

A Video Conference Meeting of the Finance Committee of the Dormitory Authority of the State of New York (“DASNY”) was held on Tuesday, November 9, 2021 with proceedings commencing at 4:33 p.m.

Call to Order / Roll Call

The Meeting was called to order by Gerry Ronski, Finance Committee Chair at 4:33 p.m. and a quorum was declared present.

The following Board Members and Staff were present:

Committee Members (joining via Zoom):

Gerry Ronski, Finance Committee Chair
Alfonso Carney, Committee Member
Janice McKinnie, Committee Member

Board Members (joining via Zoom):

John B. Johnson, Board Vice Chair
Jon Gardner, Board Member
Joan Sullivan, Board Member
Ken Evans, Board Member, Designated Representative of the Department of Health (ex officio)

Staff (joining via Zoom):

Reuben R. McDaniel, III, President and Chief Executive Officer
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
Ricardo Salaman, Esq., Deputy General Counsel
Matthew T. Bergin, Director, Public Finance
David Ostrander, Assistant Director, Public Finance
Maria Carrasco, Financial Analyst
Alex Sirdine, Public Finance Fellow
Diane Felitte, Executive Administrator, Governance and Administration

APPROVAL OF OCTOBER 12, 2021 FINANCE COMMITTEE MEETING MINUTES

Upon a motion by Mr. Carney and a second by Ms. McKinnie, the Minutes of the DASNY October 12, 2021 Finance Committee Meeting were approved unanimously.

PIT / Sales Tax Revenue Bond Program

Mr. Bergin presented the Single Approval Transaction Summary for the PIT / Sales Tax Revenue Bond Program. He explained that the Finance Committee is being asked to recommend to the full Board the Adoption of Documents for 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. The current plan is 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 will 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 noted 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 their 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 a portion of the Bonds will refund certain bonds issued under various State supported debt programs and acknowledged that we have not yet issued bonds for 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+.

In response to an inquiry by Mr. Carney, Mr. Bergin stated that the Enacted Budget authorizes issuances undertaken by the State for MTA capital projects to be issued for a maximum term of fifty years. He explained that as part of the standard tax diligence, an analysis will be completed to determine the appropriate useful life of the projects to be funded with the bond proceeds. Mr. Bergin further explained that in the event the Bonds are refunded prior to maturity, another tax analysis would be undertaken to determine if there was the ability to restructure the refunding bonds. He emphasized that authorization for a 50-year maturity for the refinancing of the MTA BAN is being requested to be consistent with the Enacted Budget language.

Mr. Carney moved to advance the transaction to the full DASNY Board at the November 10, 2021 Board Meeting. The motion was seconded by Ms. McKinnie and approved unanimously.

Wagner College

Mr. Ostrander presented the Wagner College transaction. He explained that the Finance Committee is being asked to recommend to the full Board 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.

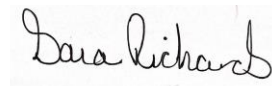
Mr. Ostrander informed the Committee Members that the financing includes both a new money and refunding component. He explained that the new money component will address various renovation and deferred maintenance projects across the Wagner campus. Mr. Ostrander further explained that the refunding component 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.

After a brief discussion, Ms. McKinnie moved to advance the financing to the full Board at the November 10, 2021 Board Meeting. The motion was seconded by Mr. Carney and approved unanimously.

Adjournment

Ms. McKinnie moved to adjourn the meeting. The motion was seconded by Mr. Carney and the meeting adjourned at 4:56 p.m.

Respectfully submitted,



Sara P. Richards
Assistant Secretary