

**BOARD OF REGENTS
MINUTES OF THE MEETING
January 27, 2022**

Contents

1	Roll Call	1
2	Approval of the Agenda	1
3	Authorization to Enter into Food Service Contract with Sodexo	1-2; 4-5
4	South Dakota Building Authority Revenue Bonds, Series 2022B	2-3; 6-22
5	DSU Applied Research Lab Preliminary Facility Statement	3; 23-25
6	2022 Legislative Session Update	3
	ADJOURN	3

**BOARD OF REGENTS
MINUTES OF THE MEETING
Board of Regents Central Office (Teleconference)
Pierre, South Dakota
January 27, 2022**

The South Dakota Board of Regents convened by teleconference at 4 p.m. Central Time on January 27, 2022, with the following members in attendance:

ROLL CALL:

Brown – PRESENT
Rave – PRESENT
Venhuizen – PRESENT
Wink – PRESENT
Thares – PRESENT
Roberts – PRESENT
Bastian – PRESENT

Also present were Dr. Brian L. Maher, Executive Director and CEO; members of the system office and other members of the regental system.

Regent Bastian called the public meeting of the Board of Regents to order at 4 p.m. and declared a quorum present.

APPROVAL OF THE AGENDA

IT WAS MOVED by Regent Wink, seconded by Regent Venhuizen, to approve the agenda as published. Motion passed.

AUTHORIZATION TO ENTER INTO FOOD SERVICE CONTRACT WITH SODEXO

Heather Forney, System Vice President of Finance & Administration, explained that the Board of Regents issued a request for proposals (RFP) for a system-wide food contract as recommended by the Senate Bill 55 Task Force. Proposals were submitted by three vendors, with the top two finalists interviewed in Pierre on November 30, 2021.

Sodexo America, LLC, (Sodexo) was the vendor recommended by the committee and negotiations have begun to execute a Master Services Agreement (MSA) with the Board of Regents. Individual Statements of Work (SOW) specifying details of service at each individual campus are also being negotiated. Transition plans have begun, and Sodexo has been to each campus to discuss employment opportunities with current employees. The MSA and SOWs are expected to be fully negotiated by March 1st and service will commence in June/July of 2022. The term of the agreement shall run through June 30, 2027, with the option of four additional one-year terms. She explained that since the MSA and SOWs are still being negotiated, specific details are not available to share with the Board. However, there will be savings directly to students with their 2022-2023 meal plan options.

IT WAS MOVED by Regent Brown, seconded by Regent Roberts, to authorize the Executive Director to enter into a Master Services Agreement with Sodexo America, LLC, commencing June 1, 2022. The agreement shall be for a period of five years with the option of four additional one-year terms. Motion passed.

A copy of the item Authorization to Enter into Food Service Contract with Sodexo can be found on pages 4 to 5 of the official minutes.

SOUTH DAKOTA BUILDING AUTHORITY REVENUE BONDS, SERIES 2022B

Heather Forney, System Vice President of Finance & Administration, said the South Dakota Building Authority Series 2022B Revenue Bonds will refund outstanding South Dakota Building Authority Bonds which financed costs of the University Center Project in Sioux Falls, South Dakota.

She explained that the Board is being asked to adopt a single resolution on roll call vote that will request the Building Authority to go forward with the issuance of Revenue Bonds to refinance a portion of the costs of the University Center Project, and amend the lease agreement between the Board and the Building Authority to reflect the new transactions. She noted that the property previously transferred to the Building Authority as collateral for the refunded bonds will be reconveyed to the Board once the refinancing instruments, have been discharged.

IT WAS MOVED by Regent Venhuizen, seconded by Regent Roberts, to adopt Special Resolution No. 01-2022 on a roll call vote, which will: 1) Request the Building Authority to proceed with the issuance of refunding revenue bonds (“*Revenue Bonds*”) to refinance costs in an amount not to exceed \$8,970,000 of construction and improvement of classroom and laboratory facilities at University Center in Sioux Falls, South Dakota to reduce the aggregate Lease Rentals payable with respect to the University Center. 2) Authorize the President of the Board and the Executive Director to execute a supplement to the existing lease between the Board and the Building Authority. Such lease shall establish the basis for the continued occupancy and use of the premises by the Board and outlines the conditions of payment to the Building Authority for such continued occupancy and use. 3) Authorize the officers of the Board and the Executive Director to take such other actions and to execute such other documents as may be required to carry out the actions approved pursuant to such special resolutions.

ROLL CALL:

- Brown – AYE
- Rave – AYE
- Venhuizen – AYE
- Wink – AYE
- Thares – AYE
- Roberts – AYE
- Bastian – AYE

Motion passed.

A copy of South Dakota Building Authority Revenue Bonds, Series 2022B can be found on pages **6** to **22** of the official minutes.

