

A Conference Call / Video Conference Meeting of the Dormitory Authority of the State of New York (“DASNY”) was held at DASNY’s New York City Office, 28 Liberty Street, New York, New York and via conference call and video conference on Wednesday, November 10, 2021 at 9:30 a.m. with Members participating via Zoom.

CALL TO ORDER / ROLL CALL

The Meeting was called to order by Alfonso Carney, Board Chair at 9:30 a.m. and a quorum was declared present.

Sara Richards, Assistant Secretary, informed those present that current law authorizes Board Members to fully participate in the meeting from remote locations that are not open to the public. The public was informed of these options within the Public Notice and may also attend in person from DASNY’s New York City Office.

The following Board Members and Staff were present:

Board Members Present – Via Zoom

- Alfonso L. Carney, Jr. – Chair
- John B. Johnson—Vice-Chair
- Beryl L. Snyder, Esq. – Secretary
- Jonathan Gardner, Esq. – Board Member
- Joan M. Sullivan – Board Member
- Janice McKinnie – Board Member
- Gerard Romski, Esq. – Board Member
- Phyllis Morris, Designated Representative of the Commissioner of Education, Board Member (*ex officio*) – Board Member
- Adrian Swierczewski, Designated Representative of the Director of the Budget, Board Member (*ex officio*) – Present
- Kenneth Evans, Designated Representative of the Commissioner of Health, Board Member (*ex officio*) – Board Member

Board Members Absent

Wellington Chen, Board Member

Staff Members Present - NYCO

- Reuben R. McDaniel, III, President and Chief Executive Officer
- Ricardo Salaman, Esq., Deputy General Counsel
- Stephen Curro, Managing Director, Construction

Staff Members Present – Via Zoom

Paul G. Koopman, Vice President
Kimberly A. Ellis, Chief Financial Officer
Nadine Fontaine, Esq., General Counsel
Portia Lee, Managing Director, Public Finance and Portfolio Monitoring
Caroline V. Griffin, Chief of Staff
Sara Potter Richards, Esq., Managing Senior Director, Governance and Administration
Kathy Ebert, Senior Director, Internal Audit
Jeffrey Gordon, Senior Director, Communications and Marketing
Craig Schreivogl, Director, Portfolio Monitoring
Matthew T. Bergin, Director, Public Finance
David Ostrander, Assistant Director, Public Finance
Karen Ehlinger, Manager, Internal Control Analysis
Dena Amodio, Esq., Assistant General Counsel
Maria Carrasco, Financial Analyst
Alex Sirdine, Public Finance Fellow
Diane Felitte, Executive Administrator, Governance and Administration

Bond Counsel and Others Present – Via Zoom

Christopher Reitzel, Esq., Nixon Peabody LLP
Sani Williams, Esq., Bryant Rabbino, LLP

Three members of the Public were also on the call.

The Chair welcomed Members, Staff, and guests to the Meeting. He thanked the Members for attending and acknowledged that regular attendance requires personal sacrifice. The Chair stated that DASNY undertakes important work to benefit New Yorkers, and he expressed his appreciation to the Members.

APPROVAL OF OCTOBER 13, 2021 BOARD MEETING MINUTES

Upon a motion by Ms. Sullivan and a second by Mr. Ronski, the Minutes of the DASNY October 13, 2021 Board Meeting were approved unanimously.

FINANCE COMMITTEE REPORT

Finance Committee Chair Ronski reported that after approving the Finance Committee Meeting Minutes from the October 12, 2021 Meeting, the Finance Committee voted to recommend the Personal Income Tax / Sales Tax Revenue Bond Program Revenue Bond Program transaction to the full Board for Single Approval, as well as the Wagner College financing for adoption of a Resolution to Proceed.

PIT / SALES TAX REVENUE BOND PROGRAM

President McDaniel introduced Matthew Bergin of DASNY, Chris Reitzel, Esq. of Nixon Peabody, LLP and Sani Williams, Esq. of Bryant Rabbino, LLP, co-bond counsel on the transaction. Mr. Bergin presented the Single Approval Transaction Summary for the PIT / Sales Tax Revenue Bond Program. He explained that the Board is being asked to approve the issuance of multiple series of

tax exempt and/or taxable, fixed and/or variable rate bonds, issued at one or more times, in an amount not to exceed \$3 billion with a term of 30 years provided, however, that the maximum term for the refinancing of an MTA Bond Anticipation Note would be 50 years. Mr. Bergin stated that the State plans to issue under the PIT Revenue Bond Program.

