

TENNESSEE STATE SCHOOL BOND AUTHORITY
March 25, 2024

The Tennessee State School Bond Authority (the “TSSBA”, or the “Authority”) met on Monday, March 25, 2024, at 2:48 p.m., CT, in the Volunteer Conference Center, 2nd Floor, Cordell Hull Building, Nashville, Tennessee. The Honorable Jason Mumpower, Comptroller of the Treasury, was present and presided over the meeting.

The following members were physically present:

The Honorable Tre Hargett, Secretary of State
The Honorable David H. Lillard, Jr., State Treasurer
Commissioner Jim Bryson, Department of Finance and Administration
Luke Lybrand, proxy for Randy Boyd, President, University of Tennessee
Angela Scott, proxy for Dr. Flora Tydings, Chancellor, Tennessee Board of Regents

The following member was absent:

The Honorable Bill Lee, Governor

Comptroller Mumpower recognized a physical quorum present and called the meeting to order. In accordance with Public Chapter 300 and Board guidelines, Comptroller Mumpower asked Ms. Sandi Thompson, TSSBA Assistant Secretary and Director of the Division of State Government Finance (SGF), if any requests for public comment had been received. Ms. Thompson responded that no requests for public comment had been received.

Comptroller Mumpower stated that the first item on the agenda was the consideration and approval of the minutes from the November 29, 2023, meeting of the Authority. Comptroller Mumpower asked if there were any questions or discussion regarding the minutes. Hearing none, Comptroller Mumpower asked for a motion to approve the minutes. Commissioner Bryson moved approval of the minutes., and Luke Lybrand seconded the motion. Comptroller Mumpower took the vote and the minutes were unanimously approved.

Comptroller Mumpower stated the next item on the agenda was the consideration and approval of A Resolution Authorizing Negotiation of a New Revolving Credit Agreement (RCA). Mr. Mumpower called upon Ms. Thompson to present the Resolution. Ms. Thompson explained the current Revolving Credit Agreement expires on May 31, 2024. Ms. Thompson stated that SGF, with the assistance of the Authority’s financial advisor, Public Financial Management (PFM), solicited RFPs from 30 different financial institutions. Ms. Thompson stated that seven responses were received. Four proposals provided for up to the \$300 million in financing for a commercial paper with a standby note purchase agreement, and/or a RCF.. Ms. Thompson stated that bank credit ratings, costs, and other risks were considered. Ms. Thompson stated that PFM recommended selection of the three-year RCA with Bank of America (BofA). Ms. Thompson stated that the resolution being presented to the Authority for approval would authorize the Comptroller’s Office to negotiate and finalize the details of a new RCA with BofA. Ms. Thompson stated that the final version of the RCA would be presented to the Authority for approval at a future meeting. Treasurer Lillard moved to approve the Resolution, and Luke Lybrand seconded the motion. Comptroller Mumpower took the vote and the resolution was unanimously approved.

Comptroller Mumpower stated that the next item on the agenda was the Consideration of a Resolution to Approve the Borrowing of Money by Another Method for the University of Tennessee, Chattanooga (“UTC”) – 910 E 8th Street. Comptroller Mumpower recognized Mr. Austin Oakes, Assistant Vice President of the Office of Capital Projects at the University of Tennessee (“UT”) to present the request. Mr. Oakes explained that UT was presenting two requests, one for a lease and the second for a project, both related to student housing at UTC. Mr. Oakes stated that the lease would provide UTC with 141 beds of additional student housing. Mr. Oakes stated the lease would be for the entire Palmetto Place apartment complex for one year, with three one-year options to extend. Mr. Oakes stated that the leased housing would provide interim housing during construction of the new dormitory. Mr. Oakes stated that UTC had successfully

leased and utilized this property before. Secretary Hargett moved to approve the request, and Comptroller Mumpower seconded the motion. Comptroller Mumpower asked if there were any comments and questions. Chancellor Bryson asked if the student fees would cover the cost of the lease. Mr. Oakes responded affirmatively that the student housing fees would cover the cost. Hearing no other comments or questions, Comptroller Mumpower took vote, and the motion was unanimously approved.

Comptroller Mumpower stated that the next item on the agenda was the consideration and approval of a project for UTC. Comptroller Mumpower recognized Mr. Oakes to present the request.

- University of Tennessee, Chattanooga – Residence Hall Complex (A101); Cost: \$114,200,000 of which \$109,200,000 will be financed from TSSBA; Term of Financing: 30 years as long-term financing at an assumed tax-exempt rate.

Mr. Oakes stated that the request was for an 800-bed residence hall at a total cost of \$114,200,000 with \$109,200,000 to be financed through the TSSBA. Mr. Oakes stated that the additional beds would be primarily offered to freshman students, although there would be some availability to be flexible with other students' needs. Commissioner Bryson moved approval of the request. Treasurer Lillard seconded the motion. Comptroller Mumpower asked Ms. Thompson if SGF had completed a feasibility study. Ms. Thompson stated that SGF had completed the feasibility analysis and determined that the pledged revenues from the project would be sufficient to cover the annual debt service. Secretary Hargett asked if this project included parking fees. Mr. Oakes stated it did not include parking. Secretary Hargett stated that he recalled a project that had been approved several years ago where all enrolled students were charged parking fees that were utilized to secure the debt of the project, regardless of whether they had a vehicle on campus. Mr. Oakes stated that he would inquire and find a response to the board's question. Comptroller Mumpower asked if there were any other comments or questions. Hearing no further discussion, Comptroller Mumpower took the vote, and the project was unanimously approved.

Comptroller Mumpower stated that concluded the business on the agenda. Commissioner Bryson made a motion to adjourn, and Treasurer Lillard seconded the motion. Comptroller Mumpower took the vote, and the meeting was adjourned.

Approved on this 14th day of May, 2024.

Respectfully submitted,


Sandra Thompson
Assistant Secretary