DSU APPLIED RESEARCH LAB PRELIMINARY FACILITY STATEMENT

Stacy Krusemark, DSU Vice President of Finance & Administration, explained that Dakota State University (DSU) requests approval of the Preliminary Facility Statement to construct a new Applied Research Lab (ARL) set forth in Attachment I of the agenda item. This building will provide additional space and capacity to expand DSU's capability to conduct applied research for federal government and private sector companies that support the federal government. This building would provide expanded opportunities for DSU students and faculty researchers. The current facilities enable DSU to have approximately 150 researchers and the new facility in Sioux Falls would create capacity for 400-500 new federal and private sector positions and \$100,000,000 of annual activity at full capacity.

The general programmatic needs addressed through the construction of the new ARL would include, but not be limited to, increased capacity for specialized laboratory, office, and data center space to support applied research in computer and cyber sciences; expansion of the number of applied researchers, and thus creating additional high-paying jobs in South Dakota with \$100,000 average starting salaries; and creating an additional 400-500 applied researcher and support positions in this facility and generate \$100,000,000 of annual activity at full capacity.

He said DSU requests the use of donated funds for this project. Private donations of \$50,000,000 will fund the construction of this project on 10-16 acres of land donated by Sanford Health.

IT WAS MOVED by Regent Venhuizen, seconded by Regent Brown, to approve the Preliminary Facility Statement for DSU to construct an Applied Research Lab with a cost not to exceed \$50 million from donated funds, to establish a building committee, and to support legislation enabling this project. Motion passed.

A copy of DSU Applied Research Lab Preliminary Facility Statement can be found on pages **23** to **25** of the official minutes.

2022 LEGISLATIVE SESSION UPDATE

Dr. Brian Maher, South Dakota Board of Regents Executive Director, and Janelle Toman, System Director of Communications, provided a brief update on the 2022 legislative session.

ADJOURN

IT WAS MOVED by Regent Rave, seconded by Regent Venhuizen, to adjourn the meeting of the full Board at 4:15 p.m. Motion Passed. Meeting adjourned.

SOUTH DAKOTA BOARD OF REGENTS

Full Board

AGENDA ITEM: 3
DATE: January 27, 2022

SUBJECT

System-Wide Food Service Contract

CONTROLLING STATUTE, RULE, OR POLICY

[BOR Policy 5:3 - Agreements and Contracts](#)

BACKGROUND/DISCUSSION

The state legislature passed Senate Bill 55 (SB 55) during the 2020 legislative session. The bill required the Board of Regents to assemble a Task Force to examine possible program and administrative efficiencies at the six public universities. The SB 55 Task Force met collectively six times – five times in face-to-face meetings and once virtually. In addition to the face-to-face meetings of the full Task Force, nearly twenty subcommittee meetings occurred virtually.

IMPACT AND RECOMMENDATIONS

The final SB 55 Task Force Report and Recommendations was presented to the Board of Regents at its October meeting and submitted to the Governor and state legislature.

The Task Force recommended that the Board of Regents issue a request for proposals (RFP) for a system-wide food contract. Each institution currently has their own food service contract with a vendor of their own selection. The vendors typically provide food service to students in addition to providing campus catering functions. The food service vendors work with institutions to include customizable supplemental food options on campus as supported by student requests or votes, such as chain restaurants (e.g., Chick-fil-A) or coffee shops (e.g., Einstein Brothers). Consolidation of food service contracts through a single provider would drive a lower total cost to institutions and to students.

The Task Force further recommended that the process for selecting a system-wide food service provider include:

1. Maintaining options for customizable student-supported specialty shops on individual campuses.

(Continued)

DRAFT MOTION 20220127_3:

I move to authorize the Executive Director to enter into a Master Services Agreement with Sodexo America, LLC, commencing June 1, 2022. The agreement shall be for a period of five years with the option of four additional one-year terms.

2. Assuming any financial obligations of existing food service contracts at individual institutions by the selected vendor.
3. Appointing a committee comprised of representatives from each institution and the central office to review proposals received from the RFP.
4. Selecting the appropriate vendor from the RFP process should be based on the vendor's financial commitment, efficiency, organizational philosophy, and accountability.

A committee was appointed, as recommended above, and the RFP was issued on September 13, 2021. Proposals were submitted by three vendors, with the top two finalists being interviewed in Pierre on November 30, 2021. Sodexo America, LLC, (Sodexo) was the vendor recommended by the committee and negotiations have begun to execute a Master Services Agreement (MSA) with the Board of Regents. Individual Statements of Work (SOW) specifying details of service at each individual campus are also being negotiated.

Transition plans have begun, and Sodexo has been to each campus to discuss employment opportunities with current employees. The MSA and SOWs are expected to be fully negotiated by March 1st and service will commence in June/July of 2022. The term of the agreement shall run through June 30, 2027, with the option of four additional one-year terms.

Since the MSA and SOWs are still being negotiated, specific details are not available to share with the Board. However, we can say that there will be savings directly to students with their 2022-2023 meal plan options.

