

**BOARD OF REGENTS
MINUTES OF THE MEETING
October 20, 2020**

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**BOARD OF REGENTS
MINUTES OF THE MEETING**

**Teleconference
Board of Regents Central Office
Pierre, South Dakota**

October 20, 2020

The South Dakota Board of Regents convened by teleconference at 11:00 a.m. Central Time on October 20, 2020, with the following members in attendance:

ROLL CALL:

Brock Brown – PRESENT
Pam Roberts, Secretary – PRESENT
Randy Schaefer – ABSENT
Kevin Schieffer – PRESENT
Barb Stork – PRESENT
Jim Thares – PRESENT
Joan Wink – PRESENT
Jim Morgan, Vice President – PRESENT
John Bastian, President – PRESENT

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

President Bastian called the public meeting of the Board of Regents to order at 11:00 a.m. and declared a quorum present.

APPROVAL OF THE AGENDA

IT WAS MOVED by Regent Morgan, seconded by Regent Schieffer, to approve the agenda as published.

ROLL CALL:

Brown – AYE
Roberts – AYE
Schaefer – ABSENT
Schieffer – AYE
Stork – AYE
Thares – AYE
Wink – AYE
Morgan – AYE
Bastian – AYE

Motion Passed.

SOUTH DAKOTA BUILDING AUTHORITY REVENUE BONDS, SERIES 2020

Heather Forney, System Vice President of Finance & Administration, explained that the Board is being asked to adopt a single resolution on a roll call vote, that will (1) request the Building Authority to go forward with the issuance of the Revenue Bonds to finance a portion of the costs of the Projects, (2) authorize the formal transfer of jurisdiction over the necessary property or structures to the Building Authority, and (3) amend the lease agreement between the Board and the Building Authority to reflect the new transactions.

She said property transferred to the Building Authority as collateral for the Revenue Bonds will be reconveyed to the Board once the construction bonds, or refinancing instruments, have been discharged.

In response to a question from Regent Morgan, Vice President Forney said with the current market it is difficult to anticipate the bond yield, but there is a possibility of doing better than originally anticipated.

IT WAS MOVED by Regent Thares, seconded by Regent Morgan, to adopt Special Resolution No. 05-2020 on a roll call vote which will:

- 1) Request the Building Authority to proceed with the issuance of revenue bonds (“*Revenue Bonds*”) to finance costs of the construction, completion, furnishing, equipping, and maintaining of, including heating, air conditioning, plumbing, water, sewer, electric facilities, sidewalks, parking, landscaping, architectural and engineering services, and any other services or actions required, to address deferred maintenance and repair of the Projects (as defined) in an aggregate principal amount not to exceed \$24,500,000.
- 2) Authorize the President of the Board and the Executive Director to execute an instrument of transfer to affect the transfer of jurisdiction over the affected real property for the Projects.
- 3) 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. This lease establishes 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.
- 4) 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
Roberts – AYE
Schaefer – ABSENT
Schieffer – AYE
Stork – AYE
Thares – AYE
Wink – AYE
Morgan – AYE

Bastian – AYE

Motion Passed.

ADJOURN

IT WAS MOVED by Regent Schieffer, seconded by Regent Stork, to adjourn the meeting of the full Board at 11:10 a.m.

ROLL CALL:

Brown – AYE

Roberts – AYE

Schaefer – ABSENT

Schieffer – AYE

Stork – AYE

Thares – AYE

Wink – AYE

Morgan – AYE

Bastian – AYE

Motion Passed. Meeting adjourned.

