




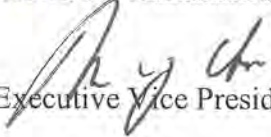
University of Connecticut  
*Office of the Executive Vice President  
for Administration and Chief Financial Officer*

Richard D. Gray  
*Executive Vice President  
for Administration  
and Chief Financial Officer*

June 28, 2012

TO: Members of the Board of Trustees

FROM: Richard D. Gray   
Executive Vice President for Administration and Chief Operating Officer

Mun Y. Choi   
Interim Provost & Executive Vice President for Academic Affairs

RE: UCONN 2000 Fiscal Year 2013 Capital Budget

RECOMMENDATION:

That the Board of Trustees approve a capital budget in the amount of \$143,000,000 in UCONN 2000 General Obligation Bonds for Fiscal Year 2013.

BACKGROUND:

The proposed capital budget for UCONN 2000 Phase III (also known as 21<sup>st</sup> Century UConn) for FY13 reflects the statutory authorization "cap" of \$143,000,000. This amount includes \$54,900,000 for the Storrs-based capital program and \$88,100,000 for the Health Center. To support this capital activity we are also submitting to the Board the Eighteenth Supplemental Indenture authorizing University of Connecticut General Obligation Bonds for the eighteenth issuance under the Master Indenture in an amount not to exceed \$143,000,000 plus cost of issuance and \$96,000,000 carried forward from the Seventeenth Supplemental Indenture. As with previous issuances these funds support cash flows for both current year projects and prior years' projects where bonding has not yet occurred.

The proposed FY13 capital budget is Attachment A. Attachment B displays the funding analysis of proposed projects. Also enclosed for your information are two documents we update for you annually (and sometimes more frequently): the UCONN 2000 Phase III Preliminary Outline, which is our tentative general plan going forward, and the UCONN 2000 Phasing Outline, which shows adjustments to allocations.

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The key elements underlying the revisions to the phasing outline are detailed below. These changes are driven by academic priorities, economic realities and the importance of spending bond proceeds in a timely manner.

### **1. Program & Planning Adjustments:**

Significant changes have been made to the Storrs preliminary phasing schedule due to the University's plan to hire 290 new tenure-track faculty members over the next four years, with particular emphasis in the fields of genomics, education, health insurance and finance. Per President Susan Herbst, "Our goal is to dramatically expand our faculty ranks in strategic and meaningful ways to ensure we are the university we want to be in the future." To accommodate some of these new faculty hires, the timeline for the Monteith Renovation project has moved up considerably. In addition, we are maintaining our commitment to building the new Engineering Building which is central to our growth in biomedical and advanced systems research.

The preliminary phasing schedule has also been impacted by higher project costs. This escalation environment is attributed to not only more detailed plans with better scope definitions, but also to increases in project contingencies to further protect against inflation and market conditions. Per the Market Watch as published May 30, 2012, "increased market confidence and institutional construction demands (government, healthcare, and higher education) across North America are expected to slowly begin driving up costs as contractors attempt to recover losses suffered during the recession." At UConn, we have experienced general contractors who are no longer bidding below cost or no longer cutting costs to the bone; there are fewer general contractors bidding which is increasing costs; there is more competition at bid time which essentially means we are bidding against ourselves; the general contractors are not holding bids for a long period of time which may work against our academic schedule; the gas tax is higher; steel production has been reduced which increases prices; and there are more construction projects available in the immediate area such as at UMass or in Boston which decreases the demand for these projects and drives up the costs. For the future, we have responded to these market conditions by adding significant inflation to current projects in design, we have reduced scope on existing projects, some future projects will be re-evaluated based on our ability to complete them with allocated funding or re-scoped, and we are reviewing our current procedures to ensure that we are not putting an undue burden on small general contractors. To accommodate immediate project needs, we have added additional funding to the Avery Point Campus Student Center project, the Floriculture Greenhouse project, the Psychology Building Renovation & Addition project, and the Young Building Renovation & Addition project. To make these adjustments, the Deferred Maintenance project line at Storrs was reduced. We have re-prioritized our DM needs. Also, there were existing reserves from prior year allocations which will be utilized for high priority projects.

### **2. Cash flow:**

We have made changes to accommodate revised cash flow needs, actual and projected, keeping in mind IRS requirements related to spending. Generally speaking, any delay in a large project means a delay in a significant amount of expenditure. The revised program plan

and timetable was primarily adjusted for the Engineering Building and the Heating Plant Upgrade which are still in design.

Planning and design of a number of smaller projects will move quickly allowing funds to be spent quickly as well. In addition, the phasing plan continues funding for larger projects already underway such as the Avery Point Campus Student Center, Gant Building Renovations design, North Hillside Road Completion, Psychology Building Renovations & Addition, Young Building Renovations, UCHC Main Building Renovations and UCHC New Construction and Renovations. The phasing outline also displays how funding is fluid in terms of meeting Storrs and Health Center needs. As long as we operate within the annual bond caps, and as long as the plan totals \$766.9 million for the Health Center and \$1 billion for Storrs, the authority to make these adjustments is assigned to the Trustees by law. This statutory flexibility is absolutely critical to managing the budgets and financing of the building program.

### **3. Indenture Amendments:**

As you know, the law specifically gives the Board the authority to make revisions to project budgets and related indentures. It would be virtually impossible to manage a twenty-three year capital program without the authority to make such adjustments. These revisions are complex because 1) we have many projects, 2) we must operate within statutory annual bond caps, 3) we must observe tax-related expenditure requirements and 4) the adjustment to the equipment and deferred maintenance lines generally involves projects which span a number of years. While revisions may affect current projects, given the annual bond caps, they also have a rollout effect over the next decade. The Board of Trustees also has the authority to amend past indentures in order to reflect changes as project budgets are finalized, audit adjustments are required, or other events affect the capital budget for a given prior fiscal year.

We are requesting changes to the Sixteenth and Seventeenth Supplemental Indentures. These changes are needed as a result of the higher project costs for the Avery Point Campus Student Center and the Floriculture Greenhouse projects as mentioned above.

Below you will find a brief description of each of the projects in the FY13 capital budget. These are very general summaries; individual project budget descriptions (which are acted upon separately) provide much more detail regarding project scope, timetable, cost and funding sources. As always, the proposed use of capital funds for the Health Center is forwarded to you with the recommendation and endorsement of the Health Center's Board of Directors, who discussed and acted on these items on June 11, 2012.

Thank you. We look forward to discussing these and many other aspects of the capital budget with you at the meeting.

## **Storrs and the Regional Campuses**

### **Arjona and Monteith (New Classroom Buildings)**

These two original classroom buildings are perhaps the most visible on campus and were constructed in 1959 with each having 68,600 square feet of space on four levels. Connected to the Monteith building is the 4,000 square foot Schenker Lecture Hall. These two buildings are the most heavily used classroom facilities on the Storrs campus. They also contain offices for several of the departments within the College of Liberal Arts and Sciences. It was anticipated within the UCONN 2000 program that these buildings would be demolished; however, the University could not take critically important existing classroom space off-line. The current project includes the construction of two new classroom and departmental office buildings.

The West Building, on the site of the former Pharmacy Building, consisting primarily of classrooms and auditoria, was completed in summer 2011 and opened for the fall academic session. The East building (aka Oak Hall), on the site of the former UConn Co-op, will contain departmental offices and classrooms. Construction began in September 2010. With the exterior envelope nearly complete and mechanical, electrical and internal finishes in process, the University expects to occupy the building in fall 2012.

As part of the ongoing need to provide space for various academic departments and additional faculty hires, renovation of Monteith will be undertaken. This renovation includes replacement of the exterior envelope and installation of new mechanical, electrical and plumbing systems. FY13 funds will allow the university to begin design of this project.

### **Avery Point Campus Undergraduate and Library Building**

During Phase I of the UCONN 2000 program, the need for research space was addressed with the new Marine Sciences building, as well as construction of a new facility for Project Oceanology. With the repairs to the Branford House, the needs for administrative space were met when new infrastructure was installed. However, the remaining significant need is for undergraduate program space, currently housed in the WWII era former Coast Guard facilities. This project will support new and renovated undergraduate co-curricular space as well as upgrade an auditorium to correct code violations. Construction drawings and specifications were completed and the project was bid through a Construction Manager at Risk. Construction has recently begun with FY13 funds going towards the completion of this project.

Other projects include replacement of the existing roof and repair of exterior masonry of the library, as well as reconfiguring the interior of both the library and undergraduate buildings. Mechanical system upgrades to piping and equipment and demolition of building 58 is now complete. Renovation of the Community Professional Building to install new laboratories, upgrade the restrooms and improve electrical service is underway to accommodate the Schools of Engineering and Nursing's academic programs as well as Technology Incubator Program tenants.

### **Deferred Maintenance/Code/ADA Renovation Lump Sum**

The 2007 amendments to the law define the "deferred maintenance" portion of the project name as "repair of an infrastructure or structure that was not maintained, repaired or replaced in the

usual course of maintenance and repair.” In general, projects fall into one or more of the following categories:

- Safety, code and ADA required improvements
- Roof and exterior repairs
- Building mechanical system improvements
- Utilities repairs and upgrades
- General building renovations
- Roads, walks and grounds
- Environmental remediation

The Phase III project budget now stands at \$241.8 million.

### **Engineering Building**

The School of Engineering is located in several buildings, five on the main Storrs campus and four at the Depot campus. The three oldest and least renovated buildings on the main campus were built between 1959 and 1987 and can no longer support emerging interdisciplinary engineering programs such as bioengineering and nanotechnology. A planning study has identified program components for a new building including space for other scientific research programs. Site evaluation and building configuration studies were undertaken and design for the new facility is commencing.

### **Equipment, Library Collections & Telecommunications**

The enhancement of the University’s infrastructure includes its instructional and scientific equipment. The equipment replacement category permits the University to replace outdated items with state of the art laboratory devices and computers. The funding encompasses seven major categories: management information systems, computers, research equipment, instructional equipment, furnishings, operational and public safety support and library materials. Library materials are no longer purchased with UCONN 2000 funds; this expense is part of the operating budget. The total Phase III Equipment, Library Collections & Telecommunications budget is now projected at \$82.6 million.

### **Fine Arts Phase II**

Numerous planning and design efforts since 1991 have evaluated the needs of the School of Fine Arts. In light of the changes in these programs, the Storrs Center initiative, and the dispersal of the School of Fine Arts (SFA) facilities throughout the Storrs and Depot campuses since 1991, a revised Master Plan has assessed the condition of the current facilities, updated the program requirements of the School, and made draft recommendations to guide the use of UCONN 2000 funds for the School. The final Master Plan recommends a multi-phased approach to the expansion and renovation of the entire SFA complex. Recent improvements include continued code compliance and upgrades to the ventilation system in the photography labs. The University has chosen an architectural team to assist in developing a phased program of renovation activities including mechanical, electrical, and plumbing systems, building envelope repairs, window replacement, acoustical and ADA improvements.

### **Gant Building Renovations**

This complex, which includes the Institute of Materials Science, Physics and Math buildings, was completed in the early 1970's. The complex has a total of 238,000 square feet of space with offices, research labs, classrooms and computer facilities. The original design of the building was so flawed that the past 30 years have been an exercise in addressing those shortcomings. A major renovation of the space is required to address the physical deterioration caused by design flaws, which includes repairing the building envelope (roofs, windows and masonry), improving the fire alarm and fire suppression systems, and upgrading the mechanical, electrical and plumbing systems. An architecture and engineering team has been selected and the pre-planning work is complete. In 2010, a new fire alarm system was installed throughout the complex as well as roof replacement on the Math Science wing.

### **North Hillside Road Completion**

This project provides for the extension of North Hillside Road by 5,300 lineal feet to Route 44. The project also provides for related utilities including gas, electrical, water, sewer and telecommunications to the new extension. The project will enhance access to the Storrs campus directly from Route 44 and provide sorely needed relief from traffic congestion on Route 195. Additionally, both the road and accompanying utilities will permit future development of more than 200 acres. The North Campus is envisioned as the primary area of expansion for the main campus, permitting new research buildings and public/private partnerships such as incubator space including the Innovation Partnership Building, which is the first building of the UConn Technology Park, and other initiatives. The Town of Mansfield is supportive of the road project. UCONN 2000 funds will be augmented by \$6.1 million in Federal funds granted to the University for this project. Recently a National Environmental Assessment was completed that will permit the project to move forward by allowing the University to apply for various regulatory permits from the Departments of Energy and Environmental Protection and Transportation. Design documents are underway.

### **Old Central Warehouse**

The Old Central Warehouse is a three-story, 48,000 square foot facility built in 1957 located in the Technology Quadrant of the University adjacent to Chemistry, Biology/Pharmacy and BioPhysics. Due to a non-flexible structural system that is unable to accommodate our academic needs, we have determined that the best course of action is to demolish it. This will be the future site of the new Engineering Building.

### **Psychology Building Renovation/Addition**

The Weston A. Bousfield Psychology Building contains 87,000 square feet and was constructed in 1974. Its three levels contain offices, classrooms, research laboratories and animal care facilities. Previously in the UCONN 2000 program, the animal care facilities were renovated and roofs and plazas re-built. Psychology Department programs are in increasingly high demand with expanded enrollment and rapidly increasing research activity. An addition and selected renovations to the building are essential. The new addition will provide improved laboratories for various clinical and research programs. Other improvements include new sprinklers, new roof, and repairing leaking concrete walls as well as electrical and acoustical upgrades. The University began renovations in May 2012.