ATTACHMENTS

None

SOUTH DAKOTA BOARD OF REGENTS

Full Board

AGENDA ITEM: 4
DATE: January 27, 2022

SUBJECT

South Dakota Building Authority Revenue Bonds, Series 2022B

CONTROLLING STATUTE, RULE, OR POLICY

- [SDCL 5-12-10](#) – Transfer of State Property to Authority
- [SDCL 5-12-13](#) – Lease of Facilities and Sites to State Agencies Authorized
- [SDCL 5-12-20](#) – Resolutions for Revenue Bonds Authorized

BACKGROUND/DISCUSSION

The South Dakota Building Authority Series 2022B Revenue Bonds will refund outstanding South Dakota Building Authority Bonds which financed costs of the following Project:

University Center Project in Sioux Falls, South Dakota \$8,970,000 for the construction and improvement of classroom and laboratory facilities at University Center in Sioux Falls, South Dakota authorized by Chapter 106 of the 2010 South Dakota Legislature Session Laws (the “*University Center Project*”).

(Continued)

DRAFT MOTION 20220127_4:

I move to adopt Special Resolution No. 01-2022 on a roll call vote, which will:

- 1) Request the Building Authority to proceed with the issuance of refunding revenue bonds (“*Revenue Bonds*”) to refinance costs in an amount not to exceed \$8,970,000 of construction and improvement of classroom and laboratory facilities at University Center in Sioux Falls, South Dakota to reduce the aggregate Lease Rentals payable with respect to the University Center.
- 2) Authorize the President of the Board and the Executive Director to execute a supplement to the existing lease between the Board and the Building Authority. Such lease shall establish the basis for the continued occupancy and use of the premises by the Board and outlines the conditions of payment to the Building Authority for such continued occupancy and use.
- 3) Authorize the officers of the Board and the Executive Director to take such other actions and to execute such other documents as may be required to carry out the actions approved pursuant to such special resolutions.

University Center Project in Sioux Falls, South Dakota

The University Center Project was authorized by SB106 of the 2010 session with financing to be provided through revenue bonds to be issued for such purpose by the South Dakota Building Authority to finance construction costs in an amount not more than \$8,970,000.

The scope of the project was as follows: statute authorized up to 50,000 square feet, but the budget was based on 45,000 square feet as that represented a one-to-one replacement of the programmable space leased on the Southeast Technical Institute campus. This was a classroom building with some science labs. The total project cost was \$10,530,172 of which the bond financed portion was expected to be \$8,970,000.

The Building Authority, at the request of the Board of Regents, has agreed to refinance certain of the costs of the University Center Project through the issuance of refunding revenue bonds (the “*Revenue Bonds*”) of the Building Authority.

The Building Authority advised the Board staff that the Revenue Bonds are expected to be priced and sold within the following parameters:

The Revenue Bond is expected to be privately placed with Truist Bank, a North Carolina banking corporation. The last stated maturity date of the Revenue Bonds shall not be later than June 1, 2035; (ii) the interest rate on the Revenue Bond is expected to be no greater than 3%; (iii), the purchase price to be paid by the purchaser of the Revenue Bond shall not be not less than the 99.0% of the principal amount of such Series of Bonds; (iv) that the aggregate stated principal amount of the Revenue Bonds will not exceed \$9,300,000 and (v) as a result of the refunding of the Refunded Bonds, the aggregate Lease Rentals payable under the Twenty-Eighth Supplement with respect to the University Center Project will be less than the aggregate Lease Rentals payable under the Nineteenth Supplement to the Lease with respect to the University Center Project.

IMPACT AND RECOMMENDATIONS

The Board is being asked to adopt a single resolution on roll call vote, that will (1) request the Building Authority to go forward with the issuance of Revenue Bonds to refinance a portion of the costs of the University Center Project, and (2) amend the lease agreement between the Board and the Building Authority to reflect the new transactions.

Property previously transferred to the Building Authority as collateral for the refunded bonds will be reconveyed to the Board once the refinancing instruments, have been discharged.

Attached are copies of the Special Resolution and a copy of the Twenty-Eighth Supplement to the Lease between the Board and the Building Authority. The resolution and lease

supplements are necessary to complete the bond transaction and should be approved by the Board.

ATTACHMENTS

Attachment I – Special Resolution

Attachment II – Twenty-Eighth Lease Supplement

SPECIAL RESOLUTION NO. 01-2022

Special Resolution requesting the South Dakota Building Authority (the “*Building Authority*”) (a) to proceed with the sale of its tax-exempt Series 2022 Revenue Bonds (the “*Revenue Bonds*”) in an original aggregate principal amount of not to exceed \$9,300,000 in order to refinance (i) \$8,970,000 of certain costs of the construction and improvement of classroom and laboratory facilities at University Center in Sioux Falls, South Dakota authorized by Chapter 106 of the 2010 South Dakota Legislature Session Laws (the “*University Center Project*”) and (ii) costs of issuance associated with the Revenue Bonds, and (b) to authorize the execution of a Lease Supplement to the Lease dated February 1, 1984 with the Building Authority to refinance the University Center Project described herein.