SOUTH DAKOTA BOARD OF REGENTS

Full Board

AGENDA ITEM: 3
DATE: October 20, 2020

SUBJECT

South Dakota Building Authority Revenue Bonds, Series 2020

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 2020 Revenue Bonds will provide \$24,500,000 of the funding of construction costs for the following Projects:

(Continued)

DRAFT MOTION 20201020_3:

I move to adopt Special Resolution No. 05-2020 on a roll call vote, which will:

- 1) Request the Building Authority to proceed with the issuance of revenue bonds (“*Revenue Bonds*”) to finance costs of the construction, completion, furnishing, equipping, and maintaining of, including heating, air conditioning, plumbing, water, sewer, electric facilities, sidewalks, parking, landscaping, architectural and engineering services, and any other services or actions required, to address deferred maintenance and repair of the Projects (as defined) in an aggregate principal amount not to exceed \$24,500,000.
- 2) Authorize the President of the Board and the Executive Director to execute an instrument of transfer to affect the transfer of jurisdiction over the affected real property for the Projects.
- 3) 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. This lease establishes 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.
- 4) 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.

Project	Bonded Amount
BHSU	
EY Berry Library Renovations & Tunnel Repair	\$2,500,000
DSU	
East Hall Renovations	\$2,500,000
SDSM&T	
Devereaux Library Renovations	\$4,000,000
SDSU	
Lincoln Hall Renovations	\$10,000,000
USD	
Allied Health Sciences Facility	\$5,000,000
Library Renovations	\$500,000
TOTAL	\$24,500,000

The Board approved bonding for the Maintenance & Repair projects using HEFF M&F funding in August 2019. The Projects were submitted to the 2020 legislative session and approved as [\(SB43\)](#).

South Dakota Building Authority Bonding

The Building Authority, at the request of the Board of Regents, has agreed to finance a portion of the costs of the Projects through the issuance of 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 Bonds shall be issued in an aggregate principal amount such that not more than \$24,500,000 of the proceeds of the Revenue Bonds shall fund a portion of the costs of the construction, completion, furnishing, equipping, and maintaining of, including heating, air conditioning, plumbing, water, sewer, electric facilities, sidewalks, parking, landscaping, architectural and engineering services, and any other services or actions required, to address deferred maintenance and repair of the Projects.

The last stated maturity date of the Revenue Bonds shall not be later than June 1, 2045; (ii) the yield for arbitrage purposes on any Series of the Revenue Bonds shall not exceed 4.0%, (iii), the purchase price to be paid by the Underwriter for any Series of Revenue

Bonds shall not be less than the 99.0% of the principal amount of such Series of Bonds, plus an amount sufficient to pay costs of issuance of the Bonds, (iv) the Underwriter's discount on the Revenue Bonds (as measured as a percentage of total proceeds of the Revenue Bonds) shall not exceed 0.50% and (v) that the aggregate stated principal amount of the Revenue Bonds issued to fund construction costs for the Projects does not exceed \$24,500,000.

IMPACT AND RECOMMENDATIONS

The Board is being asked to adopt a single resolution on a roll call vote, that will (1) request the Building Authority to go forward with the issuance of the Revenue Bonds to finance a portion of the costs of the Projects, (2) authorize the formal transfer of jurisdiction over the necessary property or structures to the Building Authority, and (3) amend the lease agreement between the Board and the Building Authority to reflect the new transactions.

Property transferred to the Building Authority as collateral for the Revenue Bonds will be reconveyed to the Board once the construction bonds, or refinancing instruments, have been discharged.

Attached are copies of the Special Resolution and of the Twenty-Sixth 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-Sixth Lease Supplement

SPECIAL RESOLUTION NO. 05-2020

Special Resolution requesting the South Dakota Building Authority (the “*Building Authority*”) to proceed with the sale of its tax-exempt Revenue Bonds (the “*Revenue Bonds*”) in order to finance an aggregate amount of costs of not to exceed \$24,500,000 (i) to pay costs of issuance associated with the Revenue Bonds, and (ii) to fund a portion of the costs of the construction, completion, furnishing, equipping, and maintaining of, including heating, air conditioning, plumbing, water, sewer, electric facilities, sidewalks, parking, landscaping, architectural and engineering services, and any other services or actions required, to address deferred maintenance and repair of facilities under the control of the Board of Regents which are described below (the “*Projects*”), to transfer jurisdiction over the site of the Projects, and to authorize the execution of a Lease Supplement to the Lease dated February 1, 1984 with the Building Authority to finance the Projects described herein.

