

STATE FISCAL ACCOUNTABILITY AUTHORITY

Meeting of Tuesday, October 27, 2015 -- 10:00 A. M.

Room 252, Edgar A. Brown Building

AGENDA INDEX

<u>Item</u>	<u>Agency</u>	<u>Subject</u>
A.	MEETING OF STATE FISCAL ACCOUNTABILITY AUTHORITY	
B.	ADOPTION OF PROPOSED AGENDA	
C.	MINUTES OF PREVIOUS MEETING	
D.	BLUE AGENDA	
1.	State Treasurer's Office	Bond Counsel Selection
2.	Department of Administration Division of General Services	Easements
3.	Department of Administration Division of General Services	Real Property Conveyance
4.	Jobs-Economic Development Authority	QECC Bond Issuance Extension – \$15M Qualified Energy Conservation Bond Volume Cap Allocation Authority to Abundant Power Group, LLC/SC SAVES with the SC Jobs- Economic Development Authority (JEDA) as Conduit Issuer for Use At Denmark-Olar School District 2 of Bamberg County
5.	Division of Procurement Services	Procurement Audits and Certifications
6.	Executive Director	Revenue Bonds
7.	Executive Director	Economic Development (2015 Ceiling Allocation)
E.	REGULAR SESSION	
1.	Public Employee Benefit Authority and SC Retirement System Investment Commission	Update
2.	Department of Administration, Executive Budget Office	Permanent Improvement Projects
3.	Department of Administration, Division of General Services	South Carolina Retirement System Investment Commission Lease Amendment 1201 Main Street, Capitol Center, Columbia
4.	Department of Administration, Division of General Services	Spartanburg Community College Cherokee Campus Lease-Out to Cherokee County

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REGULAR SESSION AGENDA INDEX -- Page 2

<u>Item</u>	<u>Agency</u>	<u>Subject</u>
5.	Clemson University	Not Exceeding \$19,850,000 Athletic Facilities Revenue Bonds, Series 2015B, of Clemson University
6.	Coastal Carolina University	Not Exceeding \$13,000,000 General Obligation State Institution Refunding Bonds, Series 2015, of Coastal Carolina University
7.	South Carolina State University	Not Exceeding \$23,500,000 General Obligation State Institution Refunding Bonds (Issued on behalf of South Carolina State University)
8.	State Fiscal Accountability Authority	Future Meeting
F.	EXECUTIVE SESSION	
1.	South Carolina State University	Personnel Matter (Approval of Settlement Agreement and Mutual General Release)
2.	State Fiscal Accountability Authority	Personnel Matters (Discuss and Consider Qualifications and Suitability of Various Individuals for Potential Offer(s) of Employment for Position(s) of Responsibility within the Authority); and Return to Regular Session (For Offer(s) of Employment, if Appropriate)

AGENCY: State Treasurer's Office

SUBJECT: Bond Counsel Selection

The State Treasurer's Office has provided the following notification of the assignment of bond counsel for conduit issues and special assignment for bond counsel for which Board approval is requested:

CONDUIT ISSUES: (For ratification of Issuer's Counsel only)

Description of Issue	Agency/Institution (Borrower)	Borrower's Counsel	Issuer's Counsel
\$6,500,000.00 SC JEDA	Spartanburg Preparatory School	Parker Poe Adams & Bernstein	Howell Linkous & Nettles
\$19,000,000.00 SC JEDA	Ashley Hall Foundation	Howell Linkous & Nettles	Haynsworth Sinkler Boyd
\$33,000,000.00 SC JEDA	Tri-County Technical College Foundation	Parker Poe Adams & Bernstein	Nexsen Pruet
\$19,000,000.00 SC JEDA	Royal Live Oaks Academy-Ridgeland	Howell Linkous & Nettles	Haynsworth Sinkler Boyd
\$8,500,000.00 SC JEDA	Greenville Tech Charter High School	Haynsworth Sinkler Boyd	McNair

SPECIAL ASSIGNMENT OF BOND COUNSEL:

Description of Issue	Agency/Institution	Approved Bond Counsel
\$23,500,000.00 General Obligation State Institution Bond	South Carolina State University	Pope Flynn Group
\$25,600,000.00 State Institution Bonds	Medical University of South Carolina	1. Bill Musser, McNair Law Firm 2. Alan Lipsitz, Nexsen Pruet

AUTHORITY ACTION REQUESTED:

Approve the referenced bond counsel assignment.

ATTACHMENTS:

Bond Counsel Selection Approved by the State Treasurer's Office

Items for October 27, 2015 State Fiscal Accountability Authority
 Bond Counsel and Issuer Counsel Selections by the State Treasurer's Office are as follows:

CONDUIT ISSUES: (For ratification of Issuer's Counsel only)

Description of Issue	Agency/Institution (Borrower)	Borrower's Counsel	Issuer's Counsel	Date STO Approved
\$6,500,000 SC JEDA	Spartanburg Preparatory School	Parker Poe Adams & Bernstein	Howell Linkous & Nettles	08/27/15
\$19,000,000.00 SC JEDA	Ashley Hall Foundation	Howell Linkous & Nettles	Haynsworth Sinkler Boyd	09/03/15
\$33,000,000.00 SC JEDA	Tri-County Technical College Foundation	Parker Poe Adams & Bernstein	Nexsen Pruet	09/22/15
\$19,000,000.00 SC JEDA	Royal Live Oaks Academy-Ridgeland	Howell Linkous & Nettles	Haynsworth Sinkler Boyd	09/23/15
\$8,500,000.00 SC JEDA	Greenville Tech Charter High School	Haynsworth Sinkler Boyd	McNair	09/23/15

OTHER REVENUE ISSUES:

Description of Issue	Agency/Institution	Approved Bond Counsel	Date STO Approved

SPECIAL ASSIGNMENT OF BOND COUNSEL:

Description of Issue	Agency/Institution	Approved Bond Counsel	Date STO Approved
\$25,215,000.00 General Obligation State Institution Bond	University of South Carolina	Pope Flynn Group	09/15/15
\$25,600,000.00 State Institution Bonds	Medical University of South Carolina	1. Bill Musser, McNair Law Firm 2. Alan Lipsitz, Nexsen Pruet	09/11/15

AGENCY: Department of Administration, Division of General Services

SUBJECT: Easements

The Department of Administration, Division of General Services requests approval of the following easements in accordance with SC Code of Laws:

- (a) County Location: York
From: Department of Administration
To: York County Natural Gas Authority
Consideration: \$700
Description/Purpose: To grant a 0.08 acre easement for the construction, installation, operation and maintenance of a 6" natural gas pipeline beneath a cove of Lake Wylie to provide gas service to prospective customers located on the east side of the cove. Consideration is \$500 plus \$200 per acre for easements across navigable waterways and submerged lands.

- (b) County Location: York and Lancaster
From: Department of Administration
To: York County Natural Gas Authority
Consideration: \$700
Description/Purpose: To grant a 0.10 acre easement for the construction, installation, operation and maintenance of a 12" natural gas pipeline beneath Sugar Creek to provide gas service to citizens of York and Lancaster Counties. Consideration is \$500 plus \$200 per acre for easements across navigable waterways and submerged lands.

- (c) County Location: Berkeley
From: Department of Administration
To: Charleston Water System
Consideration: \$700
Description/Purpose: To grant a 0.54 acre easement for the installation, operation and maintenance of a force main and water main beneath Ralston Creek to provide domestic water, fire protection and sanitary sewer services to Rhoden Island. Consideration is \$500 plus \$200 per acre for easements across navigable waterways and submerged lands.

AGENCY: Department of Administration, Division of General Services

SUBJECT: Easements

- (d) County Location: Dillon
From: Department of Administration
To: AT&T Southeast
Consideration: \$700
Description/Purpose: To grant a 0.17 acre easement for the installation, operation and maintenance of telecommunication conduits beneath the Little Pee Dee River to to accommodate SCDOT's US 301 Bridge Replacement Project. Consideration is \$500 plus \$200 per acre for easements across navigable waterways and submerged lands.
- (e) County Location: Richland
From: Department of Administration
To: South Carolina Electric and Gas Company
Consideration: \$1
Description/Purpose: To grant a 0.03 acre easement for the relocation, installation, operation and maintenance of electric lines and associated facilities upon property controlled by the South Carolina Educational Television Commission to accommodate SCDOT's Hard Scrabble Road Widening Project. The easement will be of mutual benefit to SCE&G and SCETV.
- (f) County Location: Horry
From: Horry-Georgetown Technical College Commission
To: South Carolina Public Service Authority (Santee Cooper)
Consideration: \$5
Description/Purpose: To grant a 0.24 acre easement and a 0.32 acre easement for the construction, installation, operation and maintenance of electric lines and associated facilities upon property of Horry-Georgetown Technical College. The easement is being sought by the College for the benefit of the property.

AGENCY: Department of Administration, Division of General Services

SUBJECT: Easements

- (g) County Location: Pickens and Transylvania (North Carolina)
From: Department of Natural Resources
To: Haywood Electric Membership Corporation
Consideration: Other good and valuable consideration
Description/Purpose: To grant a 3.46 acre easement for the relocation, installation, operation and maintenance of electric lines and associated facilities upon lands of Sassafras Mountain to realign the existing overhead powerline in order to enhance the view from the summit as part of DNR's Sassafras Mountain Improvement Project. The easement is being sought by the Department of Natural Resources for the benefit of the property. Upon approval, the easement will be recorded in the counties where the property lies.

AUTHORITY ACTION REQUESTED:

Approve granting the referenced easements as recommended by the Department of Administration, Division of General Services.