### **Residential Life Facilities**

This named project represents the overarching authorization to undertake activities to provide housing and dining facilities for the University's students. Although the quantity and the diversity of campus living arrangements were expanded under the first two phases of UCONN 2000, much remains to be done. Some renovations of the older dormitories, with code improvements and sprinkler installations, were accomplished. However, a number of the older facilities still await renovation such as the West Campus Complex, which has remained essentially untouched (except for sprinkler/safety improvements) pending a final residential life facility plan. This project provides funds for renovation and construction activity as deemed appropriate by the Board of Trustees. Multiple projects are underway or completed for the installation of sprinkler systems, replacement of elevators, as well as windows and roofs in various residential facilities.

### **Torrey Renovation Completion & Biology Expansion**

This project was a facility replacement for the programs in the George Safford Torrey Life Sciences Building. It included new research and teaching laboratories, classrooms and offices for various biology programs. Due to a lack of sufficient funding, planning efforts have shifted to analyzing the building's potential for renovations rather than replacement. Renovations to a portion of the first floor of Torrey began in spring 2011 and are now complete. Design for further renovations will move forward.

### **Young Building Renovation/Addition**

This building was constructed in 1953 and has 71,937 square feet of office, classroom and lab spaces. The building is occupied by the College of Agriculture and Natural Resources. Due to the College's laboratory needs and the generally poor condition of all the building systems, this building was slated for a full renovation and an addition, should space needs require. The project scope of the renovation consists of window replacement; masonry repointing; restroom renovations; and mechanical system upgrades (including laboratory ventilation). All the current occupants have been relocated to other facilities across campus and construction has begun.

## **Health Center**

### **Deferred Maintenance/Code/ADA Renovation Lump Sum**

The 2007 amendments to the law define the "deferred maintenance" part of the project name as "repair of an infrastructure or structure that was not maintained, repaired or replaced in the usual course of maintenance and repair." In general, projects fall into one or more of the following categories:

- Safety, code and ADA required improvements
- Roof and exterior repairs
- Building mechanical system improvements
- Utilities repairs and upgrades
- General building renovations

- Roads, walks and grounds
- Environmental remediation

The fourteen-year project total is \$45.4 million. UCHC recently completed the major upgrade to the chiller plant. For FY 13, funding will allow additional upgrades to the fire alarm systems and work to begin on the Main Building exterior caulking/sealant replacement.

### **Equipment, Library Collections & Telecommunications**

These funds are allocated to support the Health Center's equipment, needs and telecommunications infrastructure improvements. More specifically, the project line covers computers, management information systems, research equipment, instructional equipment, furnishings, and operational and public safety support. Outmoded items must be replaced with equipment that is necessary to support research and instructional activities, maintain building compliance, conserve energy and provide a safe environment for the students, staff, and those who use Health Center services. The fourteen-year project total is \$63.6 million.

### **Main Building Renovation**

The Health Center's Main building includes access areas used by the general public as well as research, academic and clinical space. The focus of this renovation is the building's research facility, major building systems and public areas. The facility consists of seven floors, which house over 200 research labs and support space, and four floors of mixed use that include classrooms, student support spaces, operations support and mechanical spaces. Over the life of the building, no substantial renovations or upgrades have been undertaken.

The Bioscience Connecticut initiative added \$82.7 M to this "named project" line item, bringing the total funds to \$160.3 million. A portion of these funds (~ \$1 million) were expended on an early project, the Clinical Skills Renovation. Completed in December 2007, this project renovated a portion of the Main Building to allow for the relocation and expansion of the Clinical Skills teaching program.

The balance of the funds will support three separate projects. Two of the projects will renovate the Health Center's largest research facility, the "L" (LAB) building. The L building houses over 250,000 square feet of research labs and support space. Each of the two projects will renovate approximately half of the research space in L. The renovations will include the phased replacement of the building heating and air conditioning, electrical, and plumbing systems and renovations to the lab spaces across seven floors of the building.

The third project will add approximately 14,000 square feet of incubator labs as an addition to the Cell and Genome Sciences building. The planning work for this project will begin in the first quarter of 2013.

Design for the L Building Renovation (Project 1) is 65% complete and the FY13 funds will allow construction to begin in the fourth quarter of 2012. The renovations will be completed in three phases over 36 months.

### **UCHC New Construction and Renovation**

Prior to Bioscience Connecticut, this “named project” line item provided funds for planning and design work associated with the construction of a new 169 patient bed tower as an addition to the existing John Dempsey Hospital (JDH). Construction funding was contingent upon UCHC securing \$100 million of non-state funds.

The Bioscience Connecticut initiative removed the requirement for the \$100 million of non-state funds and added \$180.6 million to this line item. The total line item amount of \$412,666,000 (including \$25 million in “Planning and Design” funds) will support three separate Bioscience Connecticut projects. The projects are: 1) the New Hospital Patient tower, 2) Addition and Renovations to the Academic (“A”) Building, and 3) Renovations to the Clinic (“C”) Building.

The New Hospital Patient Tower project includes 169 new patient rooms, two new parking garages, a 13 room surgical suite, and a new 42 bay Emergency Department, followed by renovations to the existing Hospital (“H”) building. Construction will be executed in three phases, starting with the first parking garage and site utility work which began on June 11<sup>th</sup>. The phase 2 hospital tower and second garage will begin in the second quarter of 2013 and the final phase, renovations to the H building, is scheduled to begin in the first quarter of 2016. The FY13 funds will support the phase 1 and phase 2 construction work.

The FY13 funds will also allow the planning work for the Academic Building Addition and Renovations and for the Clinical Building Renovations which will begin in the fourth quarter of 2012.

# UCONN 2000 Year 18

## Proposed FY 2013 Authorized Projects

### Storrs & Regional Campuses

| <u>Project Name</u>                                 | <u>Phase III Funding</u> |
|---|--------------------------|
| Arjona & Monteith (new classroom buildings)         | \$ 5,500,000             |
| Avery Point Campus Undergraduate & Library Building | 1,172,495                |
| Deferred Maintenance/Code/ADA Renovation Lump Sum   | 7,307,575                |
| Engineering Building                                | 4,000,000                |
| Equipment, Library Collections & Telecommunications | 1,500,000                |
| Fine Arts Phase II                                  | 1,550,000                |
| Gant Building Renovations                           | 2,000,000                |
| North Hillside Road Completion                      | 2,500,000                |
| Old Central Warehouse                               | 1,000,000                |
| Psychology Building Renovation/Addition             | 15,850,000               |
| Residential Life Facilities                         | 2,500,000                |
| Torrey Renovation Completion & Biology Expansion    | 2,000,000                |
| Young Building Renovation/Addition                  | 8,019,930                |
| Subtotal of Storrs & Regional Campuses              | \$ 54,900,000            |

### Health Center

| <u>Project Name</u>   | <u>Phase III Funding</u> |
|---|--------------------------|
| Deferred Maintenance/Code/ADA Renovation Sum - Health Center        | \$ 3,000,000             |
| Equipment, Library Collections & Telecommunications - Health Center | 1,600,000                |
| Main Building Renovation  | 34,109,000               |
| UCHC New Construction and Renovation                                | 49,391,000               |
| Subtotal of Health Center   | \$ 88,100,000            |

**Grand Total FY 2013** **\$ 143,000,000**

## UCONN 2000 Year 18 Funding Analysis of Proposed Projects

### Storrs & Regional Campuses

| <u>Project Name</u>                                 | <u>Phase III<br/>Previous<br/>Authorizations</u> | <u>FY13 Amount</u> | <u>Phase III<br/>Remaining<br/>Balance</u> |
|---|--|--------------------|--|
| Arjona & Monteith (new classroom buildings)         | \$ 96,000,000                                    | \$ 5,500,000       | \$ 19,500,000                              |
| Avery Point Campus Undergraduate & Library Building | 9,452,813  | 1,172,495          | 2,477,505                                  |
| Deferred Maintenance/Code/ADA Renovation Lump Sum   | 149,902,371                                      | 7,307,575          | 84,574,795                                 |
| Engineering Building                                | 8,497,000  | 4,000,000          | 48,003,000                                 |
| Equipment, Library Collections & Telecommunications | 64,641,496                                       | 1,500,000          | 16,500,000                                 |
| Fine Arts Phase II                                  | 4,750,000  | 1,550,000          | 16,700,000                                 |
| Gant Building Renovations                           | 9,250,000  | 2,000,000          | 82,350,000                                 |
| North Hillside Road Completion                      | 2,000,000  | 2,500,000          | 3,700,000                                  |
| Old Central Warehouse                               | 1,126,000  | 1,000,000          | -  |
| Psychology Building Renovation/Addition             | 5,650,000  | 15,850,000         | 3,670,550                                  |
| Residential Life Facilities                         | 4,300,000  | 2,500,000          | -  |
| Torrey Renovation Completion & Biology Expansion    | 1,500,000  | 2,000,000          | 81,500,000                                 |
| Young Building Renovation/Addition                  | 9,500,000  | <u>8,019,930</u>   | -  |
| Subtotal of Storrs & Regional Campuses              |  | \$ 54,900,000      |  |

### Health Center

| <u>Project Name</u>   | <u>Previous<br/>Authorizations</u> | <u>FY13 Amount</u> | <u>Remaining<br/>Balance</u> |
|---|------------------------------------|--------------------|------------------------------|
| Deferred Maintenance/Code/ADA Renovation Sum - Health Center        | \$ 31,505,125                      | \$ 3,000,000       | \$ 10,929,025                |
| Equipment, Library Collections & Telecommunications - Health Center | 52,405,725                         | 1,600,000          | 9,590,125                    |
| Main Building Renovation  | 25,385,000                         | 34,109,000         | 100,845,000                  |
| UHC New Construction and Renovation                                 | 54,700,000                         | <u>49,391,000</u>  | 283,575,000                  |
| Subtotal of Health Center   |                                    | \$ 88,100,000      |                              |

### **Grand Total FY 2013**

**\$ 143,000,000**



**UCONN 2000 Preliminary Phasing Outline by Fiscal Year**  
**Draft Phasing Plan for Informational Purposes Only - Revised 6/28/12**