RECITALS

WHEREAS, the Board of Regents has previously entered into a Nineteenth Supplement to Lease with the South Dakota Building Authority which, among other things, financed costs of the construction and improvement of classroom and laboratory facilities at University Center Project and provides for the Board of Regents to pay Lease Rentals at times and in amounts sufficient to provide funds to the Authority to repay its 8,970,000 of the Authority’s Taxable Revenue Bonds, Series 2010B (Recovery Zone Economic Development Bonds); and

WHEREAS, the Board of Regents has requested the Authority to issue the Revenue Bonds to refund the Authority’s \$8,970,000 of the Authority’s Taxable Revenue Bonds, Series 2010B (Recovery Zone Economic Development Bonds) maturing on June 1 in the years 2027 through and including 2035 (the “*Refunded Bonds*”) which are allocable to the University Center Project; and

WHEREAS, the Building Authority will require the Board of Regents to execute a Twenty-Eighth Lease Supplement to the Lease dated February 1, 1984, relating to the site of the University Center Project (herein referred to as the “*Projects Site*”); and

WHEREAS, the aggregate Lease Rentals payable under the Twenty-Eighth Supplement with respect to the University Center Project will be less than the aggregate Lease Rentals payable under the Nineteenth Supplement to the Lease with respect to the University Center Project; and

WHEREAS, the requirement by the Building Authority is based upon the expectation of issuing Revenue Bonds which will relate to the Twenty-Eighth Lease Supplement for such Projects; and

WHEREAS, the Building Authority has also submitted to the Board of Regents, a form of a proposed Twenty-Eighth Lease Supplement relating to the projects hereinabove referred to; and

WHEREAS, the form of the proposed Twenty-Eighth Lease Supplement provides for the determination of rentals under the formula established by the Building Authority and accepted by the Board of Regents, taking into account appropriations to be made by the South Dakota Legislature from any legally available funds including, without limitation, the Higher Education Facilities Fund and funds derived from operating revenues or donations with respect to the facilities which constitute the Projects; and

WHEREAS, the Building Authority anticipates delivery of the Revenue Bonds as and when its advisers indicate the municipal bond private placement market appears favorable and therefore requests the execution of the Twenty-Eighth Lease Supplement.

THEREFORE, BE IT AND IT IS HEREBY RESOLVED by the South Dakota Board of Regents, as follows:

- A. That the State Board of Regents does hereby request that the South Dakota Building Authority proceed with the sale of Revenue Bonds to refinance an aggregate amount of construction costs of not to exceed \$8,970,000 for the University Center Project for lease from the Building Authority to the Board of Regents.
- B. That the Revenue Bonds shall have a final stated maturity of not later than June 1, 2035 and shall result in bond proceeds being made available to refund the Refunded Bonds and thereby refinance the cost of the University Center Project and pay the costs of issuing the Revenue Bonds.
- C. That the President and Executive Director of the South Dakota Board of Regents be, and they are hereby authorized to execute, acknowledge, and deliver in the name and on behalf of the South Dakota Board of Regents, such documents as the South Dakota Building Authority may require in connection with the issuance of the Revenue Bonds to be issued to finance the improvements described herein.
- D. That the President and Executive Director of the South Dakota Board of Regents be and they are hereby authorized to execute and acknowledge and deliver in the name of and on behalf of the Board of Regents the Twenty-Eighth Lease Supplement between the South Dakota Board of Regents and the South Dakota Building Authority relating to the facilities described in the preambles hereto by executing the final form of the Twenty-Eighth Lease Supplement presented to and on file in the office of the South Dakota Board of Regents.
- E. All prior Resolutions and other acts or proceedings of this Board which are in any way inconsistent with the terms of this Resolution are hereby amended to the extent necessary to give full force and effect to this Resolution.

Adopted and approved this ____ day of _____, 2022

SOUTH DAKOTA BOARD OF REGENTS

Its: _____

ATTEST:

Executive Director
South Dakota Board of Regents

Draft of January 20, 2022Document No.

THIS TWENTY-EIGHTH LEASE SUPPLEMENT, dated as of January 31, 2022, between the South Dakota Building Authority (the “*Lessor*”) and the South Dakota Board of Regents (the “*Lessee*”).

WITNESSETH:

WHEREAS, Lessor and Lessee have heretofore executed and delivered that certain Lease, dated as of February 1, 1984, (the “*Original Lease*”) under which Lessor leased to Lessee certain parcels of real estate; and

