

TO: Members of the Board of Trustees

FR: Jay Wasson, Vice President for Physical Facilities and Chief Public Safety Officer

DATE: July 24, 2023

RE: Approval to Plan, Finance, Construct and Award Construction Contracts for Hillenbrand Residence Hall South

**Attachments:**

- Resolution
- Exhibit A: Hillenbrand Residence Hall South Site Plan

**Project Description:**

- This project will construct a new, eight-story, 252,525 gross square foot residence hall to include 896 pod-style beds immediately south of the existing Hillenbrand Residence Hall on the West Lafayette campus.
- The existing dining area in Hillenbrand Residence Hall will be renovated and expanded from 516 to 778 seats to accommodate the additional residents.
- Project delivery method: Construction Manager as Constructor
- Final Guaranteed Maximum Price delivery: February 2024
- Construction start: March 2024
- Construction completion: June 2026

**Project Benefits:**

- The construction of a new residence hall will help address an existing wait list and increased demand for on-campus housing. Additionally, this project provides more space for the growing Data Mine learning community.
- Increasing housing capacity supports one of the key goals of Purdue's transformative education initiative—increasing student success and value by ensuring there are on-campus living opportunities for undergraduate students.
- The scope and location of this project are in alignment with the Giant Leaps Housing and Dining Master Plan update completed in February 2023.

**Project Cost and Funding:**

- Estimated Total Project Cost: \$149,000,000
- Sources of Funds:
  - Non-Fee Replaced Debt – Auxiliary Housing/Dining: \$149,000,000

c: Chairman Mike Berghoff  
President Mung Chiang  
Treasurer Chris Ruhl  
Provost Patrick Wolfe  
Corporate Secretary Cindy Ream  
General Counsel Steve Schultz

**RESOLUTION OF THE BOARD OF TRUSTEES  
OF THE TRUSTEES OF PURDUE UNIVERSITY (THE “CORPORATION”)**

- 1. DECLARING THE NECESSITY FOR THE WEST LAFAYETTE CAMPUS PROJECT IDENTIFIED AS HILLENBRAND RESIDENCE HALL SOUTH (THE “PROJECT”);**
  - 2. GRANTING APPROVAL TO PLAN, FINANCE AND CONSTRUCT THE PROJECT PURSUANT TO THE PROVISIONS CONTAINED IN IC 21-35-1 AND OTHER APPLICABLE STATUTES;**
  - 3. AUTHORIZING CERTAIN OFFICERS OF THE CORPORATION TO REQUEST ALL NECESSARY STATE APPROVALS FOR THE PROJECT;**
  - 4. AUTHORIZING CERTAIN OFFICERS OF THE CORPORATION TO NEGOTIATE FOR AND OBTAIN INTERIM AND/OR PERMANENT FINANCING FOR THE PROJECT, SUBJECT TO ALL STATUTORY PROVISIONS AND SUBJECT TO PRIOR APPROVAL BY THE TREASURER OR ASSISTANT TREASURER; AND**
  - 5. DECLARING OFFICIAL INTENT TO REIMBURSE CERTAIN PROJECT COSTS WITH BOND PROCEEDS**
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**WHEREAS**, the Board of Trustees of the Corporation (the “Board”) has acknowledged Purdue University’s commitment to increasing student housing capacity on the West Lafayette campus to promote student success and to advance transformative education initiatives, including during Board deliberations at stated meetings held on February 3, 2023 and April 14, 2023; and

**WHEREAS**, the Board desires to address the continuing need for an expansion of student housing options on the West Lafayette campus;

**NOW, THEREFORE, IT IS HEREBY RESOLVED** by the Board as follows:

1. The Board hereby finds that a necessity exists for the planning, financing, construction, furnishing and equipping of, as well as for the awarding of, one or more contracts for the completion of the project identified as “Hillenbrand Residence Hall South” at the Purdue University West Lafayette Campus (the “Project”).
2. The proposal to plan, finance, construct and award one or more contracts for the completion of the Project is hereby authorized and approved.
3. In order to provide funds with which to complete this Project, the Treasurer of the Corporation is hereby authorized, under the authority of this Resolution, and without the need for further authorization from the Board, to use proceeds from bonds or other obligations of the Corporation in an amount up to the total authorized Project cost, which is hereby set and approved at \$149,000,000 (the “Authorized Cost Level”); provided, that the Treasurer is also authorized and empowered to use, as funding either to supplement and replace a portion of the above-referenced bond proceeds (up to the Authorized Cost Level)