RECITALS

WHEREAS, the Board of Regents has previously considered and approved preliminary plans for the construction, furnishing, and equipping of the Projects and now wishes to authorize and request financing for the Projects with the proceeds of Revenue Bonds to be issued by the Building Authority to provide up to \$24,500,000 of the costs of the Projects; and

WHEREAS, pursuant to the provisions of section 1 of chapter 226 of the 2020 Session Laws of the South Dakota Legislature, the South Dakota Legislature has determined that it is in the public interest for the Authority and the Board of Regents to contract for the following projects:

Project	Bonded Amount
BHSU	
EY Berry Library Renovations & Tunnel Repair	\$2,500,000
DSU	
East Hall Renovations	\$2,500,000
SDSM&T	
Devereaux Library Renovations	\$4,000,000
SDSU	
Lincoln Hall Renovations	\$10,000,000
USD	
Allied Health Sciences Facility	\$5,000,000
Library Renovations	\$500,000
TOTAL	\$24,500,000

At a total estimated cost of up to \$24,500,000, and to finance the construction costs thereof up to Twenty Four Million Five Hundred Thousand dollars (\$24,500,000) with proceeds derived from the sale of revenue bonds issued by the Authority under SDCL chapter 5-12; and

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

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

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

WHEREAS, the form of the proposed Twenty-Sixth 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 market appears favorable and therefore requests the execution of the Twenty-Sixth 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 in order to finance an aggregate amount of construction costs of not to exceed \$24,500,000 for the Projects.
- B. That the Revenue Bonds shall have a final stated maturity of not later than June 1, 2045, and shall result in bond proceeds being made available to finance (a) the costs of the Projects being financed as described herein and (b) 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 an Instrument of Transfer, in a form consistent with the form of the instruments of transfer used in connection with previous bond issues of the South Dakota Building Authority that financed projects of the Board of Regents, transferring jurisdiction of the sites, buildings and the portions of the campus real property comprising the building site described in *Exhibit A* hereto attached and made a part hereof. It is the intent of the Board of Regents that the legal description in *Exhibit A* represents the correct legal description for the property thereon described. If it is determined that any

legal description in *Exhibit A* is incomplete or incorrect, the Executive Director is directed to obtain the correct legal description and replace *Exhibit A* therewith.

- D. 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.
- E. 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-Sixth 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-Sixth Lease Supplement presented to and on file in the office of the South Dakota Board of Regents.
- F. 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 _____, 2020

SOUTH DAKOTA BOARD OF REGENTS

Its: _____

ATTEST:

Executive Director

South Dakota Board of Regents

Exhibit A

The preliminary legal description for the Projects site is presented below. Once plans for new facilities and their appurtenances have been finalized, new descriptions calling out the metes and bounds of the property subject to the lease will supersede these preliminary descriptions, all as contemplated in Paragraph C of SPECIAL RESOLUTION NO..

[TO COME]

THIS TWENTY-SIXTH LEASE SUPPLEMENT (the “*Twenty-Sixth Lease Supplement*”), dated as of _____, 2020, 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*”) and a Twenty-Fifth Lease Supplement (“*Twenty-Fifth 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, 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 to undertake the projects described on *Exhibit A* hereto as authorized by the provisions of chapters 226, 235, 236 and 223 of the 2020 Session Laws of the South Dakota Legislature, and as further described and defined in *Exhibit A-1, Exhibit A-2, Exhibit A-3, Exhibit A-4 and Exhibit A-5* (collectively, the “*Series 2020 Projects*”); and to provide for and confirm the term for which such parcels 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-Sixth Lease Supplement (as now or hereinafter amended, restated or supplemented, the “Lease”), to be kept and performed by the Lessee, does hereby lease to Lessee the parcels of real estate described in *Exhibit -1, Exhibit A-2, Exhibit A-3 Exhibit A-4 and Exhibit A-5* attached hereto together with all improvements, equipment and other facilities located or constructed on such property by Lessor and constituting the Series 2020 Projects. The parcels described in *Exhibit A-1, Exhibit A-2, Exhibit A-3, Exhibit A-4 and Exhibit A-5* and the Series 2020 Projects are hereinafter referred to as the “Additional Property.” The Exhibits hereto may be amended as provided in Section 9 hereof.