WHEREAS, Lessor and Lessee have heretofore executed and delivered a certain First Lease Supplement (the “*First Lease Supplement*”), a Second Lease Supplement (the “*Second Lease Supplement*”), a Third Lease Supplement (the “*Third Lease Supplement*”), a Fourth Lease Supplement (the “*Fourth Lease Supplement*”), a Fifth Lease Supplement (the “*Fifth Lease Supplement*”), a Sixth Lease Supplement (the “*Sixth Lease Supplement*”), a Seventh Lease Supplement (the “*Seventh Lease Supplement*”), an Eighth Lease Supplement (the “*Eighth Lease Supplement*”), a Ninth Lease Supplement (the “*Ninth Lease Supplement*”), a Tenth Lease Supplement (the “*Tenth Lease Supplement*”), an Eleventh Lease Supplement (the “*Eleventh Lease Supplement*”), a Twelfth Lease Supplement (the “*Twelfth Lease Supplement*”), a Thirteenth Lease Supplement (the “*Thirteenth Lease Supplement*”), a Fourteenth Lease Supplement (the “*Fourteenth Lease Supplement*”), a Fifteenth Lease Supplement (the “*Fifteenth Lease Supplement*”), a Sixteenth Lease Supplement (the “*Sixteenth Lease Supplement*”), a Seventeenth Lease Supplement (the “*Seventeenth Lease Supplement*”), an Eighteenth Lease Supplement (the “*Eighteenth Lease Supplement*”), a Nineteenth Lease Supplement (the “*Nineteenth Lease Supplement*,” a Twentieth Lease Supplement, (the “*Twentieth Lease Supplement*”), a Twenty-First Lease Supplement (the “*Twenty-First Lease Supplement*”), a Twenty-Second Lease Supplement (the “*Twenty-Second Lease Supplement*”), a Twenty-Third Lease Supplement (the “*Twenty-Third Lease Supplement*”), a Twenty-Fourth Lease Supplement (the “*Twenty-Fourth Lease Supplement*”), a Twenty-Fifth Lease Supplement (“*Twenty-Fifth Lease Supplement*”) a Twenty-Sixth Lease Supplement (*Twenty-Sixth Lease Supplement*”) and a Twenty-Seventh Lease Supplement (the “*Twenty-Seventh Lease Supplement*”) and all such Lease Supplements being collectively the “*Existing Lease Supplements*”) to the Original Lease, under which Lessor leased to Lessee certain additional parcels of real estate; and

WHEREAS, the Lessor has agreed to issue its Refunding Revenue Bond, Series 2022B to refund all of the Lessor’s \$8,970,000 of the Authority’s Taxable Revenue Bonds, Series 2010B (Recovery Zone Economic Development Bonds) maturing on June 1 in the years 2027 through and including 2035 (the “*Refunded Bonds*”) which are allocable to the Recovery Zone Bonds Project (a/k/a as the University Center Project) which was leased to Lessee pursuant to the Nineteenth Supplement (the “*Recovery Zone Bonds Project*”) and the parties hereto have agreed to amend the Nineteenth Supplement as it relates to the Recovery Zone Bonds Project by entering into this Twenty-Eighth Supplement and revise the Lease Rentals for the Recovery Zone Bonds Project to reflect the Lessor’s lower debt service costs associated with the Series 2022B Bond (in lieu of the debt service associated with the Refunded Bonds);

WHEREAS, Lessor and Lessee now desire to amend the Original Lease to include the parcels of real estate described in *Exhibit A* attached hereto and made a part hereof as part of the real estate leased under the Original Lease and the Recovery Zone Bonds Project described on *Exhibit A-1* hereto, and to provide for and confirm the term for which such parcel of real estate will be leased and the rental payable by Lessee for and in respect of such parcels of real estate; and

NOW, THEREFORE, in consideration of the terms and covenants herein made and for other good and valuable consideration it is hereby covenanted and agreed by said parties as follows:

Section 1. Lessor, in consideration of the rentals reserved and of the covenants and promises contained in the Original Lease, as supplemented by the Existing Lease Supplements and this Twenty-Eighth Lease Supplement (the "*Twenty-Eighth Lease Supplement*"), to be kept and performed by the Lessee, does hereby lease to Lessee the parcel of real estate described in *Exhibit A* attached hereto, all improvements, equipment and other facilities located or constructed on such property by Lessor and the Recovery Zone Bonds Project. The parcel described in *Exhibit A and the Recovery Zone Bonds Project* are hereinafter referred to as the "*Additional Property*." Exhibit A may be amended as provided in Section 10 hereof.

Section 2. The term for the Additional Property shall commence on the date hereof, and shall end on June 1, 2035, unless sooner terminated as set forth in the Original Lease and with the privilege of renewal provided for in the Original Lease.

Section 3. The Lessee hereby covenants and agrees to pay Lessor rent for and in respect of such Additional Property in the amounts and on the dates for each of the years set forth in *Schedule A* attached hereto (as to the property described in *Exhibit A*), which *Schedule A* specifies the amount to be paid from appropriations out of the higher education facilities fund established by SDCL §13-51-2 to be made by the legislature of the State of South Dakota with respect to the facilities which constitute the Additional Property at the site identified on *Exhibit A*. In addition, the Lessor agrees to pay such rentals from any other funds appropriated for such purposes. In all cases, the Lessee's obligation to pay rent to Lessor hereunder also includes an obligation, in each case, to pay the costs of insurance and administrative fees pursuant to the Act.