| PROJECT  | Adjusted 4/11<br>FY11 | Adjustments  | Adjusted 6/12<br>FY11 | Adjusted 6/11<br>FY12 | Adjustments  | Adjusted 6/12<br>FY12 | Adjusted 6/11<br>FY13 | Adjustments    | Adjusted 6/12<br>FY13 | Adjusted 6/11<br>FY14 | Adjustments     | Adjusted 6/12<br>FY14 | Adjusted 6/11<br>FY15 | Adjustments    | Adjusted 6/12<br>FY15 | Adjusted 6/11<br>FY16 | Adjustments     | Adjusted 6/12<br>FY16 | Adjusted 6/11<br>FY17 | Adjustments    | Adjusted 6/12<br>FY17 | Adjusted 6/11<br>FY18 | Adjusted 6/11<br>Phase I, II, III | Adjusted 6/12<br>Phase I, II, III | Adjustments    |      |
|--|-----------------------|--------------|-----------------------|-----------------------|--------------|-----------------------|-----------------------|----------------|-----------------------|-----------------------|-----------------|-----------------------|-----------------------|----------------|-----------------------|-----------------------|-----------------|-----------------------|-----------------------|----------------|-----------------------|-----------------------|-----------------------------------|-----------------------------------|----------------|------|
| Agricultural Biotechnology Facility & Completion             |                       |              |                       |                       |              |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       | 12,400,000.00                     | 12,400,000.00                     | 0.00           |      |
| Alumni Quadrant Renovations                                  |                       |              |                       |                       |              |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       | 11,183,623.91                     | 11,183,623.91                     | 0.00           |      |
| Arjona and Monteith (new classroom buildings)                | 45,900,000.00         |              | 45,900,000.00         | 1,000,000.00          |              | 1,000,000.00          |                       |                | 5,500,000.00          | 5,500,000.00          |                 | 15,500,000.00         | 8,500,000.00          | (8,500,000.00) | 0.00                  | 12,500,000.00         | (12,500,000.00) | 0.00                  | 4,000,000.00          |                | 4,000,000.00          |                       | 121,000,000.00                    | 121,000,000.00                    | 0.00           |      |
| Avery Point Campus Undergraduate & Library Building          | 1,500,000.00          | 302,813.00   | 1,802,813.00          | 5,600,000.00          |              | 5,600,000.00          |                       |                | 1,172,495.00          | 1,172,495.00          |                 |                       |                       |                |                       |                       |                 |                       | 1,300,000.00          | (1,172,495.00) | 127,505.00            | 2,350,000.00          | 12,800,000.00                     | 13,102,813.00                     | 302,813.00     |      |
| Avery Point Marine Science Research Center - Phase I & II    |                       |              |                       |                       |              |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       | 37,254,246.03                     | 37,254,246.03                     | 0.00           |      |
| Avery Point Renovation                                       | 500,000.00            | (302,813.00) | 197,187.00            |                       |              |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       | 5,823,000.00                      | 5,520,187.00                      | (302,813.00)   |      |
| Beach Hall Renovations                                       |                       |              |                       | 2,000,000.00          |              | 2,000,000.00          |                       |                |                       |                       |                 |                       | 4,500,000.00          |                | 4,500,000.00          |                       |                 |                       |                       |                |                       |                       | 8,000,000.00                      | 8,000,000.00                      | 0.00           |      |
| Benton State Art Museum Addition                             |                       |              |                       |                       |              |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       | 4,200,000.00                      | 4,200,000.00                      | 0.00           |      |
| Biobehavioral Complex Replacement                            | 1,000,000.00          |              | 1,000,000.00          | 1,900,000.00          |              | 1,900,000.00          |                       |                |                       |                       |                 |                       |                       |                |                       |                       |                 |                       |                       |                |                       | 2,000,000.00          | 2,000,000.00                      | 0.00                              |                |      |
| Bishop Renovation  | 100,000.00            |              | 1,000,000.00          | 1,900,000.00          |              | 1,900,000.00          |                       |                |                       |                       |                 |                       |                       |                |                       |                       |                 |                       |                       |                |                       | 4,000,000.00          | 4,000,000.00                      | 0.00                              |                |      |
| Business School Renovation - Phase II                        |                       |              |                       |                       |              |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       | 7,958,470.42                      | 7,958,470.42                      | 0.00           |      |
| Central Warehouse New  |                       |              |                       |                       |              |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       | 6,933,751.77                      | 6,933,751.77                      | 0.00           |      |
| Chemistry Building   |                       |              |                       |                       |              |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       | 53,062,000.00                     | 53,062,000.00                     | 0.00           |      |
| Commissary Warehouse   |                       |              |                       |                       |              |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       | 0.00                              | 0.00                              | 0.00           |      |
| Deferred Maintenance & Renovation Lump Sum-Phase I, II & III | 24,225,000.00         |              | 24,225,000.00         | 4,286,079.00          |              | 4,286,079.00          | 13,000,000.00         | (5,692,425.00) | 7,307,575.00          | 16,500,000.00         | (4,920,550.00)  | 11,579,450.00         | 14,747,000.00         | 2,000,000.00   | 16,747,000.00         | 17,906,000.00         | 1,500,000.00    | 19,406,000.00         | 17,400,000.00         | 1,172,495.00   | 18,572,495.00         | 18,269,850.00         | 405,909,577.83                    | 399,969,097.83                    | (5,940,480.00) |      |
| East Campus North Renovations                                |                       |              |                       |                       |              |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       | 7,382,604.53                      | 7,382,604.53                      | 0.00           |      |
| Engineering Building   | 2,500,000.00          |              | 2,500,000.00          | 3,497,000.00          |              | 3,497,000.00          | 11,500,000.00         | (7,500,000.00) | 4,000,000.00          | 12,200,000.00         | (10,000,000.00) | 2,200,000.00          | 28,303,000.00         | 17,500,000.00  | 45,803,000.00         |                       |                 |                       |                       |                |                       |                       | 60,500,000.00                     | 60,500,000.00                     | 0.00           |      |
| Equipment, Library Collections & Telecommunications          | 2,500,000.00          |              | 2,500,000.00          | 13,226,921.00         |              | 13,226,921.00         | 1,500,000.00          |                | 1,500,000.00          | 4,000,000.00          |                 | 4,000,000.00          | 3,500,000.00          |                | 3,500,000.00          | 3,000,000.00          |                 |                       | 3,000,000.00          |                | 3,000,000.00          | 3,000,000.00          | 248,953,496.00                    | 248,953,496.00                    | 0.00           |      |
| Family Studies (DRM) Renovation                              |                       |              |                       |                       |              |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       | 6,500,000.00                      | 6,500,000.00                      | 0.00           |      |
| Farm Buildings Repairs/Replacement                           |                       |              |                       |                       |              |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       | 3,745,000.00                      | 3,745,000.00                      | 0.00           |      |
| Fine Arts Phase II   | 600,000.00            |              | 600,000.00            | 1,900,000.00          |              | 1,900,000.00          | 1,550,000.00          |                | 1,550,000.00          | 4,000,000.00          |                 | 4,000,000.00          | 6,200,000.00          |                | 6,200,000.00          | 6,500,000.00          |                 |                       |                       |                |                       |                       | 23,000,000.00                     | 23,000,000.00                     | 0.00           |      |
| Floriculture Greenhouse                                      | 2,400,000.00          |              | 2,400,000.00          | 3,000,000.00          | 750,000.00   | 3,750,000.00          |                       |                |                       |                       |                 |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       | 6,000,000.00                      | 6,750,000.00                      | 750,000.00     |      |
| Gant Plaza Deck  |                       |              |                       |                       |              |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       | 7,287,174.10                      | 7,287,174.10                      | 0.00           |      |
| Gant Building Renovations                                    | 1,000,000.00          |              | 1,000,000.00          | 6,500,000.00          |              | 6,500,000.00          | 2,000,000.00          |                | 2,000,000.00          | 4,000,000.00          |                 | 4,000,000.00          | 7,250,000.00          |                | 7,250,000.00          | 28,094,000.00         |                 |                       |                       |                |                       |                       | 93,600,000.00                     | 93,600,000.00                     | 0.00           |      |
| Gentry Renovation & Completion                               |                       |              |                       |                       |              |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       | 19,664,596.69                     | 19,664,596.69                     | 0.00           |      |
| Grad Dorm Renovations  |                       |              |                       |                       |              |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       | 2,928,227.59                      | 2,928,227.59                      | 0.00           |      |
| Heating Plant Upgrade  |                       |              |                       | 8,000,000.00          | (750,000.00) | 7,250,000.00          | 2,000,000.00          | (2,000,000.00) | 0.00                  | 2,750,000.00          | 2,750,000.00    |                       |                       |                |                       |                       |                 |                       |                       | 8,000,000.00   |                       | 8,000,000.00          | 12,000,000.00                     | 39,969,000.00                     | 39,969,000.00  | 0.00 |
| Hilltop Dormitory Renovations                                |                       |              |                       |                       |              |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       | 8,176,528.89                      | 8,176,528.89                      | 0.00           |      |
| Ice Rink Enclosure   |                       |              |                       |                       |              |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       | 3,280,000.00                      | 3,280,000.00                      | 0.00           |      |
| Incubator Facilities   |                       |              |                       |                       |              |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       | 0.00                              | 0.00                              | 0.00           |      |
| International House Conversion (Natural History Museum)      |                       |              |                       |                       |              |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       | 886,134.00                        | 886,134.00                        | 0.00           |      |
| Intramural, Recreational & Intercollegiate Facilities        |                       |              |                       |                       |              |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       |                 |                       |                       |                |                       | 2,500,000.00          | 34,000,000.00                     | 34,000,000.00                     | 0.00           |      |
| Jorgensen Renovation   |                       |              |                       |                       |              |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       | 7,200,000.00                      | 7,200,000.00                      | 0.00           |      |
| Koons Hall Renovation/Addition                               | 1,000,000.00          |              | 1,000,000.00          | 200,000.00            |              | 200,000.00            |                       |                |                       |                       |                 |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       | 7,000,000.00                      | 7,000,000.00                      | 0.00           |      |
| Lakeside Renovation  |                       |              |                       |                       |              |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       | 3,800,000.00                      | 3,800,000.00                      | 0.00           |      |
| Law School Renovations/Improvements                          |                       |              |                       | 2,350,000.00          |              | 2,350,000.00          |                       |                |                       |                       |                 |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       | 19,500,000.00                     | 19,500,000.00                     | 0.00           |      |
| Library Storage Facility                                     |                       |              |                       |                       |              |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       | 0.00                              | 0.00                              | 0.00           |      |
| Litchfield Agricultural Center - Phase I                     |                       |              |                       |                       |              |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       | 1,000,000.00                      | 1,000,000.00                      | 0.00           |      |
| Manchester Hall Renovation                                   |                       |              |                       | 2,000,000.00          |              | 2,000,000.00          |                       |                |                       |                       |                 |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       | 4,000,000.00                      | 4,000,000.00                      | 0.00           |      |
| Mansfield Apartments Renovation                              |                       |              |                       |                       |              |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       | 2,071,000.00                      | 2,071,000.00                      | 0.00           |      |
| Mansfield Training School Improvements                       |                       |              |                       | 500,000.00            |              | 500,000.00            |                       |                |                       |                       |                 |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       | 12,000,000.00                     | 12,000,000.00                     | 0.00           |      |
| Monteith Renovation  |                       |              |                       |                       |              |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       | 444,348.00                        | 444,348.00                        | 0.00           |      |
| Music Drama Addition   |                       |              |                       |                       |              |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       | 7,400,000.00                      | 7,400,000.00                      | 0.00           |      |
| Natural History Museum Completion                            |                       |              |                       |                       |              |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       | 500,000.00                        | 500,000.00                        | 0.00           |      |
| North Campus Renovation                                      |                       |              |                       |                       |              |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       | 10,996,050.15                     | 10,996,050.15                     | 0.00           |      |
| North Hillside Road Completion                               |                       |              |                       | 500,000.00            |              | 500,000.00            | 2,500,000.00          |                | 2,500,000.00          | 3,700,000.00          |                 | 3,700,000.00          |                       |                |                       |                       |                 |                       |                       |                |                       |                       | 8,200,000.00                      | 8,200,000.00                      | 0.00           |      |
| North Superblock Site & Utilities                            |                       |              |                       |                       |              |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       | 7,668,000.00                      | 7,668,000.00                      | 0.00           |      |
| Northwest Quadrant Renovation - Phase I & II                 |                       |              |                       |                       |              |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       | 32,001,000.00                     | 32,001,000.00                     | 0.00           |      |
| Observatory  |                       |              |                       |                       |              |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       | 0.00                              | 0.00                              | 0.00           |      |
| Old Central Warehouse Renovation                             |                       |              |                       | 1,000,000.00          |              | 1,000,000.00          | 1,000,000.00          |                | 1,000,000.00          |                       |                 |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       | 2,126,000.00                      | 2,126,000.00                      | 0.00           |      |
| Parking Garage North   |                       |              |                       |                       |              |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       | 9,658,000.00                      | 9,658,000.00                      | 0.00           |      |
| Parking Garage #3  |                       |              |                       |                       |              |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       | 0.00                              | 0.00                              | 0.00           |      |
| Pedestrian Walkways (Fairfield Road Pedestrian Mall)         |                       |              |                       |                       |              |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       | 6,074,000.00                      | 6,074,000.00                      | 0.00           |      |
| Psychology Building Renovation/Addition                      | 2,000,000.00          |              | 2,000,000.00          | 2,900,000.00          |              | 2,900,000.00          | 9,850,000.00          | 6,000,000.00   | 15,850,000.00         | 7,000,000.00          | (3,329,450.00)  | 3,670,550.00          |                       |                |                       |                       |                 |                       |                       |                |                       |                       | 25,170,550.00                     | 25,170,550.00                     | 2,670,550.00   |      |
| Residential Life Facilities                                  |                       |              |                       | 2,500,000.00          |              | 2,500,000.00          | 2,500,000.00          |                | 2,500,000.00          |                       |                 |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       |                                   | 6,800,000.00                      | 6,800,000.00   | 0.00 |
| School of Business   |                       |              |                       |                       |              |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       | 25,652,366.00                     | 25,652,366.00                     | 0.00           |      |
| School of Pharmacy/Biology                                   |                       |              |                       |                       |              |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       |                 |                       |                       |                |                       |                       |                                   |                                   |                |      |