Section 2. The term for the Additional Property shall commence on the date hereof, and shall end on June 1, 2045 unless sooner terminated as set forth in the Original Lease and with the privilege of renewal provided for in the Original Lease.

Section 3. Subject to Section 22 of the Original Lease, 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 facilities described in *Exhibit A*). All such amounts shall be payable from appropriations provided by the legislature of the State of South Dakota from any legally available funds including, without limitation, higher education facility fees assessed by the Board of Regents, funds derived from operating revenues or donations of Lessee with respect to the facilities which constitute the Additional Property at the sites identified on *Exhibit A-1, Exhibit A-2, Exhibit A-3 Exhibit A-4 and Exhibit A-5* and Lessee hereby covenants and agrees to request such appropriations from the legislature from time to time to make such payments. 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 as specified on *Schedule A*.

Section 4. This Twenty-Sixth 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-Sixth 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-Sixth 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 Lessor and Lessee expressly agree that the Lessee shall transfer jurisdiction rather than title to the Additional Property as authorized by SDCL Section 5-12-10.

Section 7. 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 obligations the interest on which is excluded from gross income under Section 103 thereof with respect to the Board of Regents Project.

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 Lessee may cause the legal description of the Additional Property to be amended on *Exhibit A-1, Exhibit A-2, Exhibit A-3, Exhibit A-4* and/or *Exhibit A-5* in order to include the footprint of the building(s) described herein or otherwise intended to be included hereby together with any related parking and access rights thereto, such amendment to be completed within 6 months of completion of construction and in no event later than June 1, 2023. Lessor shall consent to such amendment so long as Lessee represents, covenants and agrees that the improvements are located on the property described thereon and shall be used for the purposes described in the Forty-Third Supplemental Bond Resolution adopted by Lessor on October __, 2020.

IN WITNESS WHEREOF, the South Dakota Board of Regents has caused this Twenty-Sixth 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-Sixth 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-Sixth Lease Supplement has been executed in several counterparts, each of which may be considered as an original.

SOUTH DAKOTA BOARD OF REGENTS

By _____
Its: President

ATTEST:

Its Executive Director

SOUTH DAKOTA BUILDING AUTHORITY

By _____
Its: Chairman

ATTEST:

Its Executive Secretary

[SEAL]

STATE OF SOUTH DAKOTA)
) SS
COUNTY OF _____)

On this the ____ day of _____, 2020, before me, the undersigned, a Notary Public within and for said County and State, personally appeared _____, the President 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 _____)

On this the ____ day of _____, 2020, before me, the undersigned, a Notary Public within and for said County and State, personally appeared _____, the Executive Director 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 _____)

On this the ____ day of _____, 2020, before me, the undersigned, a Notary Public within and for said County and State, personally appeared _____ and _____, the President and the Executive Director, respectively, of the South Dakota Board of Regents, known to me to be the persons who are described in and who executed the foregoing instrument and acknowledged to me that such persons executed the same.

Notary Public

My commission expires:

STATE OF SOUTH DAKOTA)
) SS
COUNTY OF _____)

On this the ____ day of _____, 2020 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, and Donald A. Templeton, the Executive Secretary of South Dakota Building Authority, known to me to be the persons who are described in and who executed the foregoing instrument and acknowledged to me that such persons executed the same.

Notary Public

My commission expires:

[SEAL]

EXHIBIT A

The Projects (as more completely described below) consist of the payment of construction costs with the proceeds of revenue bonds under SDCL chapter 5-12 (the “*Series 2020C Bonds*”) for the construction, completion, furnishing, equipping, and maintaining of, including heating, air conditioning, plumbing, water, sewer, electric facilities, sidewalks, parking, landscaping, architectural and engineering services, and any other services or actions required, to address deferred maintenance and repair of facilities under the control of the South Dakota Board of Regents as authorized by chapter 226 of the 2020 Session Laws and the other 2020 Session Laws referred to below (the “*M&R Projects*”).