Mr. Bergin indicated that the Bonds are for new money, refinancing and refunding purposes. He explained that the estimated \$1 billion new money portion may be used for various capital projects at OMH, OASAS, OPWDD and Upstate Community Colleges, funding for various environmental initiatives, as well as various Grant funded projects. Mr. Bergin further explained that the refinancing component is for the refinancing of an MTA Bond Anticipation Note (“BAN”). The State Budget for Fiscal Year 2021-2022 authorized issuances undertaken by the State for MTA capital projects to be issued for a maximum term of 50 years. He stated that the State directly contributes to the MTA’s Capital Plan and the pandemic has adversely affected the credit ratings of the MTA’s Transportation Revenue Bond Program, which increased the cost of borrowing. Mr. Bergin stated that as a result, the State will issue PIT and/or Sales Tax Revenue Bonds to fund the State’s portion of the MTA Capital Plan. He noted that previously, the Financial Plan assumed that the capital projects would be bonded for by the MTA but funded by the State through additional operating aid. Mr. Bergin informed the Members that a portion of the Bonds will refund certain bonds issued under various State supported debt programs and acknowledged that no bonds have been issued pursuant to the refunding authorization that was received in September.

Mr. Bergin reported that security on both the Sales Tax Revenue Bond Program and the Personal Income Tax Revenue Bond Program are secured by semi-annual payments to be made pursuant to the Financing Agreement between DASNY and the Division of the Budget. For the fiscal year ending March 31, 2022, the debt service coverage on all outstanding State Personal Income Tax bonds is projected to be 6.4 times total debt service and the debt service coverage on all outstanding Sales Tax bonds is projected to be 5.6 times total debt service. The expected ratings of either program are Aa2/AA+ \AA+.

Mr. Reitzel and Mr. Williams further explained the transaction and presented the financing documents. Mr. Reitzel summarized the provisions of the Supplemental Resolutions for both the PIT and Sales Tax Revenue Bond Programs and noted certain delegations of authority to various officers of DASNY. Mr. Williams outlined the statutory authority for the issuance of the Bonds and explained that the Bonds shall be special obligations of DASNY secured by payments pursuant to the Financing Agreement, subject to annual appropriation. They thanked DASNY for opportunity to work on these important financings for the benefit of New Yorkers.

Ms. Snyder moved the following entitled Resolutions:

DORMITORY AUTHORITY OF THE STATE OF NEW YORK SUPPLEMENTAL RESOLUTION 2021-4 AUTHORIZING STATE PERSONAL INCOME TAX REVENUE BONDS (GENERAL PURPOSE); and

DORMITORY AUTHORITY OF THE STATE OF NEW YORK SUPPLEMENTAL RESOLUTION 2021-4 AUTHORIZING STATE SALES TAX REVENUE BONDS

Ms. Sullivan seconded the motion and the Resolutions were unanimously adopted.

WAGNER COLLEGE

President McDaniel informed the Members that Wagner College was a client of DASNY in the 2000s and subsequently issued bonds through Build NYC. He explained that as a result of the OneDASNY initiative and the simplification of some of the requirements that DASNY imposed on its private clients, Wagner has now returned to DASNY. President McDaniel thanked the Public Finance Unit for their efforts in communicating these changes to the financial advisor community. He then asked David Ostrander of DASNY to present the Wagner College transaction.

Mr. Ostrander explained that the Board is being asked to adopt a Resolution to Proceed for the issuance of one or more series of tax-exempt and/or taxable, fixed and/or variable rate bonds in an amount not to exceed \$110,000,000 with maturities not to exceed to 35 years on behalf of Wagner College. This will be the first new issuance of bonds DASNY has issued on behalf of Wagner College since 2009.