ATTACHMENTS:

Agenda item worksheet and attachments


STATE FISCAL ACCOUNTABILITY AUTHORITY AGENDA ITEM WORKSHEET

Meeting Scheduled for: October 27, 2015

Blue Agenda

1. Submitted by:

- (a) Agency: Department of Administration,
Division of General Services
(b) Authorized Official Signature:


Nolan L. Wiggins, Jr., Director

2. Subject: EASEMENTS

3. Summary Background Information:

The Division of General Services requests approval of the following easements in accordance with SC Code of Laws:

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From: Department of Administration
To: York County Natural Gas Authority
Consideration: \$700
Description/Purpose: To grant a 0.10 acre easement for the construction, installation, operation and maintenance of a 12" natural gas pipeline beneath Sugar Creek to provide gas service to citizens of York and Lancaster Counties. Consideration is \$500 plus \$200 per acre for easements across navigable waterways and submerged lands.

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From: Department of Administration
To: Charleston Water System
Consideration: \$700
Description/Purpose: To grant a 0.54 acre easement for the installation, operation and maintenance of a force main and water main beneath Ralston Creek to provide domestic water, fire protection and sanitary sewer services to Rhoden Island. Consideration is \$500 plus \$200 per acre for easements across navigable waterways and submerged lands.
- (d) County Location: Dillon
From: Department of Administration
To: AT&T Southeast
Consideration: \$700
Description/Purpose: To grant a 0.17 acre easement for the installation, operation and maintenance of telecommunication conduits beneath the Little Pee Dee River to accommodate SCDOT's US 301 Bridge Replacement Project. Consideration is \$500 plus \$200 per acre for easements across navigable waterways and submerged lands.
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Consideration: \$1
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Consideration: \$5
Description/Purpose: To grant a 0.24 acre easement and a 0.32 acre easement for the construction, installation, operation and maintenance of electric lines and associated facilities upon property of Horry-Georgetown Technical College. The easement is being sought by the College for the benefit of the property.

- (g) County Location: Pickens and Transylvania (North Carolina)
From: Department of Natural Resources
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Description/Purpose: To grant a 3.46 acre easement for the relocation, installation, operation and maintenance of electric lines and associated facilities upon lands of Sassafras Mountain to realign the existing overhead powerline in order to enhance the view from the summit as part of DNR's Sassafras Mountain Improvement Project. The easement is being sought by the Department of Natural Resources for the benefit of the property. Upon approval, the easement will be recorded in the counties where the property lies.
-

4. What is the Authority asked to do? Approve the referenced easements.

5. What is recommendation of the Division of General Services? Recommend approval of the referenced easements.

6. List of Supporting Documents:

1. SC Code of Laws Sections 1-11-80, 1-11-100 and 10-1-130
2. Exhibits (maps, plats, etc.)
 - (a) York County Natural Gas Authority
 - (b) York County Natural Gas Authority
 - (c) Charleston Water System
 - (d) AT&T Southeast
 - (e) South Carolina Electric & Gas Company
 - (f) South Carolina Public Service Authority (Santee Cooper)
 - (g) Haywood Electric Membership Corporation

SOUTH CAROLINA CODE OF LAWS

SECTION 1-11-80. Board authorized to grant easements for public utilities on vacant State lands.

The Department of Administration, upon approval of the State Fiscal Accountability Authority, is authorized to grant easements and rights of way to any person for construction and maintenance of power lines, pipe lines, water and sewer lines and railroad facilities over, on or under such vacant lands or marshland as are owned by the State, upon payment of the reasonable value thereof.

SECTION 1-11-100. Execution of instruments conveying rights of way or easements over marshlands or vacant lands.

Deeds or other instruments conveying such rights of way or easements over such marshlands or vacant lands as are owned by the State shall be executed by the Governor in the name of the State, when authorized by the Department of Administration, upon approval of the State Fiscal Accountability Authority, and when duly approved by the office of the Attorney General; deeds or other instruments conveying such easements over property in the name of or under the control of State agencies, institutions, commissions or other bodies shall be executed by the majority of the governing body thereof, shall name both the State of South Carolina and the institution, agency, commission or governing body as grantors, and shall show the written approval of the Director of the Department of Administration and the State Fiscal Accountability Authority.

SECTION 10-1-130. Grant of easements and rights of way.

The trustees or governing bodies of state institutions and agencies may grant easements and rights of way over any property under their control, upon the recommendation of the Department of Administration and approval of the State Fiscal Accountability Authority, whenever it appears that such easements do not materially impair the utility of the property or damage it and, when a consideration is paid therefor, any amounts must be placed in the State Treasury to the credit of the institution or agency having control of the property involved.

(a)

DUKE POWER COMPANY
TAX # 554000003
DB: 554 PG. 92
PB: 56 PG. 175

FERC PROJECT BOUNDARY
569.4' ELEVATION CONTOUR

CONCORD ROAD - S 46-1132
BRIDGE OVER LAKE WYLE
SCOTT OAK CLAIMS MAINTENANCE
DR BRIDGE - NO R/W

AREA IN PROPOSED EASEMENT = 0.08 AC.

DUKE POWER COMPANY
TAX # 552000040

DUKE POWER COMPANY
TAX # 581000049

FERC PROJECT BOUNDARY
569.4' ELEVATION CONTOUR

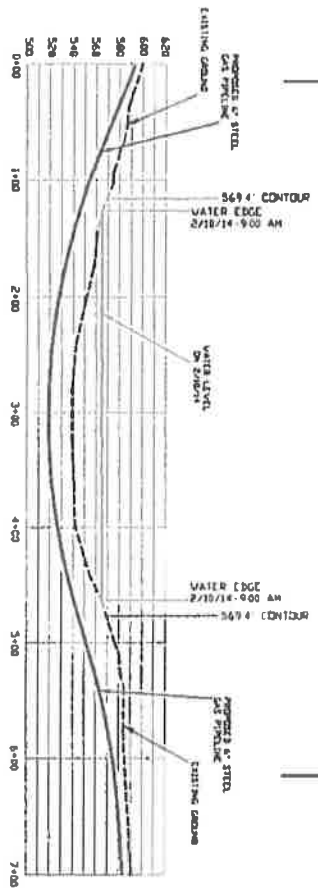
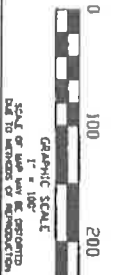
LAKE WYLE

PROPOSED 600' HORIZONTAL DIRECTIONAL DRILL

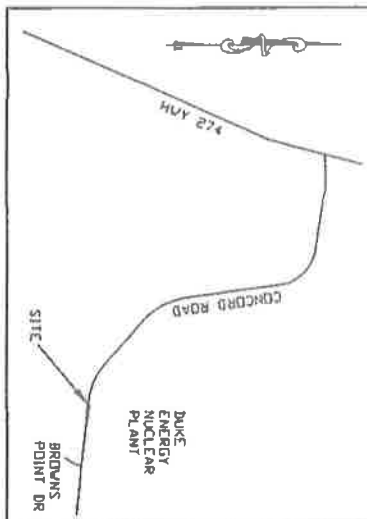
LEGEND
TRFD TELEPHONE POSTAL
PP POWER POLE
R/V RIGHT OF WAY
RED BRK RED BRK
PRD PRD

BASE OF METRIC
IS US DISTRIBUTION

THIS IS ONLY A SURVEY OF A PORTION OF THE
PROPERTY OF THE SURVEYOR FOR EXHIBIT ONLY.



HORIZONTAL SCALE: 1"=100'
VERTICAL SCALE: 1"=100'
PROFILE LOOKING NORTH



SURVEYED BY:
DERRICK K. ODOM
S.C. PROF. LAND SURVEYOR
L.C. # 13526
2020 DOWNS ST
SHELBY, N.C. 28152
TEL. 704-418-0042



I HEREBY STATE TO THE BEST OF MY KNOWLEDGE, INFORMATION AND BELIEF THE SURVEY SHOWN HEREON WAS MADE IN ACCORDANCE WITH THE REQUIREMENTS OF THE METRIC STANDARDS MANUAL AND THAT THE SURVEYOR HAS COMPLIED WITH THE REQUIREMENTS AND METERS OR EXCEEDS THE REQUIREMENTS FOR ACCURACY AS SPECIFIED THEREIN. ALSO THERE ARE NO ENCUMBRANCES, PROJECTIONS, OR SETBACKS AFFECTING THE PROPERTY OTHER THAN THOSE SHOWN.

