

A Special Telephonic Meeting of the Finance Committee of the Dormitory Authority of the State of New York (“DASNY”) was held on June 3, 2020 with proceedings commencing at 11:32 a.m.:

**Gerard Romski, Esq. – Finance Committee Chair:** Good morning and welcome to the Special Finance Committee Meeting being held on June 3, 2020. I think Kim and Mike have to do some preliminary introductions.

**Reuben R. McDaniel, III – Acting President and Chief Executive Officer:** Yes, they do.

**Mr. Romski:** I'm going to pass it over to Kim and Mike, and then it comes back to me and I'll advance.

**Kimberly J. Nadeau – Chief Financial Officer:** Thank you. In attendance this morning we have:

Finance Committee Members:

Gerard Romski, Esq., Committee Chair, Board Member – Present

Alfonso L. Carney, Jr., Esq., Committee Member, Chair of the DASNY Board – Present

Tracy Raleigh, Committee Member, Designated Representative of DOH, Board Member (*ex officio*) – Present

Other Board Members in attendance in addition to the Finance Committee Members:

John B. Johnson, Jr., Vice-Chair of the DASNY Board – Present

Beryl L. Snyder, J.D., Secretary of the Board – Present

Jonathan H. Gardner, Esq., Board Member – Present

Wellington Z. Chen, Board Member – Present

Joan M. Sullivan, Board Member – Present

Brian Cechnicki, Designated Representative of SED, Board Member (*ex officio*) – Present

Adrian Swierczewski, Designated Representative of DOB, Board Member (*ex officio*) – Present

**Michael E. Cusack, Esq. – General Counsel:** Thank you Kim. And thank you, Chairman Romski. On March 7, 2020, Governor Cuomo declared a disaster emergency in the State of New York due to the outbreak of the novel coronavirus, or COVID-19. Pursuant to Governor Cuomo’s subsequent Executive Order 202.1 dated March 12, 2020, as extended by Executive Orders 202.14 and 202.28, today’s special meeting of the Finance Committee of the Dormitory Authority of the State of New York, or DASNY, is being conducted telephonically. Executive Order 202.1, as extended, provides, in relevant part, that Article 7 of the Public Officers Law, known as the Open Meetings Law, is suspended through June 7, 2020 to the extent necessary to permit any public body to meet and take such actions authorized by the law without permitting in public in-person access to meetings and authorizing such meetings to be held remotely by conference call or similar service, provided that the public has the ability to view or listen to such proceeding and that such meetings are recorded and later transcribed.

The location of today’s Special Telephonic Meeting is designated as the DASNY Headquarters, 515 Broadway, Albany, New York, where I am located. Notice of this meeting has been posted

in the standard locations that are publicly accessible. Notice has also been posted prominently on the DASNY.org public website. I'll make a note that we did amend the website posting to address a change by Zoom to require a password, and that that password is posted this morning, and that we deferred the start of this meeting until 11:30 to allow that information to get out.

In accordance with EO 202.1, as extended, and the DASNY Bylaws, an audio recording of this meeting will be accessible from DASNY's website ([www.dasny.org](http://www.dasny.org)) not later than two business days after the close of the meeting, and today's proceedings will also be transcribed and posted as soon thereafter as is reasonable and practicable under the circumstances.

I will now turn the meeting back over to Gerry Romski, Chair of the Finance Committee. Thank you.

**Mr. Romski:** Thank you Mike. I have Al and Tracy, right? We're all here and we have a full committee?

**Ms. Nadeau:** Yes, right.

**Mr. Romski:** Okay, thank you. So may I have a motion to go into Executive Session to discuss the financial and credit history of particular corporations, proposed, pending or current litigation, and the employment history of particular persons or matters leading to the appointment, employment, promotion, demotion, discipline, suspension, dismissal or removal of particular persons? Al and Tracy?

**Tracy Raleigh – Committee Member:** So moved.

**Mr. Romski:** Thank you, Tracy. And a second.

**Alfonso L. Carney, Jr., Esq. – Committee Member:** Second.

**Mr. Romski:** Thank you. All in favor say Aye. Any opposed? Hearing none, we're going to go into Executive Session. I remind all to call in but I will not release the number, but everybody has to call into another number now. Thank you.

## EXECUTIVE SESSION

The Committee Members returned from Executive Session during which no decisions were made other than to return to the Open Session.

**Mr. Romski:** COVID-19 has had a very severe impact on many organizations, and that includes SUNY. At the Committee meeting, we discussed the credit history of SUNY which has a proposal on today's agenda. While in Executive Session, no action was taken and having returned from Executive Session, we are now back in Public Session. The financing we're considering today is the State University of New York Dormitories Facilities and it will be presented by Portia Lee.

**Portia Lee, Managing Director, Public Finance and Portfolio Monitoring:** Thank you, Gerry. In response to the COVID-19 pandemic, SUNY campuses transitioned from in-person classroom instruction to distance learning during the Spring semester. Most students left campus and were discouraged from returning to campus until further notice.