Section 4. This Twenty-Eighth Lease Supplement to the Original Lease shall be construed in connection with and as a part of the Original Lease and the Existing Lease Supplements and all terms, conditions and covenants contained in the Original Lease and the Existing Lease Supplements shall apply to the Additional Property and the rights and obligations of Lessor and Lessee with respect thereto. Wherever in the Original Lease the term "Facilities" is used or referred to said term shall be taken and held to refer to and include "Additional Property" unless the context otherwise requires. All terms used in this Twenty-Eighth Lease Supplement which are defined in the Original Lease shall, unless the context otherwise requires, have the meanings set forth in the Original Lease.

Section 5. Whenever in any notice, certificate or other instrument reference is made or intended to be made to the Lease as amended by this Twenty-Eighth Lease Supplement, it

shall be sufficient to refer to the "Lease dated February 1, 1984," and such reference shall include without more a reference to said Lease as supplemented hereby.

Section 6. The Lessee has heretofore transferred jurisdiction rather than title to the Additional Property as authorized by SDCL Section 5-12-10.

Section 7. The Lessor, at the request of the Lessee, has refinanced the Additional Property through the issuance of the Series 2022B Bond. The Lessee hereby covenants and agrees to comply with all applicable terms and conditions of the Internal Revenue Code of 1986, as amended, with respect to Series 2022B Bond.

Section 8. The Lessee acknowledges that Lessor has provided Lessee with a copy of Lessor's current version of its Post Issuance Compliance Manual (as now or hereafter amended or revised, the "Manual"). Lessee hereby agrees to cooperate with Lessor and to comply with all obligations and responsibilities set forth in the Manual with respect to a user of facilities financed with bonds.

Section 9. The Lessor and Lessee hereby covenant and agree that the Nineteenth Supplement shall remain in full force and effect except to the extent expressly amended by the terms of this Twenty-Eighth Supplement.

IN WITNESS WHEREOF, the South Dakota Board of Regents has caused this Twenty-Eighth Lease Supplement to be executed on its behalf by its President pursuant to due authorization and the authorized seal to be hereunto affixed and attested by its Executive Director and the South Dakota Building Authority has caused this Twenty-Eighth Lease Supplement to be executed on its behalf by its Chairman and its corporate seal to be hereunto affixed and attested by its Executive Secretary, pursuant to due authorization of said Authority, all as of the day and date above written. This Twenty-Eighth Lease Supplement has been executed in several counterparts, each of which may be considered as an original.

SOUTH DAKOTA BOARD OF REGENTS

By _____
Its: _____

ATTEST:

Its _____

[SEAL]

SOUTH DAKOTA BUILDING AUTHORITY

By _____
Chairman

ATTEST:

Its Executive Secretary

[SEAL]

STATE OF SOUTH DAKOTA)

) SS

COUNTY OF _____)

On this the ____ day of January, 2022, before me, the undersigned, a Notary Public within and for said County and State, personally appeared _____, _____ of the South Dakota Board of Regents, known to me to be the person who is described in and who executed the foregoing instrument and acknowledged to me that he executed the same.

Notary Public

My commission expires:

STATE OF SOUTH DAKOTA)

) SS

COUNTY OF MINNEHAHA)

On this the ____ day of January, 2022, before me, the undersigned, a Notary Public within and for said County and State, personally appeared Thomas W. Graham, Chairman of South Dakota Building Authority, known to me to be the person who is described in and who executed the foregoing instrument and acknowledged to me that he executed the same.

Notary Public

My commission expires:

[SEAL]

EXHIBIT A

Metes and Bounds Description
University Center Project

[SEE ATTACHED]

EXHIBIT A-1**RECOVERY ZONE BONDS PROJECT**

The following Project was originally financed with the \$8,970,000 of the South Dakota Building Authority Taxable Revenue Bonds, Series 2010B (Recovery Zone Economic Development Bonds) and has been refinanced with the \$9,259,000 South Dakota Building Authority Refunding Revenue Bond, Series 2022B:

A portion of the costs of a project authorized by SL 2010, ch 106, to be leased to the Board of Regents, and consisting of the construction and improvement of classroom and laboratory facilities for the University Center facility in Sioux Falls, South Dakota, for an estimated cost of eight million nine hundred seventy thousand dollars (also known as the "*University Center Project*").

SCHEDULE A
SCHEDULE OF ADDITIONAL LEASE PAYMENTS
TO BE MADE BY
DEPARTMENT OF BOARD OF REGENTS
OF THE
STATE OF SOUTH DAKOTA FOR THE
INCLUDING A 3.0%
ADMINISTRATION/INSURANCE FEE
WITH RESPECT TO FACILITIES DESCRIBED ON EXHIBIT A AND FINANCED BY
SOUTH DAKOTA BUILDING AUTHORITY
SERIES 2022B REFUNDING REVENUE BOND, SERIES 2022B
(University Center Project)
(Page A-1 summarizes payments on the Series 2022B Bond; Page A-2 contain the actual Schedule for Payment of
Rentals Under the Twenty-Eighth Supplement to Lease
[TO COME]

A-1

SOUTH DAKOTA BUILDING AUTHORITY
\$9,259,000 SERIES 2022B REVENUE REFUNDING BONDS
(Refunding of Board of Regents University Center - Sioux Falls Science & Technology Building)
DEBT SERVICE SCHEDULE