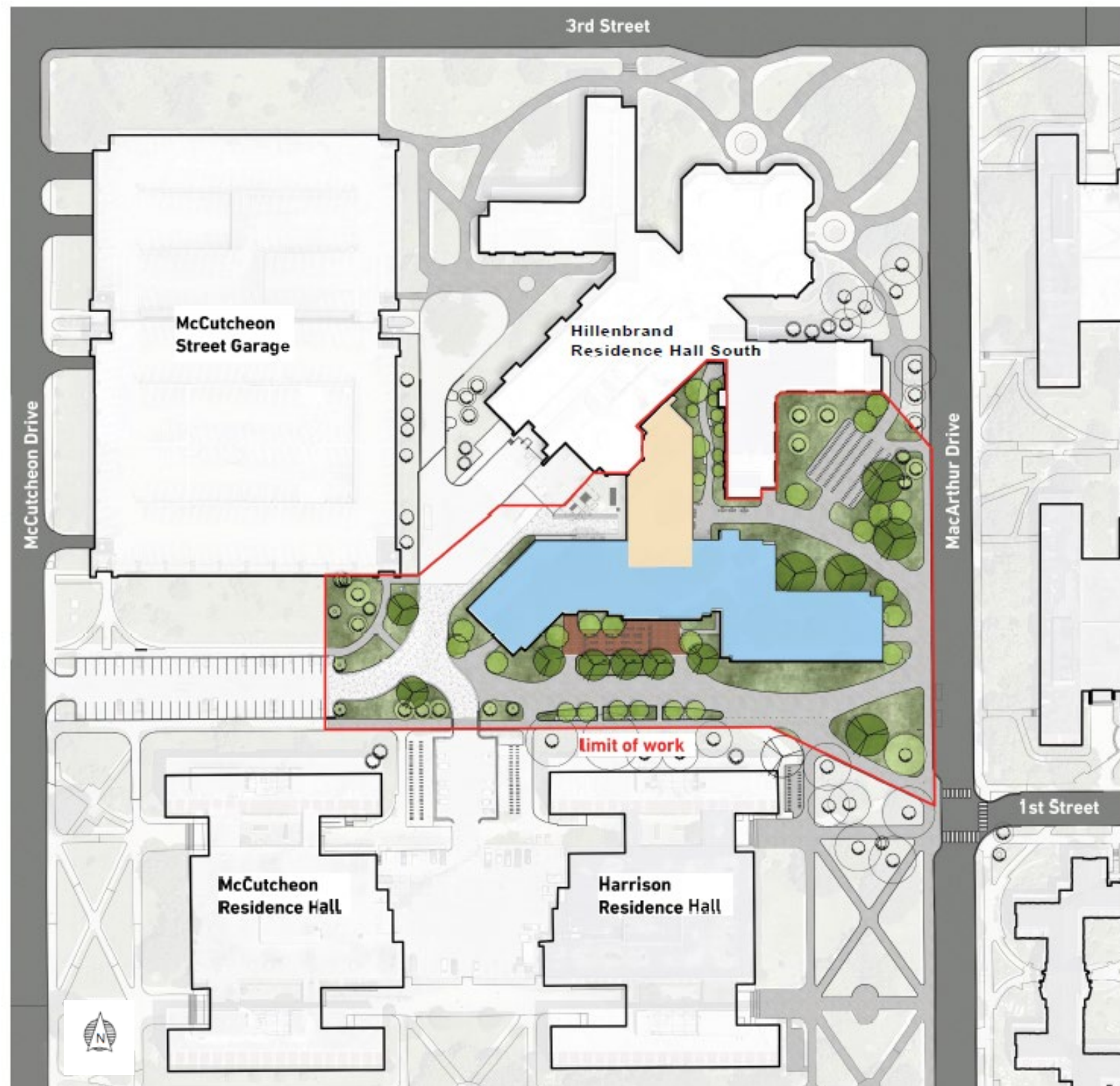
or to cover the financing costs thereof: (a) funds from Purdue University Housing and Food Services reserves, and (b) funds from gifts to the Project, with the latter backstopped by institutional reserves or unrestricted institutional gifts.

4. For purposes of Article VII, Section 1(c) of the Bylaws, no change orders in connection with any of the above-referenced contracts shall require further Board or the Board's Physical Facilities Committee (the "Committee") authorization and approval unless and until such a change order, together with all other change orders previously authorized, approved and executed by the Treasurer, causes the aggregate amount of expenditures incurred under such contracts to exceed the Authorized Cost Level for this project (it being understood that any change order or any other action that would cause such Authorized Cost Level to be exceeded must, before it is given effect, receive the express prior approval of the Committee and the Board).
5. The Board authorizes and empowers the Treasurer of the Corporation to select, retain and contract with an architectural/engineering firm to provide planning services for such amount and on such terms as he in his sole discretion shall deem to be in the best interest of Purdue University.
6. The Board further authorizes the financing of said Project, as further provided herein, subject to (i) the provisions for the financing thereof contained in IC 21-35-1, 21-35-3, 21-35-5 and 21-32-2 (collectively, the "Act"), (ii) the additional state approvals required by the Act, and (iii) the limitations as to costs which may be financed for said Project as set forth in the Act, so long as the principal amount of bonds or other obligations issued for the costs of said Project (excluding additional costs allowable for interest and financing charges, underwriter's discount, debt service reserves, credit enhancement or bond or reserve insurance, or other incidental costs permitted by statute) does not exceed, in the aggregate, the Authorized Cost Level for said Project.
7. The Board further authorizes and empowers the Treasurer and Assistant Treasurer of the Corporation, and each of them, as appropriate, as follows:
  - a) If in their judgment it appears prudent, under then-current market conditions, said officers may obtain one or more series of interim, construction-period financings for the Project prior to the issuance of long-term bonds, or, in lieu thereof or in conjunction therewith, they may negotiate with commercial banks, trust companies or departments, or other lending or financial institutions, for the borrowing of funds on an interim basis for the construction and related costs of said Project (or for one or more individual phases of said Project), in aggregate principal sums not exceeding any statutory limitations, and in each case on such terms as may be legally permissible and as said officers may determine to be in the best interests of Purdue University and of the Corporation; subject, however, to the prior approval by the Treasurer of the Corporation of such interim financings and all related bonds, notes or other documents.
  - b) Subsequent to the obtaining of interim financing, or promptly upon any determination that the use of interim financing is not prudent, said officers are authorized to commence negotiations with commercial banks, investment banking or underwriting firms, or other lending or financial institutions, and to undertake preparation of documents for the proposed permanent financing of said Project