**UCONN 2000 Phase III (21<sup>st</sup> Century UConn) Preliminary Outline by Fiscal Year**

**New Draft Phasing Plan for Informational Purposes Only - Revised 6/28/12**

| FY 05 Phase II | Project   | Est./Budget             | FY05                 | FY06                 | FY07                 | FY08                  | FY09                  | FY10        | FY11                  | FY12                  | FY13                  | FY14                  | FY15                  | FY16                  | FY17                  | FY18                 | Total Phase III         |
|----------------|---|-------------------------|----------------------|----------------------|----------------------|-----------------------|-----------------------|-------------|-----------------------|-----------------------|-----------------------|-----------------------|-----------------------|-----------------------|-----------------------|----------------------|-------------------------|
|                | Arjona and Monteith (new classroom buildings)                     | \$ 121,000,000          | \$ 1,400,000         | \$ -                 | \$ 7,700,000         | \$ 28,800,000         | \$ 11,200,000         | \$ -        | \$ 45,900,000         | \$ 1,000,000          | \$ 5,500,000          | \$ 15,500,000         | \$ -                  | \$ -                  | \$ 4,000,000          | \$ -                 | \$ 121,000,000          |
|                | Avery Point Campus Undergraduate & Library Building               | 13,102,813              | -                    | -                    | -                    | 500,000               | 1,550,000             | -           | 1,802,813             | 5,600,000             | 1,172,495             | -                     | -                     | -                     | 127,505               | 2,350,000            | 13,102,813              |
| \$ 1,875,717   | Avery Point Renovation  | 644,470                 | -                    | -                    | -                    | -                     | 447,283               | -           | 197,187               | -                     | -                     | -                     | -                     | -                     | -                     | -                    | 644,470                 |
|                | Beach Hall Renovations  | 8,000,000               | -                    | -                    | -                    | 1,000,000             | 500,000               | -           | -                     | 2,000,000             | -                     | -                     | 4,500,000             | -                     | -                     | -                    | 8,000,000               |
|                | Benton State Art Museum Addition                                  | 3,500,000               | -                    | -                    | -                    | 200,000               | 3,300,000             | -           | -                     | -                     | -                     | -                     | -                     | -                     | -                     | -                    | 3,500,000               |
|                | Biobehavioral Complex Replacement                                 | 5,000,000               | -                    | -                    | -                    | -                     | 100,000               | -           | 1,000,000             | 1,900,000             | -                     | -                     | -                     | -                     | 2,000,000             | -                    | 5,000,000               |
|                | Bishop Renovation   | 6,000,000               | -                    | -                    | -                    | -                     | -                     | -           | 100,000               | 1,900,000             | -                     | -                     | -                     | -                     | 4,000,000             | -                    | 6,000,000               |
|                | Commissary Warehouse  | -                       | -                    | -                    | -                    | -                     | -                     | -           | -                     | -                     | -                     | -                     | -                     | -                     | -                     | -                    | -                       |
| 3,295,111      | Deferred Maintenance/Code/ADA Renovation Lump Sum                 | 241,784,741             | 17,360,000           | 10,659,575           | 24,700,000           | 26,924,000            | 41,747,717            | -           | 24,225,000            | 4,286,079             | 7,307,575             | 11,579,450            | 16,747,000            | 19,406,000            | 18,572,495            | 18,269,850           | 241,784,741.46          |
|                | Engineering Building  | 60,500,000              | -                    | -                    | -                    | -                     | 2,500,000             | -           | 2,500,000             | 3,497,000             | 4,000,000             | 2,200,000             | 45,803,000            | -                     | -                     | -                    | 60,500,000              |
| 6,689,000      | Equipment, Library Collections & Telecommunications               | 82,641,496              | -                    | 6,100,000            | 20,809,575           | 17,000,000            | 5,005,000             | -           | 2,500,000             | 13,226,921            | 1,500,000             | 4,000,000             | 3,500,000             | 3,000,000             | 3,000,000             | 3,000,000            | 82,641,496              |
|                | Family Studies (DRM) Renovation                                   | 6,500,000               | -                    | -                    | -                    | 375,000               | 3,325,000             | -           | -                     | -                     | -                     | -                     | -                     | -                     | 2,800,000             | -                    | 6,500,000               |
|                | Farm Buildings Repairs/Replacement                                | 3,745,000               | 2,100,000            | 500,000              | -                    | -                     | 1,145,000             | -           | -                     | -                     | -                     | -                     | -                     | -                     | -                     | -                    | 3,745,000               |
|                | Fine Arts Phase II  | 23,000,000              | -                    | -                    | -                    | 500,000               | 1,750,000             | -           | 600,000               | 1,900,000             | 1,550,000             | 4,000,000             | 6,200,000             | 6,500,000             | -                     | -                    | 23,000,000              |
|                | Floriculture Greenhouse   | 6,750,000               | -                    | -                    | -                    | -                     | 600,000               | -           | 2,400,000             | 3,750,000             | -                     | -                     | -                     | -                     | -                     | -                    | 6,750,000               |
|                | Gant Building Renovations   | 93,600,000              | -                    | -                    | -                    | -                     | 1,750,000             | -           | 1,000,000             | 6,500,000             | 2,000,000             | 4,000,000             | 7,250,000             | 28,094,000            | 22,500,000            | 20,506,000           | 93,600,000              |
|                | Gentry Completion   | 10,000,000              | -                    | -                    | -                    | 5,000,000             | 5,000,000             | -           | -                     | -                     | -                     | -                     | -                     | -                     | -                     | -                    | 10,000,000              |
|                | Heating Plant Upgrade   | 30,000,000              | -                    | -                    | -                    | -                     | -                     | -           | -                     | 7,250,000             | -                     | 2,750,000             | -                     | -                     | 8,000,000             | 12,000,000           | 30,000,000              |
|                | Incubator Facilities  | -                       | -                    | -                    | -                    | -                     | -                     | -           | -                     | -                     | -                     | -                     | -                     | -                     | -                     | -                    | -                       |
|                | Intramural, Recreational & Intercollegiate Facilities             | 34,000,000              | 4,700,000            | 26,300,000           | -                    | -                     | 500,000               | -           | -                     | -                     | -                     | -                     | -                     | -                     | -                     | 2,500,000            | 34,000,000              |
|                | Jorgensen Renovation  | 7,200,000               | -                    | -                    | -                    | 100,000               | 2,100,000             | -           | -                     | -                     | -                     | -                     | -                     | 5,000,000             | -                     | -                    | 7,200,000               |
|                | Koons Hall Renovation/Addition                                    | 7,000,000               | -                    | -                    | -                    | -                     | 100,000               | -           | 1,000,000             | 200,000               | -                     | -                     | -                     | -                     | 3,700,000             | 2,000,000            | 7,000,000               |
|                | Lakeside Renovation   | 3,800,000               | 3,800,000            | -                    | -                    | -                     | -                     | -           | -                     | -                     | -                     | -                     | -                     | -                     | -                     | -                    | 3,800,000               |
|                | Law School Renovations/Improvements                               | 19,500,000              | 500,000              | 1,020,000            | 8,980,000            | 4,500,000             | 150,000               | -           | -                     | 2,350,000             | -                     | -                     | -                     | -                     | -                     | 2,000,000            | 19,500,000              |
|                | Library Storage Facility  | -                       | -                    | -                    | -                    | -                     | -                     | -           | -                     | -                     | -                     | -                     | -                     | -                     | -                     | -                    | -                       |
|                | Manchester Hall Renovation  | 6,000,000               | -                    | -                    | -                    | -                     | -                     | -           | -                     | 2,000,000             | -                     | -                     | -                     | -                     | -                     | 4,000,000            | 6,000,000               |
|                | Mansfield Training School Improvements                            | 8,500,000               | -                    | -                    | 3,000,000            | -                     | -                     | -           | -                     | 500,000               | -                     | -                     | -                     | -                     | 2,500,000             | 2,500,000            | 8,500,000               |
|                | Natural History Museum Completion                                 | 500,000                 | 500,000              | -                    | -                    | -                     | -                     | -           | -                     | -                     | -                     | -                     | -                     | -                     | -                     | -                    | 500,000                 |
|                | North Hillside Road Completion                                    | 8,200,000               | 1,000,000            | -                    | -                    | 250,000               | 250,000               | -           | -                     | 500,000               | 2,500,000             | 3,700,000             | -                     | -                     | -                     | -                    | 8,200,000               |
|                | Observatory   | -                       | -                    | -                    | -                    | -                     | -                     | -           | -                     | -                     | -                     | -                     | -                     | -                     | -                     | -                    | -                       |
|                | Old Central Warehouse   | 2,126,000               | -                    | -                    | -                    | 126,000               | -                     | -           | -                     | 1,000,000             | 1,000,000             | -                     | -                     | -                     | -                     | -                    | 2,126,000               |
|                | Parking Garage #3   | 5,000,000               | *                    | -                    | -                    | -                     | -                     | -           | -                     | -                     | -                     | -                     | -                     | -                     | -                     | -                    | -                       |
|                | Psychology Building Renovation/Addition                           | 25,170,550              | -                    | -                    | -                    | -                     | 750,000               | -           | 2,000,000             | 2,900,000             | 15,850,000            | 3,670,550             | -                     | -                     | -                     | -                    | 25,170,550              |
|                | Residential Life Facilities                                       | 36,800,000              | * 750,000            | -                    | -                    | 1,050,000             | -                     | -           | -                     | 2,500,000             | 2,500,000             | -                     | -                     | -                     | -                     | -                    | 6,800,000               |
| 30,820,172     | School of Pharmacy/Biology Completion                             | 6,000,000               | -                    | 6,000,000            | -                    | -                     | -                     | -           | -                     | -                     | -                     | -                     | -                     | -                     | -                     | -                    | 6,000,000               |
|                | Stamford Campus Improvements                                      | 2,300,000               | 250,000              | 250,000              | -                    | -                     | -                     | -           | -                     | -                     | -                     | -                     | -                     | -                     | 1,800,000             | -                    | 2,300,000               |
|                | Storrs Hall Addition  | 15,115,000              | -                    | -                    | -                    | 550,000               | 1,000,000             | -           | 4,980,000             | 8,585,000             | -                     | -                     | -                     | -                     | -                     | -                    | 15,115,000              |
|                | Student Health Services   | 7,000,000               | *                    | -                    | -                    | -                     | -                     | -           | -                     | -                     | -                     | -                     | -                     | -                     | -                     | 2,000,000            | 2,000,000               |
| 7,320,000      | Student Union Addition  | 13,000,000              | -                    | 13,000,000           | -                    | -                     | -                     | -           | -                     | -                     | -                     | -                     | -                     | -                     | -                     | -                    | 13,000,000              |
|                | Support Facility (Architectural & Engineering Services)           | 500,000                 | -                    | -                    | -                    | -                     | -                     | -           | -                     | -                     | -                     | -                     | -                     | -                     | -                     | 500,000              | 500,000                 |
|                | Torrey Renovation Completion & Biology Expansion                  | 85,000,000              | 1,000,000            | -                    | -                    | -                     | -                     | -           | -                     | 500,000               | 2,000,000             | 2,000,000             | 16,000,000            | 30,000,000            | 17,000,000            | 16,500,000           | 85,000,000              |
|                | Torrington Campus Improvements                                    | 2,500,000               | -                    | -                    | -                    | -                     | 500,000               | -           | -                     | -                     | -                     | -                     | -                     | -                     | 2,000,000             | -                    | 2,500,000               |
|                | UConn Products Store  | -                       | -                    | -                    | -                    | -                     | -                     | -           | -                     | -                     | -                     | -                     | -                     | -                     | -                     | -                    | -                       |
|                | Waterbury Downtown Campus   | 1,850,000               | -                    | -                    | 300,000              | -                     | 150,000               | -           | -                     | -                     | -                     | -                     | -                     | 1,400,000             | -                     | -                    | 1,850,000               |
|                | West Hartford Campus Renovations/Improvements                     | 12,650,000              | 250,000              | 250,000              | -                    | 1,000,000             | 5,400,000             | -           | 1,500,000             | 2,000,000             | -                     | -                     | -                     | 1,000,000             | 1,000,000             | 250,000              | 12,650,000              |
|                | Young Building Renovation/Addition                                | 17,519,930              | -                    | -                    | -                    | -                     | 750,000               | -           | 2,095,000             | 6,655,000             | 8,019,930             | -                     | -                     | -                     | -                     | -                    | 17,519,930              |
| \$ 50,000,000  | <b>Subtotal Storrs &amp; Regional Campuses</b>                    | <b>\$ 1,043,000,000</b> | <b>\$ 33,610,000</b> | <b>\$ 64,079,575</b> | <b>\$ 65,489,575</b> | <b>\$ 87,875,000</b>  | <b>\$ 91,570,000</b>  | <b>\$ -</b> | <b>\$ 93,800,000</b>  | <b>\$ 82,500,000</b>  | <b>\$ 54,900,000</b>  | <b>\$ 53,400,000</b>  | <b>\$ 100,000,000</b> | <b>\$ 94,400,000</b>  | <b>\$ 93,000,000</b>  | <b>\$ 88,375,850</b> | <b>\$ 1,003,000,000</b> |
|                | CLAC Renovation Biosafety Level 3 Lab                             | 15,000,000              | 30,000               | -                    | -                    | 500,000               | 750,000               | -           | 35,000                | -                     | -                     | 8,710,000             | 4,975,000             | -                     | -                     | -                    | 15,000,000              |
|                | Deferred Maintenance/Code/ADA Renovation Sum-Health Center        | 45,434,150              | 3,110,000            | 4,285,000            | 4,392,125            | 7,358,000             | 5,360,000             | -           | 4,000,000             | 3,000,000             | 3,000,000             | 3,000,000             | 3,000,000             | 3,000,000             | 1,429,025             | 500,000              | 45,434,150              |
|                | Dental School Renovation  | 5,000,000               | -                    | 200,000              | 1,125,000            | 1,750,000             | 450,000               | -           | 975,000               | 500,000               | -                     | -                     | -                     | -                     | -                     | -                    | 5,000,000               |
|                | Equipment, Library Collections & Telecommunications-Health Center | 63,595,850              | 12,665,000           | 6,135,425            | 5,148,300            | 4,617,000             | 12,590,000            | -           | 8,750,000             | 2,500,000             | 1,600,000             | 2,290,000             | 2,025,000             | 1,550,125             | 2,250,000             | 1,475,000            | 63,595,850              |
|                | Library/Student Computer Center Renovation                        | 5,250,000               | 85,000               | 500,000              | 565,000              | -                     | -                     | -           | 250,000               | -                     | -                     | -                     | -                     | 1,000,000             | 2,850,000             | -                    | 5,250,000               |
|                | Main Building Renovation  | 160,339,000             | 45,000               | -                    | 1,200,000            | 500,000               | 3,650,000             | -           | 5,990,000             | 14,000,000            | 34,109,000            | 37,423,000            | 32,514,000            | 30,908,000            | -                     | -                    | 160,339,000             |
|                | Medical School Academic Building Renovation                       | 9,950,000               | 140,000              | 1,000,000            | 2,260,000            | 300,000               | -                     | -           | -                     | -                     | -                     | -                     | -                     | -                     | 5,600,850             | 649,150              | 9,950,000               |
|                | Parking Garage - Health Center                                    | 8,400,000               | *                    | -                    | -                    | -                     | -                     | -           | -                     | -                     | -                     | -                     | -                     | -                     | -                     | -                    | -                       |
|                | Planning & Design Costs   | 25,000,000              | -                    | -                    | -                    | -                     | -                     | -           | 25,000,000            | -                     | -                     | -                     | -                     | -                     | -                     | -                    | 25,000,000              |
|                | Research Tower  | 49,565,000              | 315,000              | 2,800,000            | 8,820,000            | 12,000,000            | 25,630,000            | -           | -                     | -                     | -                     | -                     | -                     | -                     | -                     | -                    | 49,565,000              |
|                | Support Building Addition/Renovation                              | 100,000                 | -                    | -                    | -                    | 100,000               | -                     | -           | -                     | -                     | -                     | -                     | -                     | -                     | -                     | -                    | 100,000                 |
|                | UCHC New Construction and Renovation                              | 387,666,000             | -                    | -                    | -                    | -                     | -                     | -           | -                     | 54,700,000            | 49,391,000            | 93,177,000            | 65,986,000            | 68,641,875            | 55,770,125            | -                    | 387,666,000             |
|                | <b>Subtotal for Health Center</b>                                 | <b>\$ 775,300,000</b>   | <b>\$ 16,390,000</b> | <b>\$ 14,920,425</b> | <b>\$ 23,510,425</b> | <b>\$ 27,125,000</b>  | <b>\$ 48,430,000</b>  | <b>\$ -</b> | <b>\$ 45,000,000</b>  | <b>\$ 74,700,000</b>  | <b>\$ 88,100,000</b>  | <b>\$ 144,600,000</b> | <b>\$ 108,500,000</b> | <b>\$ 105,100,000</b> | <b>\$ 67,900,000</b>  | <b>\$ 2,624,150</b>  | <b>\$ 766,900,000</b>   |
|                | <b>Grand Total</b>  | <b>\$ 1,818,300,000</b> | <b>\$ 50,000,000</b> | <b>\$ 79,000,000</b> | <b>\$ 89,000,000</b> | <b>\$ 115,000,000</b> | <b>\$ 140,000,000</b> | <b>\$ -</b> | <b>\$ 138,800,000</b> | <b>\$ 157,200,000</b> | <b>\$ 143,000,000</b> | <b>\$ 198,000,000</b> | <b>\$ 208,500,000</b> | <b>\$ 199,500,000</b> | <b>\$ 160,900,000</b> | <b>\$ 91,000,000</b> | <b>\$ 1,769,900,000</b> |
|                | *Projects are partially/totally financed by Revenue Bonds         |                         |                      |                      |                      |                       |                       |             |                       |                       |                       |                       |                       |                       |                       |                      |                         |