BLACK HILLS STATE UNIVERSITY

Pursuant to chapter 235 of the 2020 Session Laws authorizing the South Dakota Board of Regents to contract for the design, renovation of, and construction of an addition to the E.Y. Berry Library on the campus of Black Hills State University, with the furnishings and equipment including heating, air conditioning, plumbing, water, sewer, electric facilities, sidewalks, parking, landscaping, architectural and engineering services, asbestos abatement, and other services or actions required to accomplish the project for costs not to exceed the limitations set forth in chapter 235 of the 2020 Session Laws. These facilities shall be located on the Additional Property described on Exhibit A-1.

SOUTH DAKOTA SCHOOL OF MINES AND TECHNOLOGY

Pursuant to chapter 236 of the 2020 Session Laws authorizing the South Dakota Board of Regents to contract for the design, renovation of, and construction of an addition to, the Devereaux Library on the campus of South Dakota School of Mines and Technology, with the furnishings and equipment including heating, air conditioning, plumbing, water, sewer, electric facilities, sidewalks, parking, landscaping, architectural and engineering services, asbestos abatement, and other services or actions required to accomplish the project for costs not to exceed the limitations set forth in chapter 236 of the 2020 Session Laws. These facilities shall be located on the Additional Property described on Exhibit A-2.

UNIVERSITY OF SOUTH DAKOTA

Pursuant to chapter 223 of the 2020 Session Laws authorizing the South Dakota Board of Regents to contract for the planning, site preparation, construction, furnishing, and equipping of a forty-five thousand square foot Allied Health Facility at the University of South Dakota, including any heating, air conditioning, plumbing, water, sewer, electric facilities, sidewalks, parking, landscaping, architectural and engineering services, asbestos abatement, and any other services or actions required to accomplish the project for estimated costs set forth therein. These facilities shall be located on the Additional Property described on Exhibit A-3.

DAKOTA STATE UNIVERSITY

Renovations of East Hall on the campus of Dakota State University. These facilities shall be located on the Additional Property described on Exhibit A-4.

SOUTH DAKOTA STATE UNIVERSITY

Renovations of Lincoln Hall on the campus of South Dakota State University. These facilities shall be located on the Additional Property described on Exhibit A-5.

EXHIBIT A-1

SERIES 2020 BOARD OF REGENTS PROJECT

The Black Hills State University Project is to be located on the respective parcels of real property described below and is being financed in part with the South Dakota Building Authority Revenue Bonds, Series 2020C:

[Insert Metes and Bounds Description for BHSU Project]

[To Come]

EXHIBIT A-2

SERIES 2020 BOARD OF REGENTS PROJECT

The South Dakota School of Mines and Technology Project is to be located on the respective parcels of real property described below and is being financed in part with the South Dakota Building Authority Revenue Bonds, Series 2020C:

[Insert Metes and Bounds Description for SDSM&T Project]

[To Come]

EXHIBIT A-3

SERIES 2020 BOARD OF REGENTS PROJECT

The University of South Dakota Project is to be located on the respective parcels of real property described on Exhibit A-3 and is being financed in part with the South Dakota Building Authority Revenue Bonds, Series 2020C.

