indenture with such additions or deletions anticipated by this Seventeenth Supplemental Indenture as are set forth in the Certificate of Determination.

## ARTICLE IV

### Tax Covenant

401. **Tax Exemption.** In order to maintain the exclusion from gross income for purposes of federal income taxation of interest on the Bonds, the University hereby covenants to comply with the provisions of the Code, and any regulations or rulings issued thereunder, applicable to the Bonds. Further, the University covenants that it will not take any action or fail to take any action that would cause the Bonds to be “arbitrage bonds” within the meaning of Section 148(a) of the Code. In fulfilling the covenants set forth in this Section, the University hereby agrees to instruct all parties acting by or on behalf of the University or in any manner with respect to the Bonds regarding all acts necessary to satisfy and fulfill such covenants.

## ARTICLE V

### Miscellaneous

501. **No Recourse.** No recourse shall be had for the payment of the principal of or interest on the Bonds or for any claim based thereon or on this Seventeenth Supplemental Indenture against any member of the Board of Trustees, nor the State Bond Commission or any officer of the University or the State or any person executing the Bonds and neither the members of the Board of Trustees or the State Bond Commission nor officers of the University or the State nor any person executing the Bonds, or with respect to execution of documents hereinafter mentioned, including the Preliminary Official Statement, the Official Statement and any Bond Purchase Agreement, Tax Regulatory Agreement or documents in connection with the authorization, issuance and sale of the Bonds shall be liable personally thereon or be subject to any personal liability or accountability by reason of the issuance or execution thereof. Pursuant to Section 19 of the Act, the provisions of Sections 4-165 and 5-141d of the General Statutes shall apply to any employee or official of the University or other State agency who is discharging his duties or acting within the scope of his employment in furtherance of the UCONN 2000 Infrastructure Improvement Program.

502. **Delegation of Authority to Treasurer and to Authorized Officer for Sale Purposes.**

(A) The Treasurer is delegated, pursuant to the Act on behalf of the University and subject in all respects to the Indenture, the authority to determine with respect to the Bonds the date or dates and maturities (provided, however, that the Bonds issued to finance equipment and collections shall mature not later than five (5) years from their dated date and the Bonds issued to finance any other purpose shall mature not later than thirty (30) years from their dated date); provisions for either serial or term bonds, sinking fund requirements, if any; due dates of interest; denominations; the terms, if any, of optional or extraordinary redemption, with or without premium; time or times of sale (subject to the cash flow requirements of the University to cover the cost of the UCONN 2000 Infrastructure Improvement Program) and manner of sale; interest rates and

limitations with respect thereto; provisions for receipt and deposit or investment of the good faith deposit pending delivery; and such other terms and conditions of the Bonds and of the issuance and sale thereof as the Treasurer may determine to be in the best interests of the State and University. The Treasurer shall file a Certificate of Determination with the University and Secretary of the State Bond Commission on or before the date of delivery of the Bonds setting forth the details and particulars of the Bonds determined by her in accordance with this delegation. Such Certificate of Determination shall be delivered to the Trustee on or before the date of closing of the Bonds.

(B) The Treasurer is also delegated, pursuant to the Act and, in accordance with Section 4(a)(5) of the Act pursuant to certain provisions of Section 3-20 of the General Statutes of the State of Connecticut, as amended, the authority to enter into agreements in consultation with the University (through an Authorized Officer) with respect to the issuance and sale of the Bonds, including financial advisory agreements, bond purchase agreements, tax regulatory agreements, and agreements with respect to security for the Bonds.

(C) The Authorized Officer for Sale Purposes or the Vice-President and Chief Financial Officer is hereby delegated and the Treasurer is further delegated, pursuant to the Act, the authority to approve the final terms of and publication and distribution of the Official Statement in connection with the offering and sale of the Bonds and to sign and certify that the Preliminary Official Statement is an official statement that the University deems final as of its date for purposes of Rule 15c-2-12 of the Securities and Exchange Commission (“Rule 15c-2-12”), except for certain permitted omissions described in paragraph (b)(1) of Rule 15c-2-12. The mailing, publication and distribution of the Preliminary Official Statement is hereby approved. The Treasurer, in conjunction with the Authorized Officer for Sale Purposes or the Vice-President and Chief Financial Officer, is further authorized and directed to sign any amendment or supplement or certificate with respect to the Official Statement or the Preliminary Official Statement that may, in the Treasurer’s judgment, be necessary or appropriate on or before the date of delivery of the Bonds.

(D) Subsequent to adoption of the resolution of the Board of Trustees authorizing the Seventeenth Supplemental Indenture, the Authorized Officer for Sale Purposes is hereby authorized to make such changes, insertions, deletions or provisions to the Seventeenth Supplemental Indenture, not materially inconsistent with the intent of the provisions of the Seventeenth Supplemental Indenture as so adopted as may be necessary or appropriate to respond to the requirements of the Governor, the Treasurer, the Underwriters of the Bonds, the Bond Insurer, if any, or the rating agencies with respect to the Seventeenth Supplemental Indenture as evidenced by approval of the Certificate of Determination and may rely on a Counsel’s Opinion for advice with respect to the foregoing. In addition, any Authorized Officer is authorized and directed to sign other documents ancillary to the authorization, issuance and delivery of the Bonds within the scope of such Authorized Officer’s duties at the University and under the Act.