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

Richard D. Gray  
*Executive Vice President  
for Administration  
and Chief Financial Officer*

June 28, 2012

TO: Members of the Board of Trustees

FROM: Richard D. Gray  
Executive Vice President for Administration and Chief Financial Officer

Mun Y. Choi  
Interim Provost & Executive Vice President for Academic Affairs

RE: Fiscal Year 2013 Deferred Maintenance/Code/ADA Renovation  
Lump Sum Project List

RECOMMENDATION:

That the Board of Trustees approve the Deferred Maintenance/Code/ADA Renovation Lump Sum Project List for FY13 in the total amount of \$7,307,575 for the Storrs-based program and \$3,000,000 for the Health Center.

BACKGROUND:

The attached FY13 proposed Deferred Maintenance/Code/ADA Renovation Lump Sum Project lists for the Storrs-based program and the Health Center represent the priority projects. The Health Center Board of Directors, at its June 11, 2012 meeting, endorsed and recommended the Health Center project list. All capital projects costing \$500,000 or more are submitted for Board action on a project by project basis.

It is anticipated that during the fiscal year some projects may change in priority, scope and cost. There may also be unexpected additions, since the Deferred Maintenance budget is often the appropriate means to address emergencies. It is for this reason that the Board reviews and acts upon Deferred Maintenance twice every year: a proposed list for the coming fiscal year and a final list for the fiscal year just closed. Board of Trustee policy requires that an annual contingency be reserved for budget over runs which, in some cases, is not utilized if the project is completed at or below budget. Upon project close out these funds are retained in deferred

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maintenance reserve for reallocation at a later date. As part of the analysis that took place prior to seeking Board of Trustee approval for FY13 DM; staff has identified \$8,590,000 in previously approved funds that will be expended during the next fiscal year. This amount has been added to the attached list of projects for which we seek approval at this time.

The proposed lists for FY13 are attached for your consideration and approval.

# University of Connecticut

## Storrs & Regional Campuses

### FY13 Deferred Maintenance/Code/ADA Renovation Lump Sum Projects

#### **Deferred Maintenance - Buildings**

Babbidge IT & Phone Functional Areas-Heating, AC & Electrical  
Pharmacy Lab Renovations  
Horsebarn Hill Arena Snow Damage Repair  
Babbidge Library-Replace Floor Covering

Subtotal \$ 3,035,000

#### **Deferred Maintenance - Infrastructure**

Annual Allotment-Replace Old Clay Pipe  
North Eagleville Road Steam System Replacement  
Water Tank #2 Repair  
Fenton River Well Field & Road Repair  
High Head Water Main Replacement

Subtotal \$ 3,580,000

#### **Code / ADA**

Environmental Compliance-Asbestos Abatement, Mold Remediation

Subtotal \$ 500,000

#### **Deferred Maintenance-Access, Appearance & Safety**

Mirror Lake Pathway Repair  
Mansfield Road Curb & Sidewalk Repair  
CLAS/Glenbrook Road Bus Stop Realignment  
Art Woods Quad Repair  
Fairfield Way Desire Paths Repair  
Glenbrook Road & Sidewalk Replacement  
Whetten, SBA, ITEB Quad Improvements  
Hillside Road Improvements  
Stairway Repair behind Garrigus Suites

Subtotal \$ 5,244,120

#### **Renovation and Lump Sum Projects**

New Faculty Renovations

Subtotal \$ 2,000,000

Total Project Allocations \$ 14,359,120

Emergency / Reserve 1,538,455

**Total \$ 15,897,575**

#### **Source of Funds**

Prior Year Reserves

\$8,590,000

FY13 Allocation

7,307,575

**Funds available in FY13 \$ 15,897,575**

# University of Connecticut Health Center

## FY13 Deferred Maintenance/Code/ADA Renovation Lump Sum Projects

### **Deferred Maintenance - Buildings**

|   |                |
|---|----------------|
| Elevator Fire Alarm Upgrades                | \$150,000      |
| Phase II Fire Alarm Upgrade - Simplex       | 280,000        |
| Upgrade Electrical Service Protectors AB043 | <u>150,000</u> |
| Subtotal                                    | \$580,000      |

### **Deferred Maintenance - Infrastructure**

|                                   |                |
|-----------------------------------|----------------|
| Main Building Sealant Replacement | \$1,300,000    |
| Sidewalk Repairs/Replacement      | 150,000        |
| Parking Lot Pavement Repairs      | <u>475,000</u> |
| Subtotal                          | \$1,925,000    |

### **Code/ADA**

|                             |          |
|-----------------------------|----------|
| Misc. Code ADA Improvements | \$25,000 |
|-----------------------------|----------|

### **Renovation and Lump Sum Projects**

|                               |           |
|-------------------------------|-----------|
| Retro Commissioning Munson Rd | \$200,000 |
|-------------------------------|-----------|

|                           |                           |
|---------------------------|---------------------------|
| Total Project Allocations | \$2,730,000               |
| Emergency / Reserve       | <u>270,000</u>            |
| <b>Total</b>              | <b><u>\$3,000,000</u></b> |



# University of Connecticut Health Center

DATE: June 28, 2012

TO: Members of the Board of Trustees

FROM: Frank M. Torti, MD, MPH  
Executive Vice President of Health Affairs  
Dean, School of Medicine

John M. Biancamano  
Chief Financial Officer

RE: Capital Spending Plan for Fiscal Year 2013 for the University of Connecticut Health Center

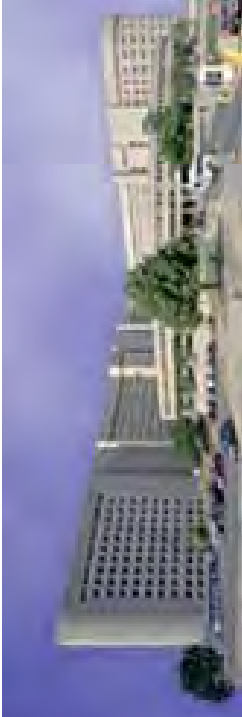
## RECOMMENDATION:

That the Board of Trustees approve the Capital Spending Plan for Fiscal Year 2013 of \$36,131,000 for the University of Connecticut Health Center.

## BACKGROUND:

The Fiscal Year 2013 Capital Spending Plan for the Health Center incorporates funds which include Research Use Allowance and Grant revenues, Departmental Funds and Cash Available from Operations for a total of \$36,131,000.

This request was reviewed and endorsed by the UCHC Finance Subcommittee on June 4, 2012 and Board of Directors on June 11, 2012.



## **Proposed Capital Spending Plan for Fiscal Year 2013 Excluding UCONN 2000**

- The capital plan is developed through the annual capital budget process with prioritization of projects vetted with the research, education, clinical and institutional support domains.
- Prioritization of funding sources emphasizes reliance on the use of operating fund support for capital activities in addition to UCONN 2000 funded projects.
- Projects for the John Dempsey Hospital are included and deemed essential to meeting the acute care service needs of our patients in the near term.



## FY 2013 Capital Budget Funding

- **Summary of Funding Sources**

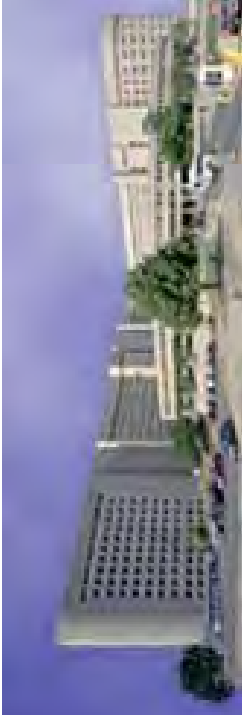
|  |    |            |
|--|----|------------|
| –Use Allowance   | \$ | 7,000,000  |
| Mandated reserve for capital expenditures derived from Federal Research Grants                         |    |            |
| –Grants  |    | 415,000    |
| Capital purchases funded by direct grant revenue   |    |            |
| –Departmental Funds  |    | 1,197,000  |
| Specific departmental funds derived from academic enhancement funds, auxiliary accounts and DCAA funds |    |            |
| –Cash Available from Operations  |    | 27,519,000 |

**Total FY 2013 Capital Budget Funding      \$      36,131,000**



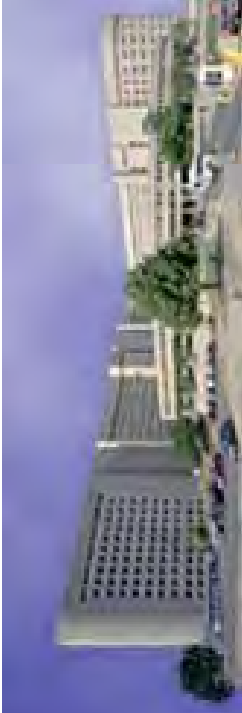
University of Connecticut  
Health Center

KNOW BETTER CARE



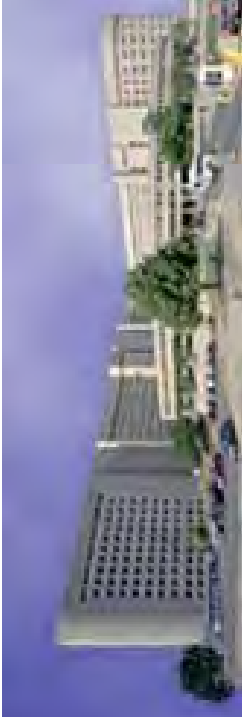
### FY 2013 Operating Cash Flow from Operations

|   |                             |
|---|-----------------------------|
| Excess (Deficiency) of Revenues over Expenses               | \$ -                        |
| Depreciation  | 31,900,000                  |
| Cash Flow from Operations                                   | <u>31,900,000</u>           |
| <b>Adjustments to Cash Flow</b>                             |                             |
| Add: Endowment Funds  | 2,090,000                   |
| Less: Principal Payments on Current Debt<br>Equipment Lease | 471,000                     |
| Less: Working Capital Needs                                 | 6,000,000                   |
| Cash Available from Operations for Capital Budget           | <u><b>\$ 27,519,000</b></u> |