[Insert Metes and Bounds Description for USD Project]

[To Come]

A-3

EXHIBIT A-4

SERIES 2020 BOARD OF REGENTS PROJECT

The Dakota State University Project is to be located on the respective parcels of real property described below and is being financed in part with the South Dakota Building Authority Revenue Bonds, Series 2020C:

[Insert Metes and Bounds Description for DSU Project]

[To Come]

EXHIBIT A-5

SERIES 2020 BOARD OF REGENTS PROJECT

The South Dakota State University Project is to be located on the respective parcels of real property described below and is being financed in part with the South Dakota Building Authority Revenue Bonds, Series 2020C:

[Insert Metes and Bounds Description for SDSU Project]

[To Come]

SCHEDULE A
SCHEDULE OF ADDITIONAL LEASE PAYMENTS
TO BE MADE BY
THE SOUTH DAKOTA BOARD OF REGENTS

INCLUDING

A 3.0%ADMINISTRATION/INSURANCE FEE FOR PROJECTS

WITH RESPECT TO FACILITIES DESCRIBED ON

EXHIBITS A-1, A-2, A-3, A-4 and A-5

FINANCED BY

SOUTH DAKOTA BUILDING AUTHORITY
REVENUE BONDS, SERIES 2020C

(Series 2020 Board of Regents Projects - See Schedules A-1, A-2, A-3, A-4 and A-5 for individual Projects)
See Attached

Schedule A

SCHEDULE A-1

**SCHEDULE OF ADDITIONAL LEASE PAYMENTS
TO BE MADE BY
THE SOUTH DAKOTA BOARD OF REGENTS**

**INCLUDING A 3.0% ADMINISTRATION/INSURANCE FEE
WITH RESPECT TO FACILITIES DESCRIBED ON EXHIBIT A-1 AND FINANCED
BY**

**SOUTH DAKOTA BUILDING AUTHORITY
REVENUE BONDS, SERIES 2020C**

(Series 2020 Board of Regents Project - BHSU Project)

See Attached

Schedule A-1

SCHEDULE A-2

**SCHEDULE OF ADDITIONAL LEASE PAYMENTS
TO BE MADE BY
THE SOUTH DAKOTA BOARD OF REGENTS**

**INCLUDING A 1.5% ADMINISTRATION/INSURANCE FEE
WITH RESPECT TO FACILITIES DESCRIBED ON EXHIBIT A-2 AND FINANCED
BY**

**SOUTH DAKOTA BUILDING AUTHORITY
REVENUE BONDS, SERIES 2020C**

(Series 2020 Board of Regents Project - SDSM&T Project)
See Attached

Schedule A-2

SCHEDULE A-3

**SCHEDULE OF ADDITIONAL LEASE PAYMENTS
TO BE MADE BY
THE SOUTH DAKOTA BOARD OF REGENTS**

**INCLUDING A 3.0% ADMINISTRATION/INSURANCE FEE
WITH RESPECT TO FACILITIES DESCRIBED ON EXHIBIT A-3 AND FINANCED
BY**

**SOUTH DAKOTA BUILDING AUTHORITY
REVENUE BONDS, SERIES 2020C**

(Series 2020 Board of Regents Project - USD Project)

See Attached

Schedule A-3

SCHEDULE A-4

**SCHEDULE OF ADDITIONAL LEASE PAYMENTS
TO BE MADE BY
THE SOUTH DAKOTA BOARD OF REGENTS**

**INCLUDING A ___%ADMINISTRATION/INSURANCE FEE
WITH RESPECT TO FACILITIES DESCRIBED ON EXHIBIT A-4 AND FINANCED
BY**

**SOUTH DAKOTA BUILDING AUTHORITY
REVENUE BONDS, SERIES 2020C**

(Series 2020 Board of Regents Project - DSU Project)

See Attached

Schedule A-4

SCHEDULE A-5

**SCHEDULE OF ADDITIONAL LEASE PAYMENTS
TO BE MADE BY
THE SOUTH DAKOTA BOARD OF REGENTS**

**INCLUDING A ____%ADMINISTRATION/INSURANCE FEE
WITH RESPECT TO FACILITIES DESCRIBED ON EXHIBIT A-5 AND FINANCED
BY**

**SOUTH DAKOTA BUILDING AUTHORITY
REVENUE BONDS, SERIES 2020C**

(Series 2020 Board of Regents Project - SDSU Project)

See Attached

Schedule A-5

The South Dakota Board of Regents adjourned its special meeting on October 20, 2020, and will meet again for its next regular business meeting on December 9-10, 2020.

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 October 20, 2020.

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