Date	Principal	Coupon	Interest	Total	3% Authority Fee	Fiscal Total
6/1/2022	25,000.00	2.17%	67,531.55	92,531.55	2,861.80	95,393.35
12/1/2022			100,188.90	100,188.90	7,650.86	
6/1/2023	47,000.00	2.17%	100,188.90	147,188.90		255,028.66
12/1/2023			99,678.95	99,678.95	7,650.24	
6/1/2024	48,000.00	2.17%	99,678.95	147,678.95		255,008.14
12/1/2024			99,158.15	99,158.15	7,648.96	
6/1/2025	49,000.00	2.17%	99,158.15	148,158.15		254,965.26
12/1/2025			98,626.50	98,626.50	7,647.00	
6/1/2026	50,000.00	2.17%	98,626.50	148,626.50		254,900.00
12/1/2026			98,084.00	98,084.00	27,778.39	
6/1/2027	702,000.00	2.17%	98,084.00	800,084.00		925,946.39
12/1/2027			90,467.30	90,467.30	35,595.92	
6/1/2028	970,000.00	2.17%	90,467.30	1,060,467.30		1,186,530.52
12/1/2028			79,942.80	79,942.80	35,563.47	
6/1/2029	990,000.00	2.17%	79,942.80	1,069,942.80		1,185,449.07
12/1/2029			69,201.30	69,201.30	35,455.75	
6/1/2030	1,008,000.00	2.17%	69,201.30	1,077,201.30		1,181,858.35
12/1/2030			58,264.50	58,264.50	35,490.59	
6/1/2031	1,031,000.00	2.17%	58,264.50	1,089,264.50		1,183,019.59
12/1/2031			47,078.15	47,078.15	35,479.06	
6/1/2032	1,053,000.00	2.17%	47,078.15	1,100,078.15		1,182,635.36
12/1/2032			35,653.10	35,653.10	35,390.91	
6/1/2033	1,073,000.00	2.17%	35,653.10	1,108,653.10		1,179,697.11
12/1/2033			24,011.05	24,011.05	35,320.27	
6/1/2034	1,094,000.00	2.17%	24,011.05	1,118,011.05		1,177,342.37
12/1/2034			12,141.15	12,141.15	35,359.25	
6/1/2035	1,119,000.00	2.17%	12,141.15	1,131,141.15		1,178,641.55
	9,259,000.00		1,892,523.25	11,151,523.25	344,892.47	11,496,415.72

* The SDBA rental payment may be increased if the insurance expense on the building exceeds the budgeted 1.5% estimate pursuant to the Lease.

** In the event of taxability and interest becomes taxable, the lease rental payment shall be increased as the interest rate shall increase to 2.75% per the bond in the Forty-Fifth Supplemental Resolution.

**SCHEDULE A TO LEASE - ADDITIONAL LEASE PAYMENTS TO BE MADE BY
THE BOARD OF REGENTS OF THE STATE OF SOUTH DAKOTA
SERIES 2022B REVENUE REFUNDING BONDS (Refunded Series 2010B Bonds)
(Board of Regents University Center - Sioux Falls Science & Technology Building)
TO THE SOUTH DAKOTA BUILDING AUTHORITY
INCLUDING A 3.0% ADMINISTRATION/INSURANCE FEE
WITH RESPECT TO THE FACILITIES DESCRIBED ON EXHIBIT A**

PAYMENT DATE	DEBT SERVICE AMOUNT	3.00% ADMINISTRATION FEE	TOTAL LEASE PAYMENT
5/15/2022	92,531.55	2,861.80	95,393.35
11/15/2022	100,188.90	7,650.86	107,839.76
5/15/2023	147,188.90		147,188.90
11/15/2023	99,678.95	7,650.24	107,329.19
5/15/2024	147,678.95		147,678.95
11/15/2024	99,158.15	7,648.96	106,807.11
5/15/2025	148,158.15		148,158.15
11/15/2025	98,626.50	7,647.00	106,273.50
5/15/2026	148,626.50		148,626.50
11/15/2026	98,084.00	27,778.39	125,862.39
5/15/2027	800,084.00		800,084.00
11/15/2027	90,467.30	35,595.92	126,063.22
5/15/2028	1,060,467.30		1,060,467.30
11/15/2028	79,942.80	35,563.47	115,506.27
5/15/2029	1,069,942.80		1,069,942.80
11/15/2029	69,201.30	35,455.75	104,657.05
5/15/2030	1,077,201.30		1,077,201.30
11/15/2030	58,264.50	35,490.59	93,755.09
5/15/2031	1,089,264.50		1,089,264.50
11/15/2031	47,078.15	35,479.06	82,557.21
5/15/2032	1,100,078.15		1,100,078.15
11/15/2032	35,653.10	35,390.91	71,044.01
5/15/2033	1,108,653.10		1,108,653.10
11/15/2033	24,011.05	35,320.27	59,331.32
5/15/2034	1,118,011.05		1,118,011.05
11/15/2034	12,141.15	35,359.25	47,500.40
5/15/2035	1,131,141.15		1,131,141.15
	<u>11,151,523.25</u>	<u>344,892.47</u>	<u>11,496,415.72</u>

* The SDBA rental payment may be increased if the insurance expense on the building exceeds the budgeted 1.5% estimate pursuant to the Lease.