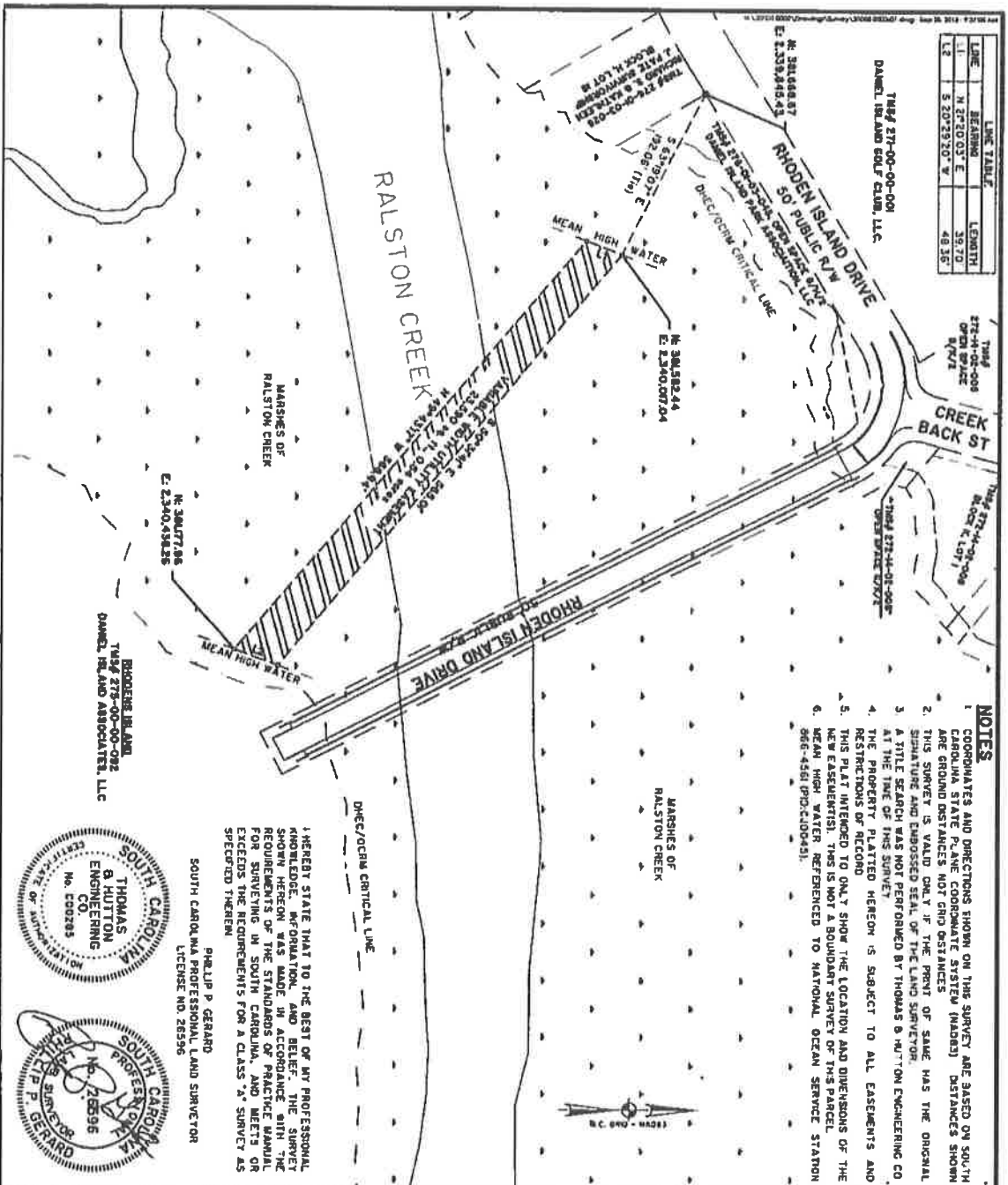
Derrick K. Odom
REGISTERED LAND SURVEYOR L.C. # 13526

SURVEY OF EASEMENT

PROPERTY OF
DUKE POWER COMPANY
EASEMENT TO BENEFIT
YORK COUNTY NATURAL GAS AUTHORITY
YORK COUNTY, SOUTH CAROLINA

DATE: 07-22-15 SCALE: 1"=100' PROJECT: YORGA-BLCK-CONCORD RD SHEET 1 OF 1

(c)



VICINITY MAP not to scale

PLAT OF
A PROPOSED VARIABLE WIDTH
UTILITY EASEMENT

SOUTH CAROLINA DEPARTMENT OF
ADMINISTRATION, DIVISION OF GENERAL
SERVICES, REAL PROPERTY SERVICES
CROSSING

RALSTON CREEK

DANIEL ISLAND, CITY OF CHARLSTON
BERKELEY COUNTY, SOUTH CAROLINA

prepared for
COMMISSIONERS OF PUBLIC WORKS

682 Johnnie Dodds Boulevard • Suite 100
Mt. Pleasant, SC 29464 • 843.849.0200

www.thomasandhutton.com

THOMAS & HUTTON
Engineering | Surveying | Planning | GIS | Consulting

PHILIP P. GERARD
SOUTH CAROLINA PROFESSIONAL LAND SURVEYOR
LICENSE NO. 26596

1 HEREBY STATE THAT TO THE BEST OF MY PROFESSIONAL KNOWLEDGE, INFORMATION, AND BELIEF, THE SURVEY REPRESENTED ON THIS PLAT IS ACCORDANCE WITH THE REQUIREMENTS OF THE STATUTES AND RULES OF THE BOARD OF SURVEYING IN SOUTH CAROLINA, AND THAT IT DOES NOT EXCEED THE REQUIREMENTS FOR A CLASS "A" SURVEY AS SPECIFIED THEREIN.

THOMAS & HUTTON ENGINEERING CO.
No. 26596
SOUTH CAROLINA PROFESSIONAL LAND SURVEYOR BOARD

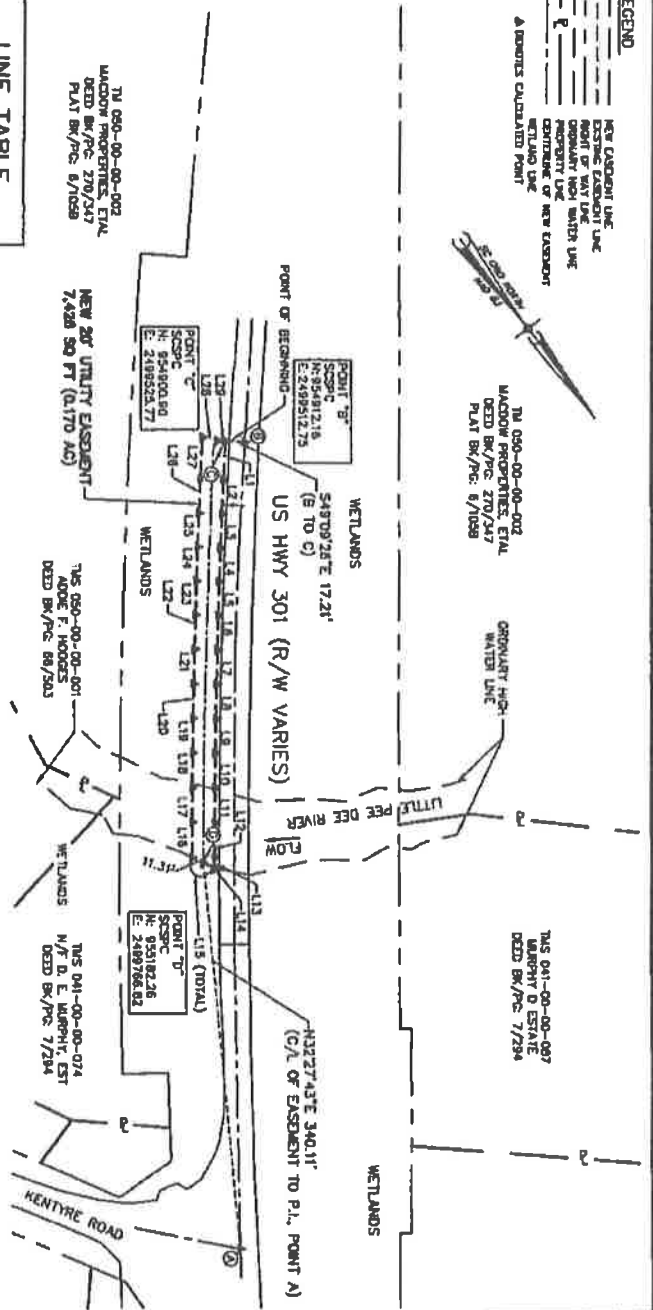
Plot drawn reviewed fcd cfw
09/25/15 by ppp

Job 20005.0002

SHEET 1 OF 1

(d)

- LEGEND**
- NEW EASEMENT LINE
 - EXISTING EASEMENT LINE
 - RIGHT OF WAY LINE
 - ORIGINAL HIGH WATER LINE
 - PROPERTY LINE
 - NEW EASEMENT PROPERTY LINE
 - WETLAND LINE
 - A POINTS CALCULATED POINT



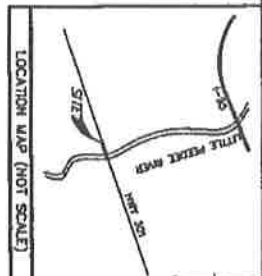
LINE TABLE

LINE	LENGTH	DIRECTION
L1	33.48	N40°17'11"E
L2	30.06	N40°03'41"E
L3	30.06	N39°50'11"E
L4	30.06	N39°36'41"E
L5	30.06	N39°23'12"E
L6	30.06	N39°09'41"E
L7	30.06	N38°56'12"E
L8	30.06	N38°42'41"E
L9	30.06	N38°29'11"E
L10	30.06	N38°15'42"E

L11	30.06	N38°02'11"E
L12	30.06	N37°48'41"E
L13	10.80	N37°35'11"E
L14	1.39	S42°27'08"E
L16	30.82	S37°48'41"W
L17	30.14	S38°02'11"W
L18	30.14	S38°15'42"W
L19	30.14	S38°29'11"W
L20	30.14	S38°42'41"W
L21	30.14	S38°56'12"W

L22	30.14	S39°09'41"W
L23	30.14	S39°23'12"W
L24	30.14	S39°36'41"W
L25	30.14	S39°50'11"W
L26	30.14	S40°03'41"W
L27	35.91	S40°17'11"W
L28	13.77	N38°46'35"W
L29	6.48	N51°44'05"W