Mr. Ostrander informed the Members that the financing includes both a new money and refunding component. He explained that the new money component will address various renovation and deferred maintenance projects across the Wagner campus. Mr. Ostrander further explained that the refunding component will assist the College in restructuring its outstanding debt to achieve level debt service and more favorable security, while also providing interest rate savings. He noted that the outstanding debt is comprised of the College's Series 1998 and Series 2009 Bonds issued by DASNY; the Series 2012 Bonds issued by Build NYC Resource Corporation; and a bank term loan. Mr. Ostrander stated that the outstanding obligations of the College have been assigned a rating of "BBB-" with a "Stable Outlook" from Fitch. With an investment grade rating, Wagner meets the requirements under DASNY's financing guidelines for the bonds to be issued as a general unsecured obligation of the College, with no security interest in any revenues or assets of the College.

Mr. Ronski moved the adoption of the following entitled Resolution:

A RESOLUTION OF THE DORMITORY AUTHORITY OF THE STATE OF NEW YORK (DASNY) AUTHORIZING STAFF AND BOND COUNSEL TO PROCEED TO TAKE THE NECESSARY ACTION TO PREPARE THE APPROPRIATE DOCUMENTS TO PROVIDE FOR THE FINANCING OF FACILITIES FOR WAGNER COLLEGE

Ms. Sullivan seconded the motion and the Resolution was unanimously adopted.

GOVERNANCE COMMITTEE REPORT

Governance Committee Chair Johnson updated the Members on the Governance Committee Meeting held the prior day. He informed the Members that after approving the Minutes from the March 2, 2021 Governance Committee Meeting, the Members heard from President McDaniel regarding Executive Compensation and voted to recommend approval of the accompanying Resolution. Mr. Johnson asked President McDaniel to brief the Board Members on the proposed Executive Compensation Resolution.

President McDaniel explained that in May 2020, as the result of the COVID 19 pandemic, DASNY took various budgetary actions including the suspension of all salary increases. He stated that

earlier this year, DASNY reinstated increases for Union employees, but not Management and Confidential employees. Mr. McDaniel informed the Members that based on the parameters set forth in guidance from the Division of Budget, as well as a review of DASNY's operating budget, the Board is being asked to approve a Resolution for Executive Compensation for its employees designated as Management and Confidential, as well as Staff Officers. He summarized the raises that would apply for these categories.

Chair Carney moved the adoption of the following entitled Resolution:

A RESOLUTION OF THE DORMITORY AUTHORITY OF THE STATE OF NEW YORK ("DASNY") AUTHORIZING THE IMPLEMENTATION OF SALARY ACTIONS FOR STAFF OFFICERS AND EXECUTIVE STAFF CLASSIFIED AT THE STAFF OFFICER LEVEL

Ms. Sullivan seconded the motion and the Resolution was unanimously adopted.

At the request of Mr. Johnson, Ms. Richards summarized the other matters considered by the Governance Committee. Ms. Richards informed the Members that the Committee undertook its Annual Review of the Corporate Governance Charter and Governance Principles, and no changes are recommended to these documents at this time.

Ms. Richards stated that the Governance Committee also considered the Mission Statement and Performance Measures, together with proposed changes to the Metrics to Quantify Performance Goals. She directed the Members' attention to the blacklined copy provided with the Board materials and explained that the proposed changes are being made to bring the language current with existing law and practice. Ms. Richards stated that the Committee Members also considered adding provisions relating to Service-Disabled Veterans to the Metrics at a future date. Staff agreed to research this matter and bring it back to the Committee. The Board Chair thanked the Committee Members and expressed his support of this initiative.

Chair Carney moved the adoption of the following entitled Resolution:

A RESOLUTION OF THE MEMBERS OF THE DORMITORY AUTHORITY OF THE STATE OF NEW YORK (DASNY) RE-APPROVING DASNY'S MISSION STATEMENT AND PERFORMANCE MEASURES, AND METRICS TO QUANTIFY PERFORMANCE GOALS

The motion was seconded by Ms. Sullivan and the Resolution was unanimously adopted.

Ms. Richards stated that the Board must approve the Guidelines Pertaining to the Disposition of Certain Property on an annual basis. There are no changes recommended to the Guidelines at this time.

Chair Carney moved the adoption of the following entitled Resolution:

RESOLUTION OF THE MEMBERS OF THE BOARD OF THE DORMITORY AUTHORITY OF THE STATE OF NEW YORK (DASNY) APPROVING THE GUIDELINES PERTAINING TO THE DISPOSITION OF CERTAIN PROPERTY OWNED BY THE DORMITORY AUTHORITY

Ms. Sullivan seconded the motion and the Resolution was unanimously approved with no abstentions.

