



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

January 26, 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: Revised Allocation of Bond Authorizations as set forth in the Sixteenth
Supplemental Indenture (University of Connecticut General Obligation Bonds)

RECOMMENDATION:

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

- Add the Gant Building Renovations for an amount of \$1,000,000 for a total fiscal year 2010-2011 bond authorization for such project of \$1,000,000; and
- Add the Koons Hall Renovation/Addition for an amount of \$1,000,000 for a total fiscal year 2010-2011 bond authorization for such project of \$1,000,000; and
- Decrease the Floriculture Greenhouse by \$2,000,000 for a total fiscal year 2010-2011 bond authorization for such project of \$2,400,000.

BACKGROUND:

The Board of Trustees approved the Sixteenth Supplemental Indenture on June 10, 2010 supplementing the Master Indenture of Trust dated November 1, 1995. The Governor signed the Sixteenth Supplemental Indenture on June 25, 2010.

Appendix A, attached hereto, lists the projects and the amount of bond proceeds authorized for each project for Fiscal Year 2010-2011, 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.

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352 Mansfield Road Unit 2122
Storrs, Connecticut 06269-2122

Telephone: (860) 486-3455
Facsimile: (860) 486-1070

**RESOLUTION AMENDING THE SIXTEENTH SUPPLEMENTAL INDENTURE
TO REALLOCATE FISCAL YEAR 2010-2011
GENERAL OBLIGATION BOND AUTHORIZATIONS**

WHEREAS, on June 10, 2010, the University of Connecticut (the "University"), by vote of its Board of Trustees, approved the Sixteenth Supplemental Indenture (the "Sixteenth 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 State Street Bank and Trust Company and U.S. Bank National Association), as trustee (the "Master Indenture"); and

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

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

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

That Appendix A to the Sixteenth Supplemental Indenture hereby is amended to reallocate the Fiscal Year 2010-2011 bond authorization amongst projects as follows: a) add the Gant Building Renovations for an amount of \$1,000,000 for a total fiscal year 2010-2011 bond authorization for such project of \$1,000,000; (b) add the Koons Hall Renovation/Addition for an amount of \$1,000,000 for a total fiscal year 2010-2011 bond authorization for such project of \$1,000,000; and (c) decrease the Floriculture Greenhouse by \$2,000,000 for a total fiscal year 2010-2011 bond authorization for such project of \$2,400,000; 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 A
(as amended)¹**

**SIXTEENTH SUPPLEMENTAL INDENTURE
UCONN 2000 INFRASTRUCTURE IMPROVEMENT PROGRAM
FISCAL YEAR 2010-2011
UCONN 2000 BOND AUTHORIZATIONS
_____ SERIES ____ BOND PROJECTS**

UCONN 2000 Projects*	UCONN 2000 Phase III Total Needed-D.S.C. Bonds**	Fiscal Year 2010-2011 Bond Authorization (2)	UCONN 2000 Phase III Prior D.S.C. Bond Authorization***
--<u>Storrs and Regional Campuses</u>			
Arjona and Monteith (new classroom buildings)	\$ 121,000,000	\$ 45,900,000	\$ 49,100,000.00
Avery Point Campus Undergraduate and Library Building	12,800,000	1,500,000	2,050,000.00
Biobehavioral Complex Replacement	5,000,000	1,000,000	100,000.00
Deferred Maintenance/Code/ADA Renovation Lump Sum	263,572,142	25,425,000	121,391,292.46
Engineering Building (with Environmental Research Institute)	60,500,000	2,500,000	2,500,000.00
Equipment, Library Collections & Telecommunications	74,409,575	2,500,000	48,914,575.00
Floriculture Greenhouse	5,000,000	2,400,000	600,000.00
Gant Building Renovations	93,600,000	1,000,000	1,750,000.00
Koons Hall Renovation/Addition	7,000,000	1,000,000	100,000.00
Psychology Building Renovation/Addition	22,500,000	2,000,000	750,000.00
Storrs Hall Addition	14,000,000	4,980,000	1,550,000.00
West Hartford Campus Renovations/Improvements	12,650,000	1,500,000	6,900,000.00
Young Building Renovation/Addition	15,000,000	2,095,000	750,000.00
<u>Subtotal – Storrs and Regional Campuses</u>		<u>\$93,800,000</u>	

--Health Center			
CLAC Renovation Biosafety Level 3 Lab	\$ 15,000,000	35,000	1,280,000.00
Deferred Maintenance/Code/ADA Renovation Sum —			
Health Center	45,900,000	4,000,000	24,505,125.00
Dental School Renovation	5,000,000	975,000	3,525,000.00
Equipment, Library Collections & Telecommunications —			
Health Center	63,595,850	8,750,000	41,155,725.00
Library/Student Computer Center Renovation	5,250,000	250,000	1,150,000.00
Main Building Renovation	77,639,150	5,990,000	5,395,000.00
Planning & Design Costs	25,000,000	25,000,000	
<u>Subtotal – Health Center</u>		<u>\$45,000,000</u>	
Total Fiscal Year 2010-2011 Bond Authorization		\$138,800,000	

*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 Sixteenth Supplemental Indenture on June 10, 2010 and amended it on January 26, 2011.

⁽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 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.