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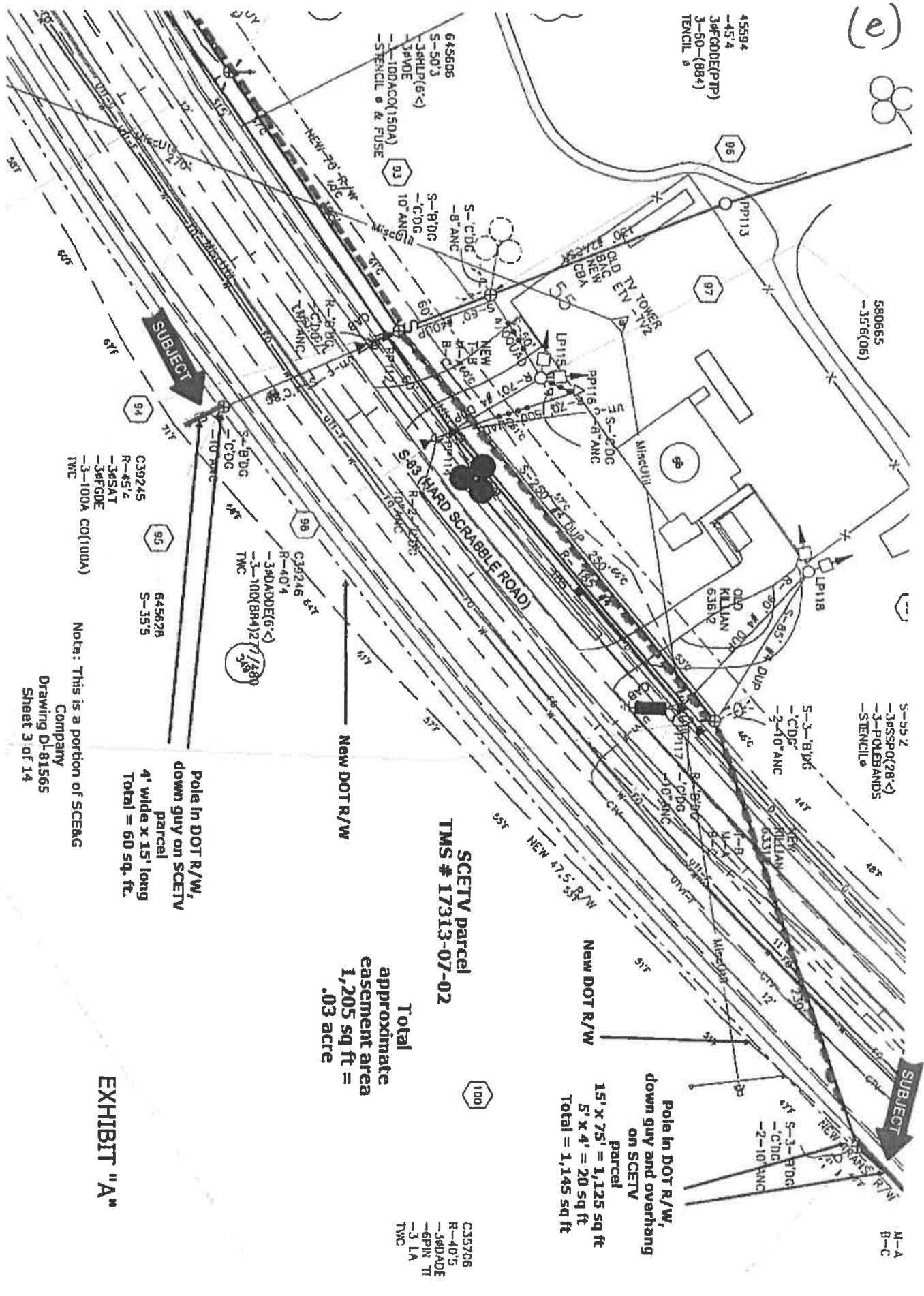
- NOTES:**
1. THIS IS NOT A VALID, TRUE COPY OF THE DOCUMENT UNLESS IT BEARS THE SEAL OF THE REGISTERED PROFESSIONAL LAND SURVEYOR FOR THE STATE OF SOUTH CAROLINA.
 2. ANYTHING SHOWN OUTSIDE THE DEFINED BOUNDARY OF THIS PLAT IS FOR REFERENCE PURPOSES ONLY.
 3. THE EXISTING SHOW HEREON ARE ALL THOSE OF WHICH THE LAND SURVEYOR HAS KNOWLEDGE. ANY OTHER EXISTING EASEMENTS OR ENCUMBRANCES APPLICABLE TO THE FIELD AND DOCUMENTS WHICH HAVE BEEN PROVIDED TO USE, THERE MAY BE ADDITIONAL ENCUMBRANCES WHICH AFFECT THE PROPERTY BUT ARE NOT SHOWN TO US.
 4. THE LOCATION OF ALL UTILITIES SHOWN HEREON ARE APPROXIMATE AND MUST BE VERIFIED BY OPERATING AGENCIES PRIOR TO CONSTRUCTION.
 5. ALL PROPERTY CORNER SIZES ARE MEASURED TO THE OUTSIDE DIMENSION.
 6. THE DRIVE EASEMENT WERE DESIGNED ON THIS PLAT IS CONTAINED IN THE SCOTT HEINTZ OF WAY.

I HEREBY STATE THAT TO THE BEST OF MY PROFESSIONAL KNOWLEDGE, INFORMATION AND BELIEF THE SURVEY SHOWN HEREON WAS MADE IN ACCORDANCE WITH THE REQUIREMENTS OF THE STANDARDS OF PRACTICE MANUAL FOR SURVEYING IN SOUTH CAROLINA AND MEETS OR EXCEEDS THE REQUIREMENTS FOR A CLASS A SURVEY AS SPECIFIED THEREIN. ALSO THERE ARE NO VISIBLE ENCROACHMENTS OR PROJECTIONS OTHER THAN SHOWN.

Joyle Starnina
 9/30/2015
 SIGNATURE DATE

TORRICK V. FARMING, SC PLS NO. 69482
 URS CORPORATION
 4016 SALT POINTE PKWY, NORTH CHARLESTON, S.C. 29405
 TELEPHONE: (843) 767-4402

<p>APPROVALS</p> <p>REGISTERED PROFESSIONAL LAND SURVEYOR</p> <p>DATE: _____ BY: _____</p>	<p>REVISIONS</p> <table border="1"> <thead> <tr> <th>NO.</th> <th>DESCRIPTION</th> <th>DATE</th> <th>BY</th> </tr> </thead> <tbody> <tr> <td> </td> <td> </td> <td> </td> <td> </td> </tr> </tbody> </table>	NO.	DESCRIPTION	DATE	BY					<p>DATE: 8/16/15</p> <p>SCALE: 1" = 100'</p>	<p>PROJECT SHOWING</p> <p>A NEW 20' UTILITY EASEMENT PREPARED FOR AT&T</p> <p>LOCATED IN DILLON COUNTY, SC</p>	<p>URS</p> <p>4016 Salt Pointe Parkway, Suite 210 N. Charleston, South Carolina 29405 Telephone: 843.767.4402 Fax: 843.767.4700</p>	<p>SOUTH CAROLINA DEPARTMENT OF ADMINISTRATION</p> <p>REGISTERED PROFESSIONAL LAND SURVEYOR</p> <p>NO. _____</p> <p>EXPIRES: _____</p> <p>DATE: _____</p>
		NO.	DESCRIPTION	DATE	BY								
<p>PROJECT NO. _____</p> <p>DATE: _____</p> <p>BY: _____</p>	<p>DATE: _____</p> <p>BY: _____</p>												



45594
-45'4
34FGDE(PPT)
3-50-(88')
TENCIL #

580665
-35'6(06)

S-35'2
-34SSP(28')
-3-POLEBANDS
-STENCIL #

C39245
R-45'4
-34SAT
-34FGDE
-3-100A CO(100A)
TWC

Pole in DOT R/W,
down guy on SCTEV
parcel
4' wide x 15' long
Total = 60 sq. ft.

SCTEV parcel
TMS # 17313-07-02

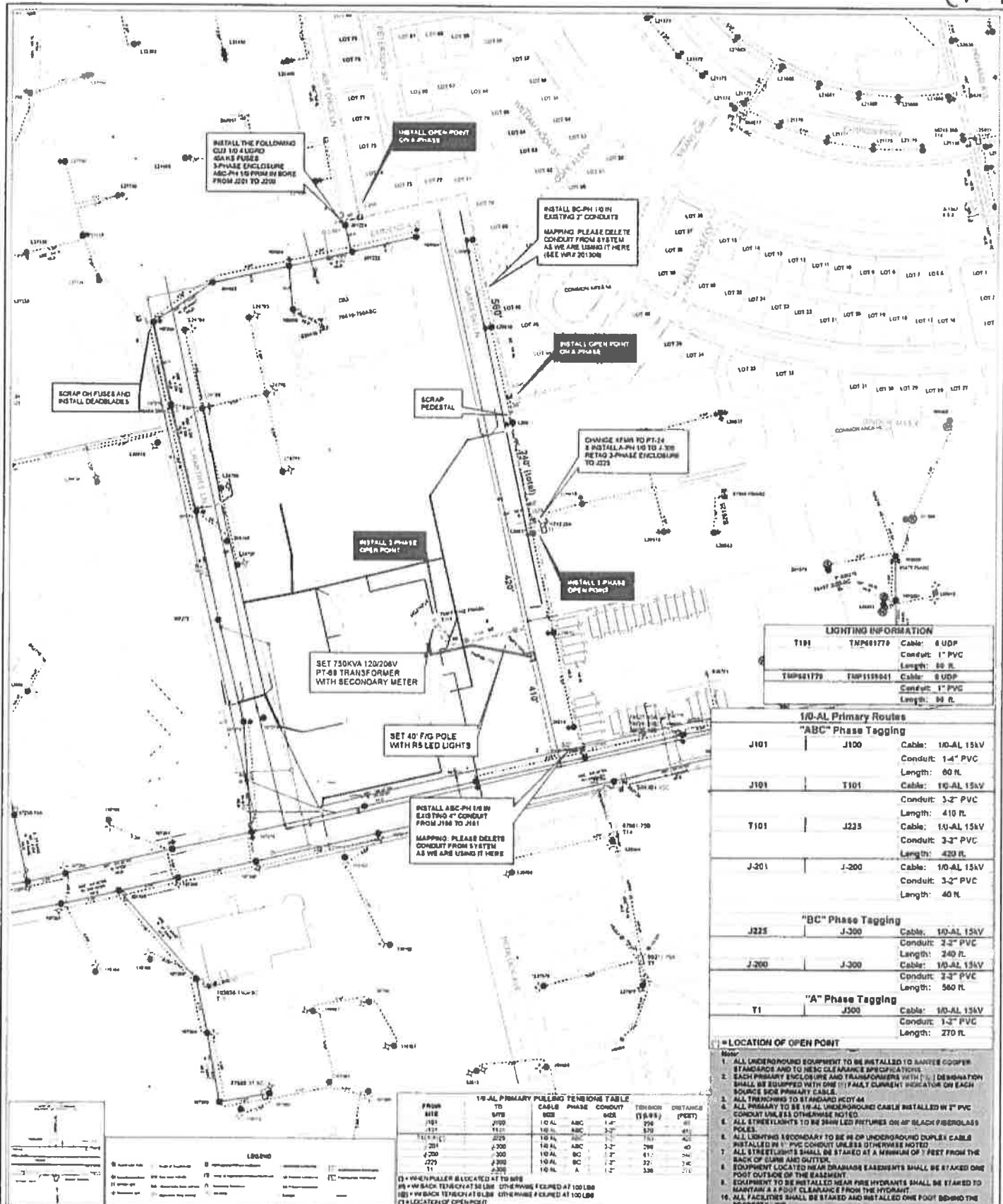
Total
approximate
easement area
1,205 sq ft =
.03 acre