## FY 2013 Capital Spending Plan - Highlights of Specific Items

|   | FY 2013<br><u>Spending Plan</u> |
|---|---------------------------------|
| <b>Use Allowance</b>  |                                 |
| HCRAC - Equipment & Renovations   | \$ 500,000                      |
| IT Projects, Equipment, PC/Printers   | 709,000                         |
| School of Dental Medicine-Strategic Plan Commitments for Start-up                 | 1,120,000                       |
| School of Medicine - Strategic Plan Commitments for Start-up                      | 3,249,000                       |
| School of Medicine and School of Dental Medicine Research Equipment & Renovations | <u>1,422,000</u>                |
|   | \$ 7,000,000                    |
|   | \$ 1,197,000                    |
|   | \$ 415,000                      |
| <b>DCAA &amp; DEPARTMENTAL FUNDS</b>  |                                 |
| <b>GRANT SPECIFIC EQUIPMENT</b>   |                                 |
| <b>School of Medicine, School of Dental Medicine, Facilities &amp; Other</b>      |                                 |
| School of Dental Medicine Capitalized Positions EMR/PACS                          | \$ 135,000                      |
| University Dentist  | 65,000                          |
| School of Dental Medicine   | 254,000                         |
| School of Medicine  | 440,000                         |
| Institutional Support - IT Projects   | 1,285,000                       |
| Institutional Support - Equipment   | 508,000                         |
| Library   | 575,000                         |
| Facilities Management (HVAC System, Auditorium Upgrades, Planning Costs)          | 1,740,000                       |
| Anechoic Chamber Relocation   | 550,000                         |
|   | <u>\$ 5,552,000</u>             |



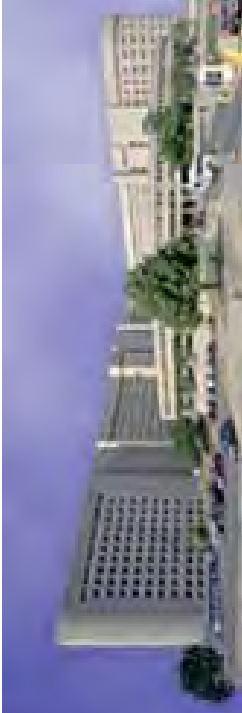
**FY 2013 Capital Spending Plan - Highlights of Specific Items**

|  | <b>FY 2013</b>              |
|--|-----------------------------|
|  | <b><u>Spending Plan</u></b> |
| <b>JDH Capital</b>   |                             |
| Dental Clinics   | \$ 306,000                  |
| Capitalized Positions- IT Projects   | 1,958,000                   |
| JDH Projects Funded Foundation   | 2,000,000                   |
| Equipment - Digital Swing Fluoro Rad Room  | 1,400,000                   |
| Equipment Contingency  | 650,000                     |
| Minor Renovations & Equipment  | 963,000                     |
| IT Applications and Equipment  | 2,805,000                   |
| Clinical Expansion to Offsite Location   | 1,119,500                   |
| Renovations - (Patient Furniture, Conversion of CCPP, Creation Space and Relocation Nursing Admin) | 490,000                     |
|  | <u>\$ 11,691,500</u>        |
| <b>UMG Capital</b>   |                             |
| IT Applications & Equipment  | \$ 2,048,000                |
| Bond Immune Stainer Machine  | 120,000                     |
| Equipment - Contingency  | 600,000                     |
| Capitalized Positions - IT Projects  | 1,217,000                   |
| Clinical Expansion to Offsite Location   | 1,119,500                   |
| Digital Radiology Room, Multiscan Reader   | 250,000                     |
| Minor Renovations & Equipment  | 135,000                     |
|  | <u>\$ 5,489,500</u>         |
| <b>BioScience CT - UCHC Funding</b>  | \$ 4,786,000                |
| <b>Total Proposed Capital Budget</b>   | <u><u>\$ 36,131,000</u></u> |



University of Connecticut  
Health Center

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### FY 2013 Clinical IT Projects

#### JDH Capital

|   |                     |
|---|---------------------|
| Cancer Center EMR                               | \$ 850,000          |
| ICD 10 Upgrades                                 | 350,000             |
| Enterprise Hardware                             | 250,000             |
| SoftID Phlebotomy Positive Patient ID Software  | 185,000             |
| Voice Recognition Software/Hardware             | 160,000             |
| DSS Upgrade                                     | 140,000             |
| OR Replacement PACS Workstations                | 120,000             |
| Network Switching Projects                      | 100,000             |
| Other Projects                                  | 650,000             |
| Information Technology Applications & Equipment |                     |
|   | <u>\$ 2,805,000</u> |

#### UMG Capital

|   |                     |
|---|---------------------|
| Enterprise Storage                              | \$ 250,000          |
| NextGen Clinic Hardware                         | 260,000             |
| NextGen HIE Module                              | 315,000             |
| Voice Recognition Software/Hardware             | 350,000             |
| Miscellaneous IT Projects and equipment         | 873,000             |
| Information Technology Applications & Equipment |                     |
|   | <u>\$ 2,048,000</u> |





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

Richard D. Gray  
*Executive Vice President  
for Administration  
and Chief Financial Officer*

June 28, 2012

TO: Members of the Board of Trustees

FROM: Richard D. Gray  
Executive Vice President for Administration and Chief Financial 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:

- Decrease Avery Point Renovation by \$302,813 for a total fiscal year 2010-2011 bond authorization for such project of \$197,187; and
- Increase Avery Point Campus Undergraduate and Library Building by \$302,813 for a total fiscal year 2010-2011 bond authorization for such project of \$1,802,813.

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. On January 26, 2011 and April 13, 2011 the Board amended the Sixteenth Supplemental Indenture to make certain reallocations of bond authorizations among capital projects.

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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**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 U.S. Bank National Association), as trustee (the “Master Indenture”); and

**WHEREAS**, on January 26, 2011 and April 13, 2011 the Board amended the Sixteenth Supplemental Indenture to make certain reallocations of bond authorizations as set forth in Appendix A.

**WHEREAS**, on December 8, 2011, the University, in conjunction with the Treasurer of the State of Connecticut issued the University’s General Obligation Bonds, 2011 Series A in the aggregate principal amount of \$179,730,000 with sale proceeds in the amount of \$200,000,000 to finance the Fiscal Year 2010-2011 and a portion of the Fiscal Year 2011-2012 bond authorizations; 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) decrease Avery Point Renovation by \$302,813 for a total Fiscal Year 2010-2011 bond authorization for such project of \$197,187; and (b) increase Avery Point Campus Undergraduate and Library Building by \$302,813 for a total Fiscal Year 2010-2011 bond authorization for such project of \$1,802,813 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)<sup>1</sup>**

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

| UCONN 2000 Projects*   | UCONN 2000<br>Phase III<br>Total<br>Needed-<br>D.S.C. Bonds** | Fiscal Year<br>2010-2011<br>Bond<br>Authorization <sup>(2)</sup> | UCONN 2000<br>Phase III<br>Prior D.S.C. Bond<br>Authorization*** |
|--|---|--|--|
| <b>--<u>Storrs and Regional Campuses</u></b>                 |   |  |  |
| Arjona and Monteith (new classroom buildings)                | \$ 121,000,000  | \$ 45,900,000  | \$ 49,100,000.00   |
| Avery Point Campus Undergraduate and Library Building        | 13,102,813  | 1,802,813  | 2,050,000.00   |
| Avery Point Renovation                                       | 5,520,187   | 197,187  | 447,282.54   |
| Biobehavioral Complex Replacement                            | 5,000,000   | 1,000,000  | 100,000.00   |
| Bishop Renovation  | 6,000,000   | 100,000  |  |
| Deferred Maintenance/Code/ADA Renovation Lump Sum            | 241,784,741   | 24,225,000   | 121,391,292.46   |
| Engineering Building (with Environmental Research Institute) | 60,500,000  | 2,500,000  | 2,500,000.00   |
| Equipment, Library Collections & Telecommunications          | 82,641,496  | 2,500,000  | 48,914,575.00  |
| Fine Arts Phase II   | 23,000,000  | 600,000  | 2,250,000.00   |
| Floriculture Greenhouse                                      | 6,750,000   | 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                      | 25,170,550  | 2,000,000  | 750,000.00   |
| Storrs Hall Addition   | 15,115,000  | 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                           | 17,519,930  | 2,095,000  | 750,000.00   |
| <b>Subtotal – Storrs and Regional Campuses</b>               |   | <b><u>\$93,800,000</u></b>                                       |  |

|   |               |                      |               |
|---|---------------|----------------------|---------------|
| <b>--Health Center</b>                                |               |                      |               |
| CLAC Renovation Biosafety Level 3 Lab                 | \$ 15,000,000 | 35,000               | 1,280,000.00  |
| Deferred Maintenance/Code/ADA Renovation Sum —        |               |                      |               |
| Health Center   | 45,434,150    | 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                              | 160,339,000   | 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>  |               |
| <b>Total Fiscal Year 2010-2011 Bond Authorization</b> |               | <b>\$138,800,000</b> |               |

\*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.

<sup>(1)</sup> The Board of Trustees approved the Sixteenth Supplemental Indenture on June 10, 2010 and amended it on January 26, 2011, April 13, 2011 and June 28, 2012.

<sup>(2)</sup> 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.




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

Richard D. Gray  
*Executive Vice President  
for Administration  
and Chief Financial Officer*

June 28, 2012

TO: Members of the Board of Trustees

FROM: Richard D. Gray   
Executive Vice President for Administration and Chief Financial Officer

RE: Revised Allocation of Bond Authorizations as set forth in the Seventeenth 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 Seventeenth Supplemental Indenture, as follows:

- Increase Floriculture Greenhouse by \$750,000 for a total fiscal year 2011-2012 bond authorization for such project of \$3,750,000; and
- Decrease Heating Plant Upgrade by \$750,000 for a total fiscal year 2011-2012 bond authorization for such project of \$7,250,000.

BACKGROUND:

The Board of Trustees approved the Seventeenth Supplemental Indenture on June 23, 2011 supplementing the Master Indenture of Trust dated November 1, 1995. The Governor signed the Seventeenth Supplemental Indenture on July 27, 2011.

Appendix A, attached hereto, lists the projects and the amount of bond proceeds authorized for each project for Fiscal Year 2011-2012, 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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**RESOLUTION AMENDING THE SEVENTEENTH SUPPLEMENTAL INDENTURE  
TO REALLOCATE FISCAL YEAR 2011-2012  
GENERAL OBLIGATION BOND AUTHORIZATIONS**

**WHEREAS**, on June 23, 2011, the University of Connecticut (the “University”), by vote of its Board of Trustees, approved the Seventeenth Supplemental Indenture (the “Seventeenth 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 U.S. Bank National Association), as trustee (the “Master Indenture”); and

**WHEREAS**, on December 8, 2011, the University, in conjunction with the Treasurer of the State of Connecticut issued the University’s General Obligation Bonds, 2011 Series A in the aggregate principal amount of \$179,730,000 with sale proceeds in the amount of \$200,000,000 to finance the Fiscal Year 2010-2011 and a portion of the Fiscal Year 2011-2012 bond authorizations; and

**WHEREAS**, it has been determined that the allocations for the proceeds of the bonds authorized by the Seventeenth 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 Seventeenth Supplemental Indenture to restate the bond authorizations as set forth in Appendix A of the Seventeenth Supplemental Indenture.

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

That Appendix A to the Seventeenth Supplemental Indenture hereby is amended to reallocate the Fiscal Year 2011-2012 bond authorization amongst projects as follows: (a) increase Floriculture Greenhouse by \$750,000 for a total Fiscal Year 2011-2012 bond authorization for such project of \$3,750,000; and (b) decrease Heating Plant Upgrade by \$750,000 for a total Fiscal Year 2011-2012 bond authorization for such project of \$7,250,000 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.