through the issuance and sale of one or more new series of fixed or variable rate student facilities system revenue bonds (covering all or less than all of said Project or a combination of all or less than all of said Project together with other properly authorized projects). Such proposed bonds are to be issued as additional First Lien Bonds under the existing Indenture of Trust (as heretofore amended and supplemented and as further supplemented and amended by a Thirty-Fifth Supplemental Indenture) each by and between the Corporation and the Bank of New York Mellon, National Association, ultimate successor in interest to Bank One Trust Company, National Association, as Trustee, relating to student facilities system revenue bonds under one or more proposed new supplements to such Indenture, to be prepared in connection with the proposed series of new bonds, all subject, however, to prior approval of the proposed terms and conditions of the proposed bonds and all of the documents related to the issuance and sale thereof by the Treasurer of the Corporation. The bonds: (i) may be issued in any denomination not greater than \$100,000, with maturities not later than 30 years from the date of issuance, (ii) may be sold at a negotiated sale as provided by IC 21-32-3, and (iii) may bear interest payable at any interval or intervals not exceeding one year. The Treasurer is authorized to grant the approvals described in this Section 7(b), to authorize the execution, sale and delivery of any such bonds, and to delegate to one or more other officers of the Corporation or of Purdue University such authority to determine and fix the final terms and conditions of the fixed or variable rate transaction as, in his sole discretion, the Treasurer deems appropriate.

8. The Board hereby declares its official intent, pursuant to applicable Treasury Regulations, to plan, design, acquire, construct, equip and furnish the Project and to reimburse certain costs of design, acquisition, construction, equipping and furnishing of said Project with the proceeds of debt to be incurred by the Corporation with respect to said Project, as well as to issue debt not in excess of the maximum amounts for said Project as set forth in this Resolution and as otherwise limited or permitted by applicable statutes.
9. Except for the authority specifically delegated to the Treasurer in Section 7 above with respect to the financing of the Project, the Treasurer of the Corporation be, and hereby is, further authorized and empowered to delegate to one or more officers and representatives of the Corporation or of Purdue University such tasks and responsibilities with respect to the completion of the Project as he, in his sole discretion, shall deem to be in the best interests of the Corporation and Purdue University and consistent with the exercise of the authority granted in this Resolution.
10. The Board further authorizes the appropriate officers of the Corporation to execute all documents necessary to finance the Project (the "Financing Documents") in counterparts and by electronic means (as described below), all of which counterparts taken together shall constitute but one and the same respective instrument; moreover, the Board hereby authorizes the Financing Documents to be signed and/or transmitted by email or as .pdf documents or using electronic signature technology (e.g. via DocuSign or similar electronic record), it being understood that any documents so signed or transmitted shall be deemed valid and as effective to bind the signing party as a paper copy bearing such party's handwritten signature.



11. The Chairman, Vice Chairman, Treasurer, Assistant Treasurer, General Counsel, Deputy General Counsel, Secretary and Assistant Secretary of the Corporation, and the Treasurer and Chief Financial Officer and the Vice President and Deputy Chief Financial Officer of Purdue University, and each of said officers respectively, are hereby authorized and empowered for, on behalf of, and in the name of the Corporation, or of Purdue University, to: (a) request the necessary approvals of the Governor and the Budget Agency and all other necessary governmental approvals for the actions hereinabove authorized; and (b) take all other necessary and proper actions to carry out the purpose and intent of this Resolution, whether herein specifically authorized or not, except such actions as are specifically required by law to be taken by the Board as the governing board of the Corporation. All acts of said officers in conformity with the intent and purposes of this Resolution, whether taken before or after this date, are hereby ratified, confirmed, approved and adopted as the acts of the Corporation.



Administrative Operations

## Exhibit A: Hillenbrand Residence Hall South Site Plan

07/24/23

-  RESIDENTIAL
-  DINING