New DOT R/W
Pole in DOT R/W,
down guy and overhang
on SCTEV
parcel
15' x 75' = 1,125 sq ft
5' x 4' = 20 sq ft
Total = 1,145 sq ft

Notes: This is a portion of SCE&G
Company
Drawing D-81565
Sheet 3 of 14

EXHIBIT "A"

C35706
R-40'5
-34DDE
-6PIN T
-3 LA
TWC



LIGHTING INFORMATION			
T101	TMP01770	Cable:	8 UDP
		Conduit:	1" PVC
		Length:	80 R.
TMP01770	TMP155041	Cable:	8 UDP
		Conduit:	1" PVC
		Length:	80 R.

100-AL Primary Routes			
"ABC" Phase Tagging			
J101	J100	Cable:	100-AL 15KV
		Conduit:	1.4" PVC
		Length:	80 R.
J101	T101	Cable:	10-AL 15KV
		Conduit:	3-2" PVC
		Length:	410 R.
T101	J223	Cable:	10-AL 15KV
		Conduit:	3-3" PVC
		Length:	420 R.
J-301	J-200	Cable:	10-AL 15KV
		Conduit:	3-2" PVC
		Length:	40 R.
"BC" Phase Tagging			
J223	J-300	Cable:	10-AL 15KV
		Conduit:	3-2" PVC
		Length:	340 R.
J-200	J-300	Cable:	10-AL 15KV
		Conduit:	3-3" PVC
		Length:	360 R.
"A" Phase Tagging			
T1	J500	Cable:	10-AL 15KV
		Conduit:	1-3" PVC
		Length:	270 R.

- LOCATION OF OPEN POINT**
- Notes:**
1. ALL UNDERGROUND EQUIPMENT TO BE INSTALLED TO Santee Cooper STANDARDS AND TO MEET CLEARANCE SPECIFICATIONS.
 2. EACH PRIMARY ENCLOSURE AND TRANSFORMER WITH (1) DESIGNATION SHALL BE EQUIPPED WITH ONE (1) FAULT CURRENT INDICATOR ON EACH SOURCE SIDE PRIMARY CABLE.
 3. ALL TRENCHES TO BE STANDARD 180" x 44"
 4. ALL PRIMARY TO BE 100-AL UNDERGROUND CABLE INSTALLED IN 2" PVC CONDUIT UNLESS OTHERWISE NOTED.
 5. ALL STREETLIGHTS TO BE SEMI LED FIXTURES ON 4" BLACK FIBERGLASS POLES.
 6. ALL LIGHTING SECONDARY TO BE 100-AL UNDERGROUND DUPLX CABLE INSTALLED IN 1" PVC CONDUIT UNLESS OTHERWISE NOTED.
 7. ALL STREETLIGHTS SHALL BE STAKED AT A MINIMUM OF 7 FEET FROM THE BACK OF CURB AND GUTTER.
 8. EQUIPMENT LOCATED NEAR DRAINAGE EASEMENTS SHALL BE STAKED ONE FOOT OUTSIDE OF THE EASEMENT.
 9. EQUIPMENT TO BE INSTALLED NEAR FIRE HYDRANTS SHALL BE STAKED TO MAINTAIN A 4 FOOT CLEARANCE FROM THE HYDRANT.
 10. ALL FACILITIES SHALL BE STAKED AND INSTALLED ONE FOOT BEHIND THE PROPERTY LINE.

FROM	TO	100-AL PRIMARY CABLE TENSION TABLE	CONDUCTOR	TENSION	DISTANCE
818	978	10 AL ABC	3-2"	750	160
781	270	10 AL ABC	1-2"	370	49
1137	1137	10 AL ABC	3-2"	370	41
1114	225	10 AL BC	3-2"	750	160
281	230	10 AL ABC	3-2"	790	167
230	300	10 AL BC	3-2"	617	134
225	230	10 AL BC	3-2"	327	70
11	225	10 AL A	1-2"	330	71

(1) = WHEN PULLER IS LOCATED AT TO BUS
 (2) = 100 LB TENSION AT 50 LB OTHERWISE EQUIPPED AT 100 LB
 (3) = 100 LB BACK TENSION AT 50 LB OTHERWISE EQUIPPED AT 100 LB
 (4) = LOCATION OF OPEN POINT

1. Safety vests to be worn at all times of Santee Cooper's personnel activities on or near the drawing and equipment to be installed. Cap and hard hat required.

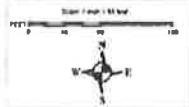
2. Safety vests to be worn at all times of Santee Cooper's personnel activities on or near the drawing and equipment to be installed. Cap and hard hat required.

3. Safety vests to be worn at all times of Santee Cooper's personnel activities on or near the drawing and equipment to be installed. Cap and hard hat required.

Just Users

Name: _____
 Title: _____
 Date: _____

santee cooper
 Distribution Services
 23MA Gardner Lucy Road
 Myrtle Beach, SC 29578
 (843) 247-3398

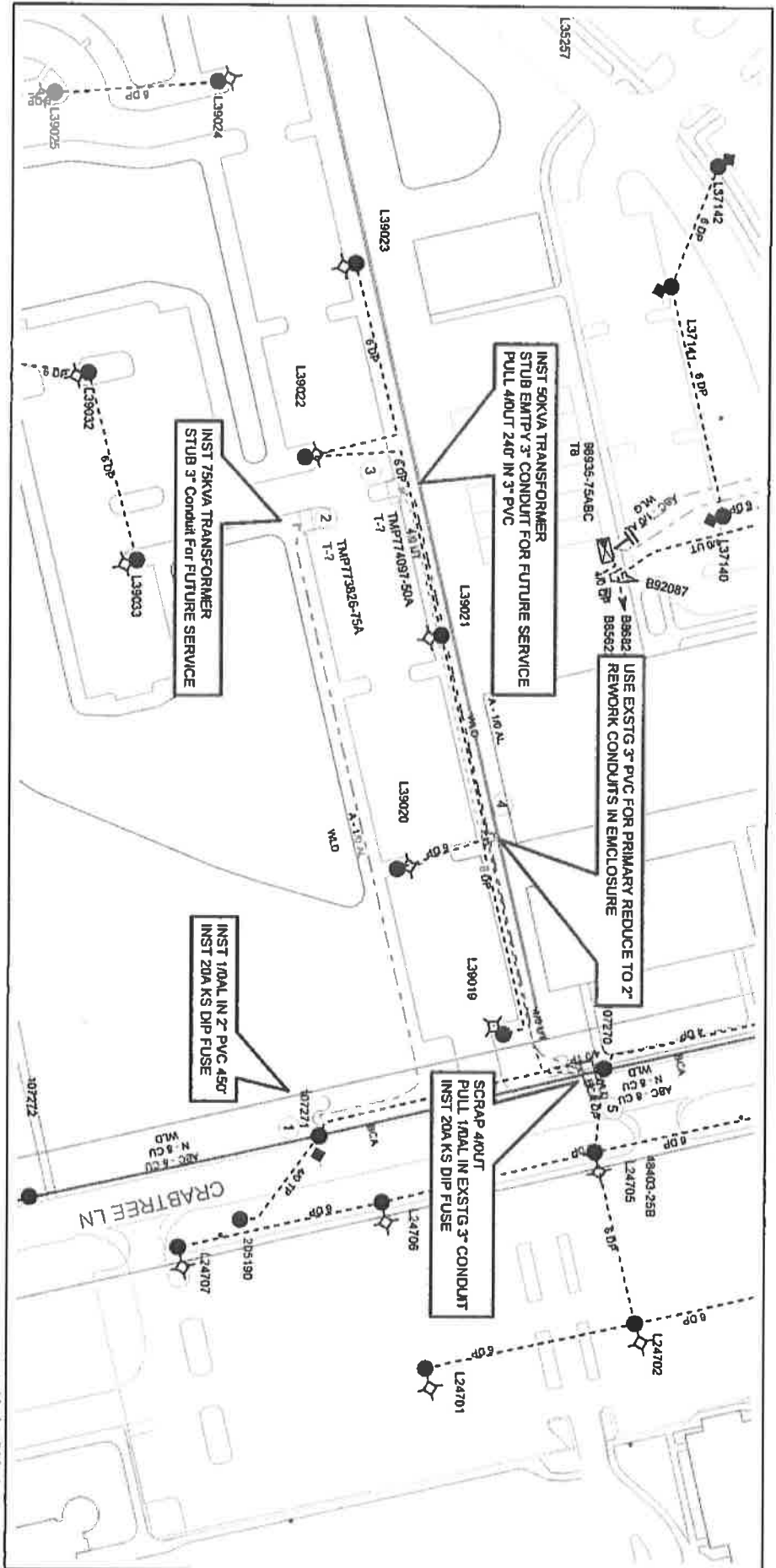


HOTC Culinary arts Building

ADDRESS: PROJECT NUMBER: _____ CITY: _____
 CONTRACT NUMBER: _____ PROJECT NUMBER: _____
 DATE: _____ DRAWN BY: _____
 CHECKED BY: _____