**SEVENTEENTH SUPPLEMENTAL INDENTURE**  
**UCONN 2000 INFRASTRUCTURE IMPROVEMENT PROGRAM**  
**FISCAL YEAR 2011-2012**  
**UCONN 2000 BOND AUTHORIZATIONS**  
**SERIES \_\_\_ BOND PROJECTS**

| UCONN 2000 Projects*   | UCONN 2000<br>Phase III<br>Total (\$) Needed –<br>D.S.C. Bonds** | Fiscal Year<br>2011-2012<br>Bond<br>Authorization <sup>(2)</sup> | UCONN 2000 Phase<br>III<br>Prior D.S.C. Bond<br>Authorization *** |
|--|--|--|---|
| <b>--Storrs and Regional Campuses</b>                        |  |  |   |
| Arjona and Monteith (new classroom buildings)                | \$ 121,000,000   | \$ 1,000,000   | \$ 95,000,000.00  |
| Avery Point Campus Undergraduate and Library Building        | 13,102,813   | 5,600,000  | 3,852,813.00  |
| Beach Hall Renovations                                       | 8,000,000  | 2,000,000  | 1,500,000.00  |
| Biobehavioral Complex Replacement                            | 5,000,000  | 1,900,000  | 1,100,000.00  |
| Bishop Renovation  | 6,000,000  | 1,900,000  | 100,000.00  |
| Deferred Maintenance/Code/ADA Renovation Lump Sum            | 241,784,741  | 4,286,079  | 145,616,292.46  |
| Engineering Building (with Environmental Research Institute) | 60,500,000   | 3,497,000  | 5,000,000.00  |
| Equipment, Library Collections & Telecommunications          | 82,641,496   | 13,226,921   | 51,414,575.00   |
| Fine Arts Phase II   | 23,000,000   | 1,900,000  | 2,850,000   |
| Floriculture Greenhouse                                      | 6,750,000  | 3,750,000  | 3,000,000.00  |
| Gant Building Renovations                                    | 93,600,000   | 6,500,000  | 2,750,000.00  |
| Heating Plant Upgrade  | 30,000,000   | 7,250,000  | -   |
| Koons Hall Renovation/Addition                               | 7,000,000  | 200,000  | 1,100,000.00  |
| Law School Renovations/Improvements                          | 19,500,000   | 2,350,000  | 15,150,000.00   |
| Manchester Hall Renovation                                   | 6,000,000  | 2,000,000  | -   |
| Mansfield Training School Improvements                       | 8,500,000  | 500,000  | 3,000,000.00  |
| North Hillside Road Completion                               | 8,200,000  | 500,000  | 1,500,000.00  |
| Old Central Warehouse  | 2,126,000  | 1,000,000  | 126,000.00  |
| Psychology Building Renovation/Addition                      | 25,170,550   | 2,900,000  | 2,750,000.00  |
| Residential Life Facilities                                  | 6,800,000  | 2,500,000  | 1,800,000.00  |
| Storrs Hall Addition   | 15,115,000   | 8,585,000  | 6,530,000.00  |
| Torrey Renovation Completion and Biology Expansion           | 85,000,000   | 500,000  | 1,000,000.00  |
| West Hartford Campus Renovations/Improvements                | 12,650,000   | 2,000,000  | 8,400,000.00  |
| Young Building Renovation/Addition                           | 17,519,930   | 6,655,000  | 2,845,000.00  |
| <b>Subtotal – Storrs and Regional Campuses</b>               |  | <b>\$82,500,000</b>  |   |

|  |               |                      |              |
|--|---------------|----------------------|--------------|
| <b>--Health Center</b>   |               |                      |              |
| Deferred Maintenance/Code/ADA Renovation Sum —<br>Health Center                | \$ 45,434,150 | \$ 3,000,000         | \$28,505,125 |
| Dental School Renovation   | 5,000,000     | 500,000              | 4,500,000    |
| Equipment, Library Collections & Telecommunications —<br>Health Center         | 63,595,850    | 2,500,000            | 49,905,725   |
| Main Building Renovation   | 160,339,000   | 14,000,000           | 11,385,000   |
| The University of Connecticut Health Center New<br>Construction and Renovation | 387,666,000   | 54,700,000           | -            |
| <u>Subtotal – Health Center</u>  |               | <u>\$74,700,000</u>  |              |
| <b>Total Fiscal Year 2011-2012 Bond Authorization</b>                          |               | <b>\$157,200,000</b> |              |

\*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 Seventeenth Supplemental Indenture on June 23, 2011 and amended it on June 28, 2012.

(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.



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

Richard D. Gray  
*Executive Vice President  
for Administration  
and Chief Financial Officer*

June 28, 2012

TO: Members of the Board of Trustees

FROM: Richard D. Gray  
Executive Vice President for Administration and Chief Financial Officer

RE: Eighteenth Supplemental Indenture Authorizing University of Connecticut  
General Obligation Bonds

RECOMMENDATION:

That the Board of Trustees approve the Eighteenth Supplemental Indenture, substantially in the form attached hereto, authorizing University of Connecticut General Obligation Bonds secured by the State of Connecticut's (the "State") Debt Service Commitment in an amount not to exceed \$143,000,000, plus costs of issuance plus \$96,000,000 carried forward from the Seventeenth Supplemental Indenture.

BACKGROUND:

The University of Connecticut's (the "University") General Obligation Bonds authorized by the UCONN 2000 Act (Sections 10a-109a to 10a-109y, inclusive, of the Connecticut General Statutes, as amended) are secured by a Master Indenture of Trust by and between the University and U.S. Bank National Association, dated as of November 1, 1995, as amended (the "Master Indenture") which provides that each new issue of bonds be issued pursuant to a supplemental indenture. For bonds secured by the State Debt Service Commitment, the law sets maximum annual amounts that the University, through its Board of Trustees, may issue.

The Eighteenth Supplemental Indenture authorizes the appropriations for and issuance of bonds in the maximum amount of \$143,000,000, plus costs of issuance to finance Fiscal Year 2013 Phase III projects, plus \$96,000,000 carried forward from the Seventeenth Supplemental Indenture, Phase III includes projects at Storrs, the Regional Campuses and the UConn Health Center.

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The Eighteenth Supplemental Indenture also authorizes that the exact amount of the bonds be determined at the time of issuance depending on cash expenditure requirements for twelve months or less following issuance. Appendix A of the Eighteenth Supplemental Indenture lists the UCONN 2000 projects that may be financed by the bonds (excluding the projects financed by the carry forward amounts).

This recommendation will serve as the Board of Trustees' resolution for approval of the Eighteenth Supplemental Indenture and for the series of bonds to be issued in accordance therewith. The resolution, with supplemental information, as appropriate, will be sent to the Governor for approval. If the Governor chooses not to exercise his statutory authority to approve or disapprove the resolution within 30 days of its submission, it will be deemed approved in accordance with the Act.

UNIVERSITY OF CONNECTICUT

as Issuer

and

U.S. BANK NATIONAL ASSOCIATION

as Trustee

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EIGHTEENTH SUPPLEMENTAL INDENTURE

AUTHORIZING

THE UNIVERSITY OF CONNECTICUT  
GENERAL OBLIGATION BONDS

(Secured by the State Debt Service Commitment)

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Dated as of \_\_\_\_\_

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**EIGHTEENTH SUPPLEMENTAL INDENTURE  
AUTHORIZING THE ISSUANCE OF  
THE UNIVERSITY OF CONNECTICUT  
GENERAL OBLIGATION BONDS  
(SECURED BY THE STATE DEBT SERVICE COMMITMENT)**

**ARTICLE I**

**Definitions and Statutory Authority**

101. **Eighteenth Supplemental Indenture.** This Eighteenth Supplemental Indenture authorizing the Bonds is supplemental to, and constitutes a Supplemental Indenture within the meaning of, and is adopted in accordance with Article X of the General Obligation Master Indenture of Trust between the University of Connecticut ( the “University”) and the Trustee dated as of November 1, 1995 (the “Indenture”) as amended and supplemented to the date hereof, the form of which was approved by the State Bond Commission as required by Section 10a-109g of the General Statutes of Connecticut.

102. **Definitions.** All terms defined, and the rules of construction set forth, in Article I of the Indenture shall have the same meanings in this Eighteenth Supplemental Indenture as such terms are given in such Article I except that, as used in this Eighteenth Supplemental Indenture, the following terms shall have the following respective meanings, unless the context shall otherwise require:

“**Authorized Officer’s Certificate**” means a copy of a resolution of the Board of Trustees certified by an Authorized Officer.

“**Authorized Officer for Sale Purposes**” means the Authorized Officer, who shall be an officer, official or trustee serving on the financial affairs committee of the Board of Trustees.

“**Bond Insurance Policy**” means the municipal bond insurance policy, if any, issued by the Bond Insurer that guarantees payment of principal of and interest on the Bonds and constitutes a Bond Facility under the Indenture.

“**Bond Insurer**” means a financial guaranty insurance company, if any, or any successor thereto which insures the Bonds as provided in the Certificate of Determination.

“**Bonds**” means any series of bonds issued pursuant to this Eighteenth Supplemental Indenture.

“**Certificate of Determination**” means the certificate of determination of the Treasurer required by section 502 hereof and otherwise referenced herein.

“**Eighteenth Supplemental Indenture**” means this Eighteenth Supplemental Indenture dated as of \_\_\_\_\_, as may be amended from time to time, authorizing the Bonds.

**“Indenture”** means the General Obligation Master Indenture of Trust between the University and the Trustee dated as of November 1, 1995, as from time to time amended or supplemented.

**“Insured Bonds”** means any series or certain maturities in any series of bonds to be insured by a municipal bond new issue insurance policy to be issued simultaneously with the delivery of Bonds by the Bond Insurer.

**“Official Statement”** means the official statement of the University relating to the Bonds.

**“Preliminary Official Statement”** means the preliminary official statement of the University relating to the Bonds.

**“Principal”** or **“principal”** means the principal amount of each Bond payable at maturity.

**“Principal Amount”** means the outstanding principal of a Bond.

**“Underwriters”** means the initial purchasers of the Bonds pursuant to a bond purchase agreement duly executed by the University, the Treasurer and such purchasers.

103. **Authority for the Eighteenth Supplemental Indenture.** This Eighteenth Supplemental Indenture is entered into by the University and the Trustee pursuant to the provisions of the Act and the Indenture.

## ARTICLE II

### Authorization, Terms and Issuance of Bonds

201. **Authorization of Fiscal Year 2012-2013 Bonds, Maximum Amount, Delegation, Designation and Pledge.** Bonds for Fiscal Year ending June 30, 2013 entitled to the benefit, protection and security of the Act and Indenture, and constituting Bonds to be secured by the State Debt Service Commitment are hereby authorized to be issued under the Indenture and pursuant to the Act in a maximum amount not to exceed \$143,000,000 for the UConn Projects as set forth in Appendix A (attached hereto and hereby made a part hereof) and constituting UConn 2000 Projects (provided nothing herein shall preclude the amendment of Appendix A pursuant to the Act and in accordance with the Indenture and as provided by Appendix A), plus the amount of the Costs of Issuance to be funded from the proceeds of such Bonds.

The amount of \$96,000,000 authorized but unissued under the Seventeenth Supplemental Indenture approved on June 10, 2010, as amended is carried forward to Fiscal Year 2012-2013 in accordance with the Act.

The exact amount of the Bonds to be issued under this Eighteenth Supplemental Indenture is hereby delegated to and is to be determined by a certificate of, the Authorized Officer for Sale Purposes in accordance with Section 7(a)(2) of the Act respecting the anticipated cash expenditure requirements for authorized UConn 2000 Projects within the year following issuance plus not more than twenty (20%) percent in excess thereof, provided that such amount shall not exceed \$143,000,000 (plus Costs of Issuance and any carry forward amounts). The amount of the balance

of Bonds herein authorized for Fiscal Year ending 2013 and not funded by the Bonds shall be issued subsequently pursuant to an additional Certificate of Authorized Officer for Sale Purposes as an additional series of Bonds hereunder or pursuant to a Supplemental Indenture or Supplemental Indentures depending on the remaining cash expenditure requirements respecting each UConn 2000 Project theretofore authorized by a Supplemental Indenture.

The Bonds shall be designated as and shall be distinguished from other Bonds by the additional title “\_\_\_\_\_ Series \_\_\_” or such other designation or designations of “Series \_\_\_” inserting the applicable number and letter, respectively, reflecting the year and series issued, as provided in the Certificate of Determination, pursuant to and subject to the terms, conditions and limitations established in the Indenture, this Eighteenth Supplemental Indenture, an Authorized Officer’s Certificate and the Treasurer’s Certificate of Determination. In accordance with the Act, the amount of the State Debt Service Commitment in each fiscal year is hereby pledged for the punctual payment of the Special Debt Service Requirements on the Bonds as the same arise and shall become due and payable.

202. **Purposes.** The Bonds will be issued and used to provide funds for deposit in the following accounts of the Bond Proceeds Fund: (i) Construction Account, which, pursuant to Section 602 of the Indenture unless otherwise provided by a Supplemental Indenture, shall be held and maintained by the Trustee, for construction and equipping of certain facilities (or reimbursement to the University for funds expended therefor) that are included and that have been authorized as a UCONN 2000 Project by the Board of Trustees and (ii) Cost of Issuance Account, which, pursuant to Section 602 of the Indenture unless otherwise provided by a Supplemental Resolution, shall be held and maintained by the Treasurer, to pay or provide for the Bonds costs of issuance. The Treasurer and University shall cause the proceeds from the sale of the Bonds to be so deposited in the Bond Proceeds Fund. Monies in the Construction Account respecting the proceeds of the Bonds heretofore issued may be disbursed from time to time pursuant to Section 603 of the Master Indenture, particularly paragraph (5) thereof, for any such UConn 2000 Project but not in excess of the aggregate amount authorized for such UConn 2000 Project by the Board of Trustees.

203. **Interest Payments.** The Bonds shall bear interest from their respective dates, payable on the date or dates, and at the rates as shall be determined by the Treasurer in the Certificate of Determination. Except as otherwise may be provided in such Certificates, interest shall be computed on the basis of a 360-day year consisting of 12 months of 30 days each.

204. **Form, Denomination, Numbers and Letters.** The Bonds shall be in fully registered form and shall initially be registered in the name of Cede & Co., as nominee of The Depository Trust Company, New York, New York (“DTC”), which will act as securities depository for the Bonds. The Bonds shall be in denominations to be determined by the Treasurer in the Certificate of Determination. The Bonds shall be lettered “AR-\_\_\_” or such other letters provided in the Certificate of Determination. Each such letter shall be followed by the number of the Bonds. The Bonds shall be numbered consecutively from one upward in order of issuance.