PRESIDENT'S REPORT

The President reported on DASNY's "return to work" initiative. He stated that DASNY will implement a vaccine recognition or weekly testing protocol in the near future. The President explained that DASNY is coordinating with the State to enable staff to upload vaccination status and is negotiating a contract with Quest diagnostics to obtain tests for those who choose the weekly testing option.

The President informed the Members that Ms. Fontaine would be reaching out to them regarding upcoming training for Board Members and staff. He stated that the training will be tailored to them as Board Members and will have an increased focus on topics including transparency, sexual harassment, and other workplace issues.

The President reported that he attended a groundbreaking in Brooklyn for a project DASNY has worked on with the Governor's Office for Storm Recovery to help reinforce coastline in New York in the aftermath of Superstorm Sandy. He informed the Members that the project is well received in the community and is an example of the important work that DASNY does for the benefit of New Yorkers.

PUBLIC FINANCE REPORT

The President asked Ms. Lee to provide the Public Finance Report. Ms. Lee provided a brief market update. She reported that new issue volume is down about 6% from last year. She further reported that rates had decreased during the past month. Ms. Lee stated that the Fordham transaction priced at the end of October and the bonds priced very aggressively.

Ms. Lee reminded the Members that DASNY has released an RFP for Financial Advisors and Swap Advisors. As a result, staff and the Board Members are not permitted to talk to any of these firms about the RFP. All questions must be directed to Procurement staff.

CONSTRUCTION PROJECTS REPORT

Mr. Curro delivered the Construction Projects Report. He updated the Members on the four SUNY capital projects that had previously been suspended and are resuming as soon as December 2021. He also provided a status update on the SUNY summer program, the FIT project in Manhattan, and Phase 3A of SUNY Alfred Mackenzie Hall project.

Mr. Curro reported that President McDaniel met with CUNY's Vice Chancellor for facilities last week to discuss the CUNY Capital Program. He stated that the CUNY workload remains heavy and the Construction Division Staff is working diligently to progress the program.

Mr. Curro summarized the progress on the Western New York Children's Hospital, the Mid-Hudson Forensic Hospital, and other OMH projects. He briefly updated the Members on the OPWDD; OASAS; and NYCHA programs.

Mr. Curro stated that the PMWeb project management application implementation continues with various configurations under development and about 15 to 20 projects entered into the system.

He noted that staffing continues to be challenging due to retirements, but that HR is recruiting for positions.

GENERAL COUNSEL'S REPORT

Ms. Fontaine informed the Members that the legal services RFP is pending. She explained that DASNY has decided to re-issue the RFP, and responses are due on December 1. As a result, staff and the Board Members are not permitted to talk to any of these firms about the RFP. All questions must be directed to the designated Procurement staff.

Ms. Fontaine stated that DASNY is working with JCOPE and GOER to schedule live ethics training for the Board Members in accordance with Executive Order 10. She noted that DASNY has expanded the scope of the live training to include sexual harassment training as well. Ms. Fontaine stated that she will update the Members when additional details are available.

FINANCIAL REPORT

Ms. Ellis reported that Staff is requesting an increase to the 21-22 Operating Budget. She stated that the increase reflects anticipated expenses related to the backfill of several critical positions, the implementation of salary increases for M/C employees as approved by the Board earlier in the meeting, and retirement contributions that were higher than originally budgeted due to a 27th payroll period. Ms. Ellis noted that a summary was provided to the Members with their Board Materials. The summary depicts an increase of \$1,400,000 over the Adopted budget of \$113,641,245, resulting in a revised Budget of \$115,041,245.

Ms. Snyder moved the adoption of the following entitled Resolution:

RESOLUTION OF THE DORMITORY AUTHORITY OF THE STATE OF NEW YORK
(DASNY) AMENDING DASNY'S OPERATING BUDGET 2021-2022

Mr. Ronski seconded the motion and the Resolution was unanimously adopted.

ADJOURNMENT

Ms. Snyder moved to adjourn the meeting. Ms. Sullivan seconded the motion and the meeting adjourned at 10:26 a.m.

Respectfully submitted,



Sara P. Richards
Assistant Secretary