1. Material furnished per S.C. Code
 2. State procurement method
 3. Special or program signature (S.C. Department)
 4. Special or program signature (S.C. Department)
 5. Special or program signature (S.C. Department)

WR# 218679



WR NAME: CITY OF MYRTLE BEACH-BB4BBQ UNDERGROUND
 ADDRESS: Crabtree Ln
 MYRTLE BEACH SOUTH 29577

ENGINEER NAME: C. J. Hemmingway - Distribution
 CONTACT NAME:
 PHONE #

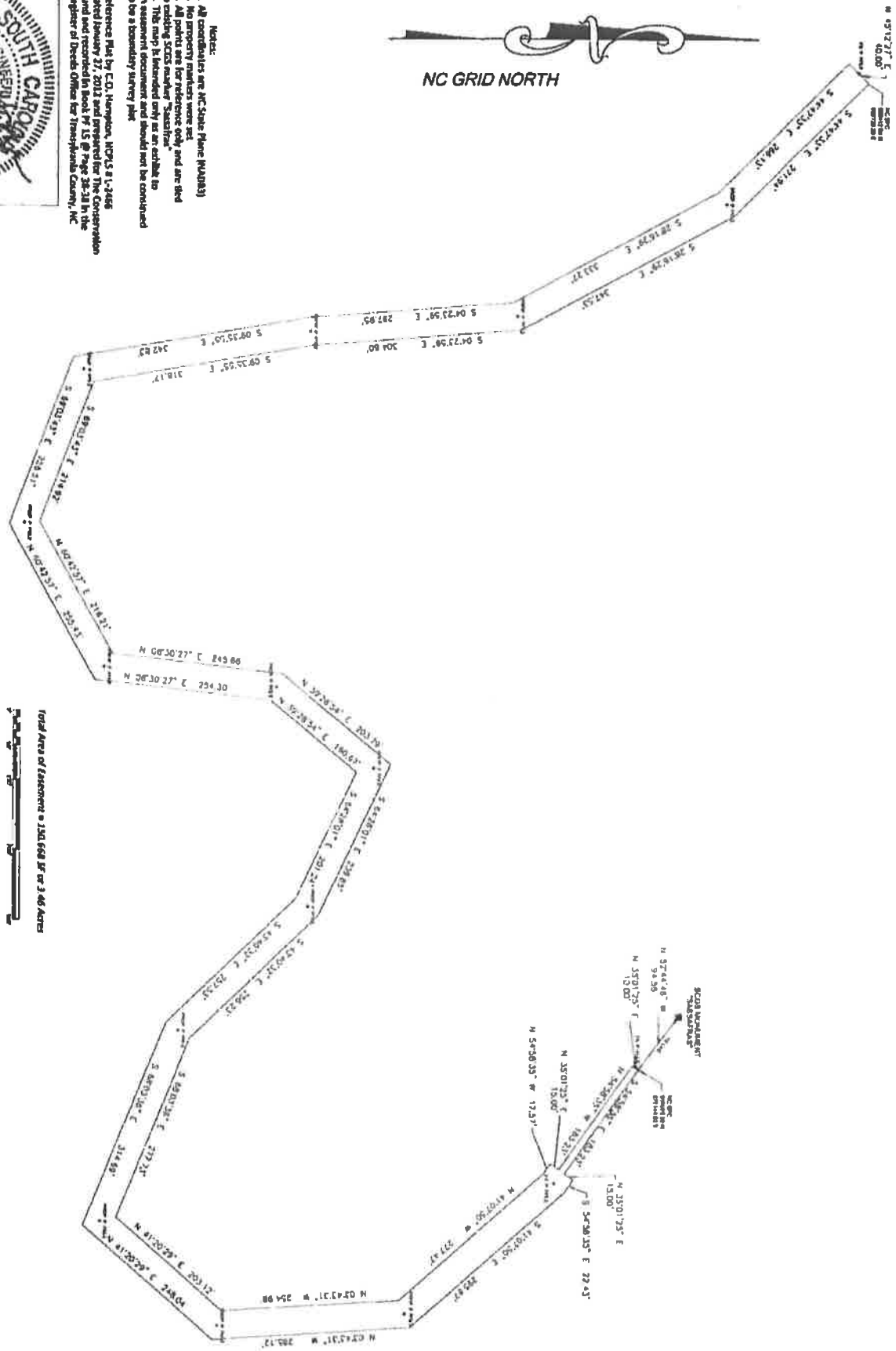
DATE: 8/22/2015
 PUPS REQD: YES / NO
 NEAREST X-ROAD: PAMPAS DR

APPROVED BY:
 CIRCUIT: WLD
 MO# 828072
 POLE# / TRANSF#
 CONFLA FORM RECD: YES/NO

REMARKS:

Please check the box below that corresponds to the completed job briefing:
 Hazards associated with the job. Work procedures involved.
 Energy source/hazard controls. Personal protective equipment (PPE) requirements. Special precautions and risk mitigation
 Emergency response information

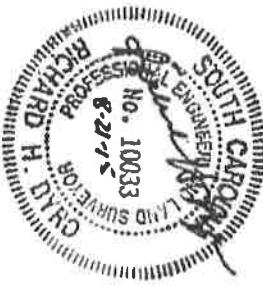




Total Area of Easement = 1261.658 Acre or 3.46 Acres
Scale 1 inch = 100 feet

- Notes:
1. All coordinates are NC State Plane (NAD83)
 2. All points are for reference only and are tied to existing SCDS marker "Section"
 3. All points are for reference only and are tied to existing SCDS marker "Section"
 4. This map is intended only as an exhibit to an easement document and should not be construed to be a boundary survey plat

Reference Plat by C.O. Hampton, NCP/S 81-2486
 Dated January 27, 2012 and prepared for The Conservation Fund and recorded in Book 47 15 @ Page 28-34 in the Register of Deeds Office for Transylvania County, NC



Richard H. Dyer
 Prepared by Richard H. Dyer, L.S. No. 10033
 SC Department of Natural Resources
 1000 Assembly Street
 Columbia, SC 29201
 (803) 734-4009

MAP OF PROPOSED UTILITY EASEMENT
 Prepared by SC Department of Natural Resources
 August 21, 2015
 Based on Field Survey Conducted April 28, 2015

AGENCY: Department of Administration, Division of General Services

SUBJECT: Real Property Conveyance

The Department of Administration, Division of General Services recommends approval of the following real property conveyances:

Controlling Agency: Winthrop University
Acreage: 1.2779± acres and two buildings consisting of 14,882 square feet and 5,950 square feet
Location: 520 Cherry Road, Rock Hill
County: York
Purpose: To dispose of surplus real property.
Price/Transferred To: Not less than appraised value/To be determined
Disposition of Proceeds: To be retained by Winthrop University.

BOARD ACTION REQUESTED:

Approve the real property conveyance as requested by the Department of Administration, Division of General Services.

ATTACHMENTS:

Agenda item worksheet and attachments

STATE FISCAL ACCOUNTABILITY AUTHORITY AGENDA ITEM WORKSHEET

Meeting Scheduled for: October 27, 2015

Blue Agenda

1. Submitted by:

- (a) Agency: Department of Administration,
Division of General Services
- (b) Authorized Official Signature:



Nolan L. Wiggins, Jr., Director

2. Subject: REAL PROPERTY CONVEYANCE

3. Summary Background Information:

Controlling Agency: Winthrop University

Acreage: 1.2779± acres and two buildings consisting of 14,882 square feet and 5,950 square feet

Location: 520 Cherry Road, Rock Hill

County: York

Purpose: To dispose of surplus real property.

Price/Transferred To: Not less than appraised value/To be determined

Disposition of Proceeds: To be retained by Winthrop University.

4. What is Authority asked to do? Approve the property conveyance as requested.

5. What is recommendation of Department of Administration Division involved? Recommend approval of the property conveyance as requested.

6. List of Supporting Documents:

- (a) Letter from Winthrop University dated September 1, 2015
- (b) Map
- (c) SC Code of Laws Section 1-11-65



WINTHROP

UNIVERSITY

Board of Trustees

September 1, 2015

Mr. Nolan Wiggins
Department of Administration
Division of General Services
1200 Senate Street, Suite 460
Columbia, SC 29201

RE: Request to Declare as Surplus Property

Dear Director Wiggins:

Winthrop University owns a 1.29 acres parcel with improvements located at 520 Cherry Road, Rock Hill, York County, South Carolina, and more specifically described as tax parcel number 6290107008 and by this reference the "Coke Building." We have determined that the Coke Building fails to meet its current and future academic, administrative, mission goals and objectives.

Winthrop desires to sell the Coke Building at the amount of \$1,500,000 and "AS-IS" in its existing condition thereby advancing the capacity of its Institutional Capital Projects Fund from the proceeds of this sale.

The Board of Trustees of Winthrop University has declared the Coke Building located at 520 Cherry Road, Rock Hill, York County, South Carolina as surplus to its needs and requests the Department of Administration, at its meeting on October 20, 2015, give approval to dispose of the Coke Building property. Upon approval, we request the Department of Administration Division of General Services Real Property Services to administer the listing and sale of the Coke Building.