SUNY recognizes that it is important and indeed prudent to exercise strategic forward-looking risk management that places the SUNY residence hall program in the best financial position should the COVID-19 pandemic have a prolonged existence. While revenues are anticipated to be impacted due to the COVID-19 pandemic, the impact on the SUNY Dorms program's operations are not known at this time.

Today, staff is requesting the Finance Committee to recommend to the Board to adopt documents on behalf of the State University of New York Dormitory Facilities Revenue Bonds program to refund and restructure certain SUNY Dorm bonds, including bonds issued under the old State University Dormitory Facilities Lease Revenue Bond program and the new SUNY Dorms program, to provide two years of debt service relief. The bonds will be issued in one or more series of fixed and/or variable rate, tax-exempt and/or taxable bonds in an amount not to exceed \$365 million to be undertaken on a public or private negotiated basis at one or more times. The proposed restructuring will provide additional liquidity to assist SUNY during this time of uncertainty. The restructuring is expected to provide aggregate debt service relief of approximately \$325 million in fiscal year 2021 and fiscal year 2022 but does not provide aggregate savings on a net present value basis. The proceeds are expected to be deposited into an escrow to be used to pay debt service in fiscal years 2021 and 2022. The bonds are expected to be issued on a taxable basis and there may be a small tax-exempt issuance as well.

The SUNY Residence Hall program operates on 25 campuses throughout the State and has served over 65,000 students on an annual basis. As you know, the Residence Hall Program is a self-supporting program of SUNY, generating revenues to support its operations, annual maintenance and debt service. The program is supported by rents, fees and charges of the dorm rentals. Given the uncertainty at this time, SUNY is seeking financial flexibility.

In the last fiscal year (2019) the SUNY Dormitory Facilities generated total revenues of approximately \$618 million and total expenditures of approximately \$375 million, which resulted in a debt service coverage ratio of approximately 1.5:1. As you know, SUNY executed an assignment to DASNY of all rights in dormitory facilities revenues. SUNY is required to immediately deliver such revenues, without appropriation, to the Commissioner of Taxation and Finance for deposit into the Dormitory Facilities Revenue Fund. Moneys are used first to pay the debt service on the old SUNY Dormitory bonds and then debt service on bonds issued under the new program. The amounts remaining in the Fund after payment of debt service, operations and maintenance reserves, repair and replacement reserves and fees on the old SUNY Dorm bonds and the new SUNY Dorm bonds is released free and clear of the lien of the indenture for SUNY to use for any lawful purpose.

Since debt service will be provided for two years, this restructuring will enable the rents, fees and charges, net of DASNY and other fees, to flow back to SUNY to be used for any lawful purpose including operations of the dorm facilities.

This will be the seventh financing under the new SUNY Dorms program.

It should be noted that in March, the DASNY board adopted documents on behalf of the State University of New York Dormitory Facilities Revenue Bonds program for a taxable advance refunding. That authorization will remain outstanding, and in the event that market conditions are such that SUNY can proceed with the refunding for savings we will do so. Mr. Chairman.

**Mr. Romski:** Thank you very much Portia. Are there any questions or concerns for Portia or anyone?

**Mr. Carney:** I don't have any, Mr. Chairman. Thank you very much.

**Mr. Romski:** Thank you. Is Tracy still there?

**Ms. Raleigh:** Yes.

**Mr. Romski:** Okay, thank you, Tracy. Hearing there are not any questions or concerns, can I get a motion to recommend approval of this transaction to bring to today's Board meeting?

**Mr. Carney:** Tracy, you still there?

**Mr. Romski:** It sounds like Tracy might have checked out. So Al, if could you please make the motion. I'll second it.

**Mr. Carney:** It's so moved Gerry.

**Mr. Cusack:** Gerry, one thing, if I can just raise it. We also have Bond Counsel present today to give their presentation and that'll be made at the Board meeting and not during the Finance Committee meeting. Thank you.

**Mr. Romski:** Yes, correct. Thank you very much, Mike. So, we need to go back to the vote.

**Mr. Carney:** I have moved and you can second, Mr. Chairman, and we're prepared to vote.

**Mr. Romski:** Alright, I second. All in favor say Aye.

**Members:** Aye.

**Mr. Romski:** Hearing no opposition, that motion carries. Did I hear Tracy there? Thank you Tracy.

**Ms. Raleigh:** I am here, thank you Gerry. Yes.

**Mr. Romski:** That motion carries. And unless anyone has anything else that will conclude our agenda for today's Special Finance committee meeting.

**Mr. Carney:** I move to adjourn.

**Mr. Ronski:** I'll second that.

**Mr. Ronski:** All in favor say "Aye."

**Members:** Aye.

**Mr. Ronski:** Thank you very much.

The Meeting adjourned at 12: 35 p.m.

Respectfully submitted,



Michael E. Cusack  
Assistant Secretary