**503. Declaration of Official Intent.** The University reasonably expects to incur expenditures (the “Expenditures”) in connection with the Bond projects of which a general functional description is contained in Appendix A attached hereto (collectively, the “Project”). The University reasonably expects to reimburse itself for the cost of Expenditures with respect to the Project with the proceeds of Bonds, tax-exempt obligations to be issued by the University, not later than eighteen (18) months after the later of the date the original Expenditure is paid or the date the Project is placed in service or abandoned, but in no event more than three (3) years after the original Expenditure is paid. The maximum principal amount of such debt with respect to the Project is not

expected to exceed \$157,200,000. This declaration of official intent is a declaration of official intent made pursuant to Section 1.150-2 of the Regulations.

**IN WITNESS WHEREOF**, the University of Connecticut has caused this Seventeenth Supplemental Indenture to be signed by its President and sealed the same with its seal attested by an Authorized Officer, and the Trustee, for itself and its successor or successors, has caused this Seventeenth Supplemental Indenture to be signed and sealed by its duly authorized officer and has by its execution hereof signified its acceptance of the trust hereby created and imposed.

THE UNIVERSITY OF CONNECTICUT

By: \_\_\_\_\_  
Susan Herbst  
Its President

(SEAL)

ATTEST:

By: \_\_\_\_\_  
Richard D. Gray  
Its Vice President and Chief Financial Officer

U.S. BANK NATIONAL ASSOCIATION,  
as Trustee

Dated as of \_\_\_\_\_.

By: \_\_\_\_\_  
Name:  
Title:

**APPENDIX A<sup>1</sup>**

**SEVENTEENTH SUPPLEMENTAL INDENTURE  
UCONN 2000 INFRASTRUCTURE IMPROVEMENT PROGRAM  
FISCAL YEAR 2011-2012  
UCONN 2000 BOND AUTHORIZATIONS  
\_\_\_\_\_ SERIES \_\_\_ BOND PROJECTS**

<b>UCONN 2000 Projects*</b> <b>--<u>Storrs and Regional Campuses</u></b>	<b>UCONN 2000 Phase III Total (\$) Needed -<u>D.S.C.</u> <u>Bonds**</u></b>	<b>Fiscal Year 2011-2012 Bond <u>Authorization</u> <sup>(2)</sup></b>	<b>UCONN 2000 Phase III Prior <u>D.S.C. Bond</u> <u>Authorization</u> ***</b>
Arjona and Monteith (new classroom buildings)	\$ 121,000,000	\$ 1,000,000	\$ 95,000,000.00
Avery Point Campus Undergraduate and Library Building	12,800,000	5,600,000	3,550,000.00
Beach Hall Renovations	8,000,000	2,000,000	1,500,000.00
Biobehavioral Complex Replacement	5,000,000	1,900,000	1,100,000.00
Bishop Renovation	6,000,000	1,900,000	100,000.00
Deferred Maintenance/Code/ADA Renovation Lump Sum	247,725,221	4,286,079	145,616,292.46
Engineering Building (with Environmental Research Institute)	60,500,000	3,497,000	5,000,000.00
Equipment, Library Collections & Telecommunications	82,641,496	13,226,921	51,414,575.00
Fine Arts Phase II	23,000,000	1,900,000	2,850,000
Floriculture Greenhouse	6,000,000	3,000,000	3,000,000.00
Gant Building Renovations	93,600,000	6,500,000	2,750,000.00
Heating Plant Upgrade	30,000,000	8,000,000	-
Koons Hall Renovation/Addition	7,000,000	200,000	1,100,000.00
Law School Renovations/Improvements	19,500,000	2,350,000	15,150,000.00
Manchester Hall Renovation	6,000,000	2,000,000	-
Mansfield Training School Improvements	8,500,000	500,000	3,000,000.00
North Hillside Road Completion	8,200,000	500,000	1,500,000.00
Old Central Warehouse	2,126,000	1,000,000	126,000.00
Psychology Building Renovation/Addition	22,500,000	2,900,000	2,750,000.00
Residential Life Facilities	6,800,000	2,500,000	1,800,000.00
Storrs Hall Addition	15,115,000	8,585,000	6,530,000.00
Torrey Renovation Completion and Biology Expansion	85,000,000	500,000	1,000,000.00
West Hartford Campus Renovations/Improvements	12,650,000	2,000,000	8,400,000.00
Young Building Renovation/Addition	15,000,000	6,655,000	2,845,000.00
<b>Subtotal – Storrs and Regional Campuses</b>		<b><u>\$82,500,000</u></b>	



<b>--Health Center</b>			
Deferred Maintenance/Code/ADA Renovation Sum — Health Center	45,434,150	3,000,000	28,505,125.00
Dental School Renovation Equipment, Library Collections & Telecommunications — Health Center	5,000,000	500,000	4,500,000.00
Main Building Renovation	63,595,850	2,500,000	49,905,725.00
The University of Connecticut Health Center New Construction and Renovation	160,339,000	14,000,000	11,385,000.00
	387,666,000	54,700,000	-
<u>Subtotal – Health Center</u>		<u>\$74,700,000</u>	
<b>Total Fiscal Year 2011-2012 Bond Authorization</b>		<b>\$157,200,000</b>	

\*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.

<sup>(1)</sup> The Board of Trustees approved the Seventeenth Supplemental Indenture on June 23, 2011.

<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 Vice President 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.