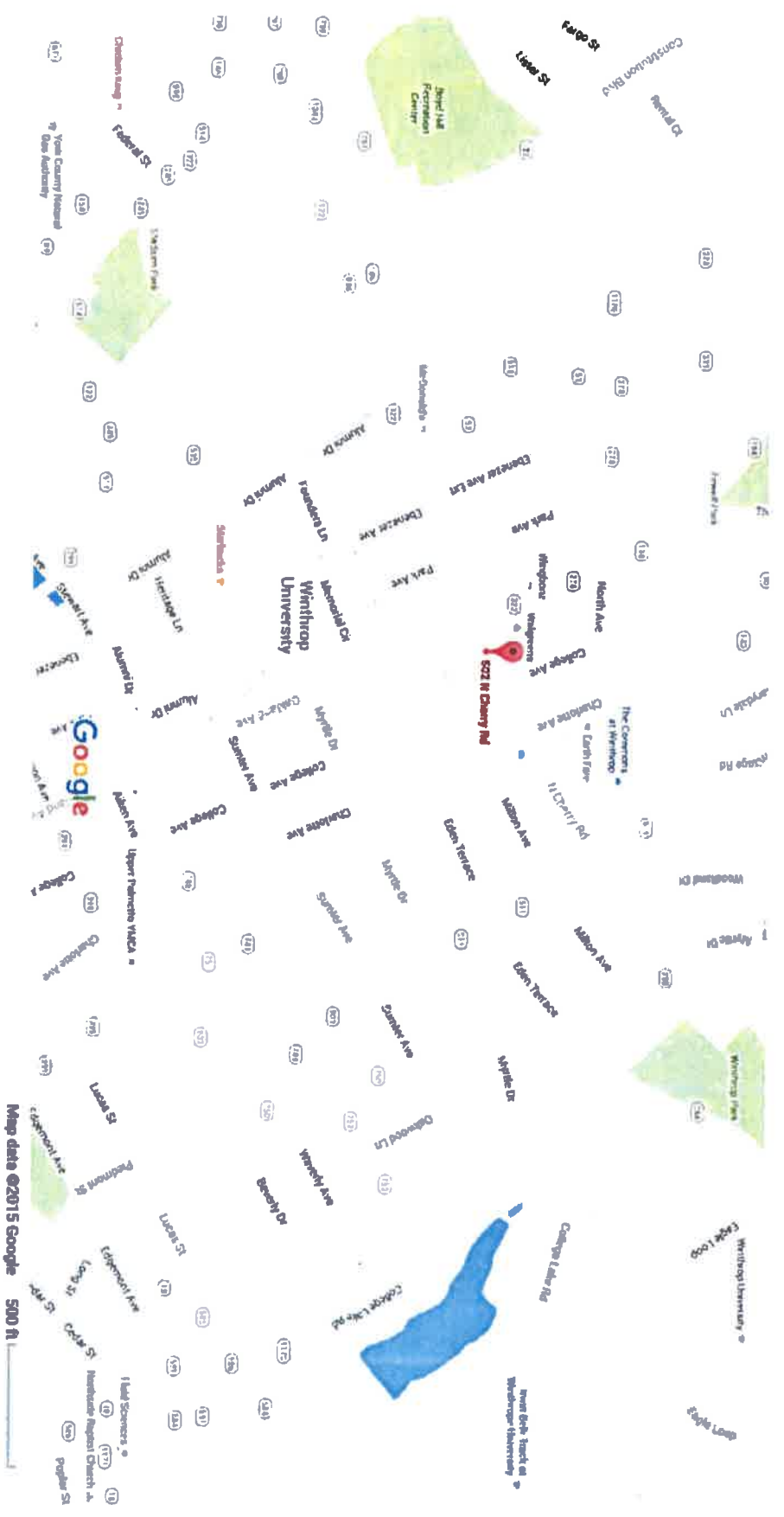
Sincerely,


Kathy H. Bigham
Chair, Winthrop Board of Trustees

cc: Ms. Linda M. Gordon
Program Coordinator, Real Property Services
Division of General Services
The South Carolina Department of Administration
1200 Senate Street, Suite 460, Columbia, SC 29201

Dr. Daniel F. Mahony, President, Winthrop University

Google Maps 502 N Cherry Rd



502 N Cherry Rd
Rock Hill, SC 29730

SOUTH CAROLINA CODE OF LAWS

SECTION 1-11-65. Approval and recordation of real property transactions involving governmental bodies.

(A) All transactions involving real property, made for or by any governmental bodies, excluding political subdivisions of the State, must be approved by and recorded with the Department of Administration for transactions of one million dollars or less. For transactions of more than one million dollars, approval of the State Fiscal Accountability Authority is required in lieu of the department, although the recording will be with the department. Upon approval of the transaction, there must be recorded simultaneously with the deed, a certificate of acceptance, which acknowledges the department's and authority's approval of the transaction as required. The county recording authority cannot accept for recording any deed not accompanied by a certificate of acceptance. The department and authority may exempt a governmental body from the provisions of this subsection.

(B) All state agencies, departments, and institutions authorized by law to accept gifts of tangible personal property shall have executed by its governing body an acknowledgment of acceptance prior to transfer of the tangible personal property to the agency, department, or institution.

AGENCY: Jobs-Economic Development Authority

SUBJECT: QECB Bond Issuance Extension- \$15M Qualified Energy Conservation Bond Volume Cap Allocation Authority to Abundant Power Group, LLC/SC SAVES with the SC Jobs-Economic Development Authority (JEDA) as Conduit Issuer for Use at Denmark-Olar School District 2 of Bamberg County

At its October 2014 meeting, the Budget and Control Board (nka, the State Fiscal Accountability Authority) approved \$15M Qualified Energy Conservation Bond [QECB] volume cap allocation in connection with the implementation of a qualifying green community program at the Denmark-Olar School District 2 of Bamberg County for Abundant Power Group, LLC/SC SAVES with the stipulation that if the bonds are not issued within six months of Board approval for the designated purpose, the allocation would expire and revert to the pool.

Due to delays in arranging the financing for the Bamberg School, the allocation was not used within this six month time frame and an application to extend the Bamberg Allocation was filed and granted by the Board at its meeting on March 18, 2015, for use by October 14, 2015, with the stipulation that if the bonds did not issue by October 14, 2015, for the designated purpose, the allocation would expire and revert to the pool.

Representatives for Abundant Power Group, LLC/SC SAVES, have indicated (see the attached project overview) that the financing structure proposed for the Bamberg School is complex and has taken longer than expected. As a result, the bonds did not issue by October 14, 2015. Prior to the expiration of the allocation Abundant Power Group, LLC/SC SAVES, requested that the SC ARRA Volume CAP Advisory Committee recommend reinstatement and extension of the volume cap allocation to the State Fiscal Accountability Authority.

At the request of Abundant Power Group, LLC/SC Saves, the SC ARRA Volume CAP Advisory Committee on September 29, 2015, recommended approval to reinstate and extend through June 30, 2016, the \$15MM Qualified Energy Conservation Bond (QECB) volume cap allocation authority to Abundant Power Group, LLC/SC SAVES, for use at the Denmark-Olar School District 2 of Bamberg County.

AUTHORITY ACTION REQUESTED:

Approve the proposed \$15M Qualified Energy Conservation Bond volume cap allocation authority reinstatement and extension request to Abundant Power Group, LLC/SC SAVES with the SC Jobs-Economic Development Authority (JEDA) as conduit issuer for use at Denmark-Olar School District 2 of Bamberg County with the stipulation that if the bonds are not issued by June 30, 2016, for the designated purpose, this allocation expires and reverts to the pool.

ATTACHMENTS: Lamb 9/29 /15 letter; Project Overview

McGuireWoods LLP
One James Center
901 East Cary Street
Richmond, VA 23219-4030
Phone: 804.775.1000
Fax: 804.775.1061
www.mcguirewoods.com

Douglas E. Lamb
Direct: 804.775.1107

McGUIREWOODS

dlamb@mcguirewoods.com
Fax: 804.698.2272

VIA OVERNIGHT DELIVERY AND E-MAIL

September 29, 2015

Mr. Delbert H. Singleton
Assistant Executive Director
and Authority Secretary
State Fiscal Accountability Authority
1200 Senate Street, Suite 600
Wade Hampton Office Building
Columbia, SC 29201

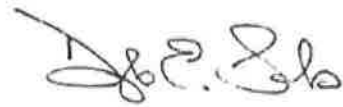
Re: SFAA October 27, 2015 Meeting - Request to Reinstate and Extend QECB Allocation to June 30, 2016 for SC SAVES Green Community Program - SC-JEDA/Bamberg County (Denmark Olar School District) Project

Dear Mr. Singleton:

With regard to the referenced item and in response to your request, please find enclosed an updated and executed Transmittal Form and an updated Project Overview. At your suggestion, we have revised each such document where appropriate to clarify and reaffirm that this is a reinstatement and extension of a prior allocation.

If you need additional information or have any questions concerning this request, please let me know. Thanking you for your consideration of this request.

Sincerely,



Douglas E. Lamb

cc: Mr. Greg Montgomery, SC SAVES (via e-mail w/o encl.)
Mr. Harry Huntley, SC JEDA (via e-mail w/o encl.)
Kathleen McKinney, Esq., Haynesworth Sinkler Boyd (via e-mail w/o encl.)