** In the event of taxability and interest becomes taxable, the lease rental payment shall be increased as the interest rate shall increase to 2.75% per the bond in the Forty-Fifth Supplemental Resolution.

SOUTH DAKOTA BOARD OF REGENTS

Full Board

AGENDA ITEM: 5
DATE: January 27, 2022

SUBJECT

DSU Applied Research Lab Preliminary Facility Statement (PFS)

CONTROLLING STATUTE, RULE, OR POLICY

[SDCL 5-14-1](#) – Classification of Capital Improvements

[SDCL 5-14-2](#) – Supervision by Bureau of Administration of Capital Improvement Projects – Payment of Appropriated Funds

[SDCL 5-14-3](#) – Preparation of Plans and Specifications for Capital Improvements – State Building Committees – Approval by Board or Commission in Charge of Institution

[BOR Policy 6:4](#) – Capital Improvements

[BOR Policy 6:6](#) – Maintenance and Repair

BACKGROUND / DISCUSSION

Dakota State University (DSU) requests approval of the Preliminary Facility Statement to construct a new Applied Research Lab (ARL) set forth in Attachment I. This building will provide additional space and capacity to expand DSU’s capability to conduct applied research for federal government and private sector companies that support the federal government. This building would provide expanded opportunities for DSU students and faculty researchers. The current facilities enable DSU to have approximately 150 researchers and the new facility in Sioux Falls would create capacity for 400-500 new federal and private sector positions and \$100,000,000 of annual activity at full capacity.

IMPACT AND RECOMMENDATIONS

The general programmatic needs addressed through the construction of the new ARL would include, but not be limited to, the following:

- Increase capacity for specialized laboratory, office, and data center space to support applied research in computer and cyber sciences.
- Expand the number of applied researchers, and thus create additional high-paying jobs in SD with \$100,000 average starting salaries.

(Continued)

DRAFT MOTION 20220127_5:

I move to approve the Preliminary Facility Statement for DSU to construct an Applied Research Lab with a cost not to exceed \$50M from donated funds, to establish a building committee, and to support legislation enabling this project.

- Create an additional 400-500 applied researcher and support positions in this facility and generate \$100,000,000 of annual activity at full capacity.

PROPOSED FUNDING SOURCE

Dakota State University requests the use of donated funds for this project. Private donations of \$50,000,000 will fund the construction of this project on 10-16 acres of land donated by Sanford Health.

ATTACHMENTS

Attachment I – DSU Applied Research Lab Preliminary Facility Statement

Preliminary Facility Statement

Applied Research Lab | Dakota State University

DSU requests approval of this Preliminary Facility Statement to plan an Applied Research Lab.

A. General programmatic needs to be addressed:

The general programmatic needs addressed through the construction of the Applied Research Lab would include but not be limited to the following:

- Additional capacity for specialized laboratory, office, and data center space to support applied research in computer and cyber sciences.
- The construction of this new research building will enable DSU to expand the number of applied researchers, and thus create additional high-paying jobs in SD with \$100,000 average starting salaries.
- Create an additional 400-500 applied researcher and support positions in this facility as an extension to the approximately 150 in the MadLabs Building on the DSU campus in Madison to keep up with demand.

B. Analysis of the student body or constituents to be served:

A new Applied Research Lab would provide additional space and capacity to expand DSU's capability to conduct applied research for federal government and private sector companies that support federal government. This building would provide expanded opportunities for DSU students and faculty researchers. The current facilities enable DSU to have approximately 150 researchers and the new expanded facility in Sioux Falls would create an addition 400-500 positions.

C. Additional services to be offered:

The Applied Research Lab will expand advanced technology infrastructure, networking technologies, and hands-on lab facilities that are currently only available on the DSU campus.

D. Analysis of needs assessment based on the facilities utilization report:

This analysis is not applicable.

E. Location:

The location of the Applied Research Lab would be in the City of Sioux Falls, located on land to be donated to the University.

F. Reallocation or demolition of old space, if any:

None

G. Proposed funding sources:

This project will be funded from private donations.

H. Budget for development of a Facility Program Plan:

Local funds or private donations will be used to fund the facility program plan.

The South Dakota Board of Regents adjourned its special meeting on January 27, 2022 and will meet again for its next regular business meeting on March 29-30, 2022.

I, Brian Maher, Executive Director & CEO of the South Dakota Board of Regents, declare that the above is a true, complete and correct copy of the minutes of the Board of Regents meeting held on January 27, 2022.

A handwritten signature in black ink that reads "Brian L. Maher". The signature is written in a cursive style with a large initial "B" and "M".

Dr. Brian L. Maher
Executive Director & CEO
South Dakota Board of Regents