205. **Places of Payment and Paying Agent.** So long as all of the Bonds are registered in the name of Cede & Co., as nominee of DTC, or any other nominee of DTC or its successor as securities depository, Principal, Sinking Fund Installments, if any, Redemption Price of and interest on the Bonds shall be payable from the Trustee to DTC or its successor as securities depository for the Bonds, as determined by the Treasurer in the Certificate of Determination. If any of the Bonds

shall no longer be registered in the name of a nominee of DTC or any successor securities depository or its nominee, interest on the Bonds shall be payable by check mailed to the registered owners of the Bonds, and Principal, Sinking Fund Installments, if any, or Redemption Price of the Bonds shall be payable at the principal corporate trust office of the Paying Agent for the Bonds.

206. **Sale.** Pursuant to Sections 7(e) and (f) of the Act, the Treasurer is authorized by the Act to sell the Bonds by negotiation or public competitive sale, in such manner, at such price or prices, at such time or times, in one or more series, and on such terms and conditions as the Treasurer shall determine to be in the best interests of the State and University. The terms and particulars of each such sale, the receipt of each proposal and each award of the Bonds and all other action appropriate or necessary in connection therewith shall be set by the Treasurer, including the selection of the Trustee pursuant to Article VIII of the Indenture, in conjunction with the Authorized Officer for Sale Purposes to whom such matters are hereby delegated and shall be recited in the Treasurer's Certificate of Determination, and confirmed by the Authorized Officer for Sale Purposes.

207. **Execution.** The Bonds shall be signed in the name of the University by the manual or facsimile signature of its President and the seal of the University (or a facsimile thereof) shall be affixed, imprinted, engraved or otherwise reproduced thereon and attested by an Authorized Officer. The Bonds shall be authenticated manually by the Trustee in accordance with the provisions of the Indenture.

208. **Delivery and Application of Bond Proceeds.** After their execution as provided herein and in the Indenture, the Bonds shall be delivered to the Trustee for authentication as provided in the Indenture and shall thereupon be delivered to the Underwriters upon receipt by the Trustee of the purchase price therefor in accordance with the documents of sale and upon satisfaction of the conditions contained therein and in the Indenture. The proceeds of the Bonds shall be deposited in the Bond Proceeds Fund in the amounts and for the Construction Account and Costs of Issuance Account, as more particularly set forth in the Certificate of Determination of the Treasurer.

209. **Defeasance.** Pursuant to Section 1001(1)(b) of the Master Indenture, for purposes of the Bonds, Section 1402(c) of the Master Indenture is hereby amended in its entirety as follows.

(c) in the event said Bonds are not by their terms subject to redemption within the next succeeding 60 days, the University shall have given the Trustee in form satisfactory to it irrevocable instructions to mail at least once, or to publish at least twice at an interval of not less than seven days between publications in an Authorized Newspaper, as soon as practicable, a notice to the Holders of such Bonds that the deposit required by (b) above has been made with the Trustee and that said Bonds are deemed to have been paid in accordance with this Section and stating such maturity or redemption date upon which moneys are to be available for the payment of the principal or Redemption Price, if applicable, on said Bonds.

## ARTICLE III

### Form of the Bonds

301. **Form of the Bonds.** The Bonds shall be substantially in the form set forth in the Indenture with such additions or deletions anticipated by this Eighteenth Supplemental Indenture as are set forth in the Certificate of Determination.

## ARTICLE IV

### Tax Covenant

401. **Tax Exemption.** In order to maintain the exclusion from gross income for purposes of federal income taxation of interest on the Bonds, the University hereby covenants to comply with the provisions of the Code, and any regulations or rulings issued thereunder, applicable to the Bonds. Further, the University covenants that it will not take any action or fail to take any action that would cause the Bonds to be “arbitrage bonds” within the meaning of Section 148(a) of the Code. In fulfilling the covenants set forth in this Section, the University hereby agrees to instruct all parties acting by or on behalf of the University or in any manner with respect to the Bonds regarding all acts necessary to satisfy and fulfill such covenants.

## ARTICLE V

### Miscellaneous

501. **No Recourse.** No recourse shall be had for the payment of the principal of or interest on the Bonds or for any claim based thereon or on this Eighteenth Supplemental Indenture against any member of the Board of Trustees, nor the State Bond Commission or any officer of the University or the State or any person executing the Bonds and neither the members of the Board of Trustees or the State Bond Commission nor officers of the University or the State nor any person executing the Bonds, or with respect to execution of documents hereinafter mentioned, including the Preliminary Official Statement, the Official Statement and any Bond Purchase Agreement, Tax Regulatory Agreement or documents in connection with the authorization, issuance and sale of the Bonds shall be liable personally thereon or be subject to any personal liability or accountability by reason of the issuance or execution thereof. Pursuant to Section 19 of the Act, the provisions of Sections 4-165 and 5-141d of the General Statutes shall apply to any employee or official of the University or other State agency who is discharging his duties or acting within the scope of his employment in furtherance of the UCONN 2000 Infrastructure Improvement Program.

502. **Delegation of Authority to Treasurer and to Authorized Officer for Sale Purposes.**

(A) The Treasurer is delegated, pursuant to the Act on behalf of the University and subject in all respects to the Indenture, the authority to determine with respect to the Bonds the date or dates and maturities (provided, however, that the Bonds issued to finance equipment and collections shall mature not later than five (5) years from their dated date and the Bonds issued to finance any other purpose shall mature not later than thirty (30) years from their dated date);

provisions for either serial or term bonds, sinking fund requirements, if any; due dates of interest; denominations; the terms, if any, of optional or extraordinary redemption, with or without premium; time or times of sale (subject to the cash flow requirements of the University to cover the cost of the UCONN 2000 Infrastructure Improvement Program) and manner of sale; interest rates and limitations with respect thereto; provisions for receipt and deposit or investment of the good faith deposit pending delivery; and such other terms and conditions of the Bonds and of the issuance and sale thereof as the Treasurer may determine to be in the best interests of the State and University. The Treasurer shall file a Certificate of Determination with the University and Secretary of the State Bond Commission on or before the date of delivery of the Bonds setting forth the details and particulars of the Bonds determined by her in accordance with this delegation. Such Certificate of Determination shall be delivered to the Trustee on or before the date of closing of the Bonds.

(B) The Treasurer is also delegated, pursuant to the Act and, in accordance with Section 4(a)(5) of the Act pursuant to certain provisions of Section 3-20 of the General Statutes of the State of Connecticut, as amended, the authority to enter into agreements in consultation with the University (through an Authorized Officer) with respect to the issuance and sale of the Bonds, including financial advisory agreements, bond purchase agreements, tax regulatory agreements, and agreements with respect to security for the Bonds.

(C) The Authorized Officer for Sale Purposes or the Vice-President and Chief Financial Officer is hereby delegated and the Treasurer is further delegated, pursuant to the Act, the authority to approve the final terms of and publication and distribution of the Official Statement in connection with the offering and sale of the Bonds and to sign and certify that the Preliminary Official Statement is an official statement that the University deems final as of its date for purposes of Rule 15c-2-12 of the Securities and Exchange Commission (“Rule 15c-2-12”), except for certain permitted omissions described in paragraph (b)(1) of Rule 15c-2-12. The mailing, publication and distribution of the Preliminary Official Statement is hereby approved. The Treasurer, in conjunction with the Authorized Officer for Sale Purposes or the Vice-President and Chief Financial Officer, is further authorized and directed to sign any amendment or supplement or certificate with respect to the Official Statement or the Preliminary Official Statement that may, in the Treasurer’s judgment, be necessary or appropriate on or before the date of delivery of the Bonds.

(D) Subsequent to adoption of the resolution of the Board of Trustees authorizing the Eighteenth Supplemental Indenture, the Authorized Officer for Sale Purposes is hereby authorized to make such changes, insertions, deletions or provisions to the Eighteenth Supplemental Indenture, not materially inconsistent with the intent of the provisions of the Eighteenth Supplemental Indenture as so adopted as may be necessary or appropriate to respond to the requirements of the Governor, the Treasurer, the Underwriters of the Bonds, the Bond Insurer, if any, or the rating agencies with respect to the Eighteenth Supplemental Indenture as evidenced by approval of the Certificate of Determination and may rely on a Counsel’s Opinion for advice with respect to the foregoing. In addition, any Authorized Officer is authorized and directed to sign other documents ancillary to the authorization, issuance and delivery of the Bonds within the scope of such Authorized Officer’s duties at the University and under the Act.

**503. Declaration of Official Intent.** The University reasonably expects to incur expenditures (the “Expenditures”) in connection with the Bond projects of which a general functional description is contained in Appendix A attached hereto (collectively, the “Project”). The University reasonably expects to reimburse itself for the cost of Expenditures with respect to the

Project with the proceeds of Bonds, tax-exempt obligations to be issued by the University, not later than eighteen (18) months after the later of the date the original Expenditure is paid or the date the Project is placed in service or abandoned, but in no event more than three (3) years after the original Expenditure is paid. The maximum principal amount of such debt with respect to the Project is not expected to exceed \$143,000,000. This declaration of official intent is a declaration of official intent made pursuant to Section 1.150-2 of the Regulations.

**IN WITNESS WHEREOF**, the University of Connecticut has caused this Eighteenth Supplemental Indenture to be signed by its President and sealed the same with its seal attested by an Authorized Officer, and the Trustee, for itself and its successor or successors, has caused this Eighteenth Supplemental Indenture to be signed and sealed by its duly authorized officer and has by its execution hereof signified its acceptance of the trust hereby created and imposed.

THE UNIVERSITY OF CONNECTICUT

By: \_\_\_\_\_  
Susan Herbst  
Its President

(SEAL)

ATTEST:

By: \_\_\_\_\_  
Richard D. Gray  
Its Executive Vice President and Chief Financial Officer

U.S. BANK NATIONAL ASSOCIATION,  
as Trustee

Date: \_\_\_\_\_

By: \_\_\_\_\_  
Name:  
Title:

**EIGHTEENTH SUPPLEMENTAL INDENTURE**  
**UCONN 2000 INFRASTRUCTURE IMPROVEMENT PROGRAM**  
**FISCAL YEAR 2012-2013**  
**UCONN 2000 BOND AUTHORIZATIONS**  
**\_\_\_\_\_ SERIES \_\_\_ BOND PROJECTS**

| UCONN 2000 Projects*  | UCONN 2000<br>Phase III<br>Total (\$) Needed –<br>D.S.C. Bonds** | Fiscal Year<br>2012-2013<br>Bond<br>Authorization <sup>(2)</sup> | UCONN 2000 Phase<br>III<br>Prior D.S.C. Bond<br>Authorization *** |
|---|--|--|---|
| <b>--Storrs and Regional Campuses</b>                                       |  |  |   |
| Arjona and Monteith (new classroom buildings)                               | \$ 121,000,000   | \$5,500,000  | \$ 96,000,000.00  |
| Avery Point Campus Undergraduate and Library Building                       | 13,102,813   | 1,172,495  | 9,452,813.00  |
| Deferred Maintenance/Code/ADA Renovation Lump Sum                           | 241,784,741  | 7,307,575  | 149,902,371.46  |
| Engineering Building (with Environmental Research Institute)                | 60,500,000   | 4,000,000  | 8,497,000.00  |
| Equipment, Library Collections & Telecommunications                         | 82,641,496   | 1,500,000  | 64,641,496.00   |
| Fine Arts Phase II  | 23,000,000   | 1,550,000  | 4,750,000.00  |
| Gant Building Renovations   | 93,600,000   | 2,000,000  | 9,250,000.00  |
| North Hillside Road Completion  | 8,200,000  | 2,500,000  | 2,000,000.00  |
| Old Central Warehouse   | 2,126,000  | 1,000,000  | 1,126,000.00  |
| Psychology Building Renovation/Addition                                     | 25,170,550   | 15,850,000   | 5,650,000.00  |
| Residential Life Facilities   | 6,800,000  | 2,500,000  | 4,300,000.00  |
| Torrey Renovation Completion and Biology Expansion                          | 85,000,000   | 2,000,000  | 1,500,000.00  |
| Young Building Renovation/Addition  | 17,519,930   | 8,019,930  | 9,500,000.00  |
| <u>Subtotal – Storrs and Regional Campuses</u>                              |  | <u>\$54,900,000</u>  |   |
| <b>--Health Center</b>  |  |  |   |
| Deferred Maintenance/Code/ADA Renovation Sum — Health Center                | 45,434,150   | \$3,000,000  | 31,505,125.00   |
| Equipment, Library Collections & Telecommunications — Health Center         | 63,595,850   | 1,600,000  | 52,405,725.00   |
| Main Building Renovation  | 160,339,000  | 34,109,000   | 25,385,000.00   |
| The University of Connecticut Health Center New Construction and Renovation | 387,666,000  | 49,391,000   | 54,700,000.00   |
| <u>Subtotal – Health Center</u>   |  | <u>\$88,100,000</u>  |   |
| <b>Total Fiscal Year 2012-2013 Bond Authorization</b>                       |  | <b>\$143,000,000</b>   |   |

\*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.

<sup>(1)</sup> The Board of Trustees approved the Eighteenth Supplemental Indenture on June 28, 2012.

<sup>(2)</sup> 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.