71245672.1

Project Overview: The South Carolina SAVES Green Community Program Funding of the Denmark-Olar School Foundation

Abundant Power Group, LLC (“APG”) in conjunction with its affiliate, South Carolina SAVES, Inc., a South Carolina non-profit corporation (“SCS”)(APG and SCS collectively “Abundant”) propose to issue the Qualified Energy Conservation Bond (the “Bond”) as a conduit issuance through the South Carolina Jobs-Economic Development Authority (“JEDA”) for use in the South Carolina SAVES Green Community Program (the “Project” or “SC SAVES Program” or “Program”). JEDA filed an application to receive an allocation of \$15,000,000 for use by the SC SAVES Program in providing funding to the Denmark-Olar School Foundation for use in funding the qualified conservation measures being incorporated into the construction of a net-zero K-12 school that will be leased to the Denmark-Olar School District 2 of Bamberg County (the “Bamberg School”), which was granted by the South Carolina Budget and Control Board (the “SCBCB”) at its meeting on October 14, 2014 (the “Bamberg Allocation”) for a period of six months. Due to delays in arranging the financing for the Bamberg School, the Bamberg Allocation was not used within this six month time frame and an application to extend the Bamberg Allocation was filed and granted by the SCBCB at its meeting on March 18, 2015 for use by October 14, 2015.

The financing structure proposed for the Bamberg School is complex and has taken longer than expected. The total financing needed is approximately \$46M, of which the USDA is providing a \$31M direct loan and guaranteeing a \$15M loan from a third-party lender. A term sheet has been accepted for this third-party loan and the Bamberg Allocation is instrumental to achieving the net interest rate required through the credit payment subsidy afforded by the QEGBs. The Bamberg School is also seeking New Market Tax Credit allocations which will be used by the Bamberg School to further reduce the financing costs, and it is expected that such allocations can be secured in time for a closing by year end. However, in the event of further delays in arranging the financing, the application is requesting a reinstatement and extension of the Bamberg Allocation through June 30, 2016 to allow for sufficient time to close on the financing of the Bamberg School.

The Authority's Findings Relating to the Project

In conjunction with the earlier authorization of the Bamberg Allocation, Abundant Power Group, LLC (“Abundant”) entered into an Inducement Agreement with the South-Carolina Jobs-Economic Development Authority (the “Authority”) for the Authority to issue not exceeding \$15,000,000 aggregate principal amount of its Qualified Energy Conservation Bonds (the “Bonds”) on a private placement basis in one or more series to further fund a “green community program” - the South Carolina SAVES Green Community Loan Program (the “Project” or “SC SAVES Program” or “Program”). The Project has been established as a qualified conservation purpose pursuant to Sec 54D(f)(1)(A)(ii) of the Internal Revenue Code to provide loans for acquiring, developing, constructing, installing and equipping energy efficiency, energy conservation, renewable energy and environmental conservation improvements, and related infrastructure, including any necessary rehabilitation, within the territory of any county or municipality within the State.

The Authority has determined that (i) the Project constitutes a green community program because it promotes Statewide policies regarding energy efficiency and conservation and environmental conservation in furtherance of the policies set forth in the South Carolina Energy Efficiency Act, codified at Title 48, Chapter 52 of the South Carolina Code; (ii) Abundant, as the borrower and administrator of the Project, is a responsible party engaged in the business of providing for the implementation of green community programs by making energy efficiency, renewable energy and environmental conservation loans for qualified conservation purposes such as those to be funded by the Project and therefore is an “industry” as defined in Section 4-29-10(6) of the South Carolina Code; and (iii) it is anticipated that the

Project will benefit the economy of the State by inducing investment and the creation of jobs in the State. Attached to this Project Overview as Appendix D is a one page summary of the SC SAVES Program.

Description of the Program

The SC SAVES Program uses proceeds from the Bonds to make low interest loans for the financing of energy efficiency and conservation measures (the “Qualified Conservation Measures”) in projects sponsored by governmental, institutional and select commercial/industrial entities in municipalities and counties located within South Carolina. The SC SAVES Program is funded through the private placement of the Bonds in one or more series of issuances, with each tranche to specifically fund identified loans/leases and ultimate borrowers as they are originated and underwritten through the Program.

The Program generates loans of between \$500,000 and \$5 million in size (with larger amounts in the Program administrator’s discretion) in the form of amortizing senior debt or capital leases with durations of up to 10 years or longer in the case of energy performance contracting projects (“EPC Projects”). As described in the Program schematic below, the loans/leases are between SC SAVES, as the conduit borrower, and the ultimate borrowers. The loans/leases have effective interest rates to the borrow set to cover the Bonds costs of capital and program administration costs, with such interest rates projected to be 0.0% to 2.0% for governmental loans and 2.0% to 3.0% for non-governmental loans, depending upon the credit quality of the ultimate borrower and the taxable interest rates in the capital markets at the time of issuance. Accordingly, funding under the Program and its repayment are dependent on the credit worthiness of the ultimate borrower and are not reliant on, or an encumbrance to, the credit of the State of South Carolina or the Authority.

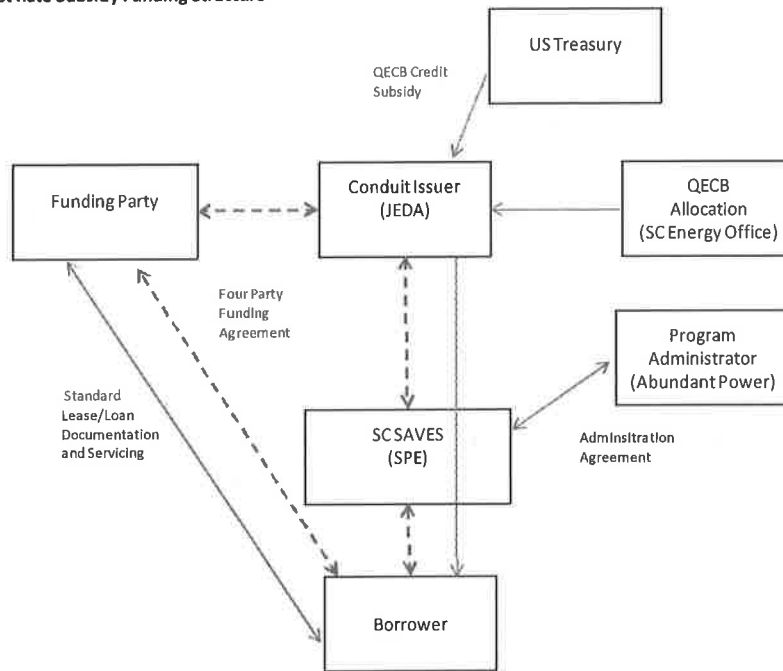
Eligible borrowers include governmental, institutional and commercial/industrial borrowers with sufficient credit to support the bond underwriting.

Eligible improvements include projects satisfying applicable law, including energy efficiency measures, with a payback of 10 years or longer in the case of EPC Projects (or at the Administrator’s discretion), using proven commercial technologies with strong vendor warranties, such as: lighting and control upgrades, HVAC maintenance/replacement, chiller/boiler upfits, insulation, retro-commissioning and select distributed renewables generation, as well as alternative fuel conversions of facilities or fleets from diesel or gasoline to propane or natural gas and associated refueling infrastructure.

The Program will work with contractors with demonstrated experience in energy efficiency and conservation contracting.

The Program Structure

SC SAVES ENERGY EFFICIENCY LOAN FUND
Interest Rate Subsidy Funding Structure



Abundant serves in the role of administrator of the SC SAVES Program. As administrator, Abundant assumes responsibility for the design and set up of the Program, establishment of origination channels and eligible projects, project qualification, underwriting the energy savings for eligible improvements, the credit underwriting of ultimate borrowers, and the documentation, closing and on-going servicing of loans/leases issued by the Program. Abundant receives a program fee from the proceeds of the Bonds issuance and an on-going servicing fee based on the amount of principal outstanding under the Program. Abundant has sub-contracted this administrative role to its affiliate, CleanSource Capital, LLC.

About Abundant Power and Clean Source Capital

Abundant Power Group, LLC based in Charlotte, NC, is an energy management services company providing financial and technology solutions for the built environment ecosystem. Abundant brings expertise in finance, engineering, building science, technology and real estate to each of its programs. For more information on Abundant, please visit www.abundantpower.com.

CleanSource Capital, LLC, also based in Charlotte, NC, is an affiliate formed by Abundant Power to administer and grow its SAVES platform using QECBs as well as provide specialty finance solutions and advisory services in the energy efficiency industry.

SAVES (Sustainable and Verifiable Energy Savings) is Abundant's proprietary, core energy financing platform for designing and administering energy efficiency financing programs. Abundant can leverage its existing SAVES credit and financial underwriting standards, origination and loan servicing standards, energy underwriting protocols and energy measurement and verification processes, and documentation in designing and establishing the SC SAVES Program and then providing the on-going administration. Abundant and CleanSource manage the Alabama SAVES program (www.AlabamaSaves.com) and the Virginia SAVES program (www.VASAVESGCP.com).

AGENCY: Division of Procurement Services

SUBJECT: Procurement Audits and Certifications

The Division of Procurement Services, in accord with Section 11-35-1210, has audited the following agency and recommends certification within the parameters described in the audit report for the following limits (total potential purchase commitment whether single-or multi-year contracts are used):

- a. Lander University (for a period of three years): supplies and services, \$200,000* per commitment; information technology, \$150,000* per commitment; consultant services, \$200,000* per commitment; construction contract award, \$150,000 per commitment; construction contract change order, \$50,000 per change order; Architect/Engineer Contract Amendment, \$25,000 per amendment.

*Total potential purchase commitment whether single or multi-term contracts are used.

The University complies with the South Carolina Consolidated Procurement Code, State regulations, and the University's procurement policies and procedures in all material respects and the internal procurement operating procedures are adequate to properly handle procurement transactions. The Division recommends the State Fiscal Accountability Authority grant Lander University the certification limited noted above.

- b. South Carolina State Library – In accordance with Section 11-35-1230 of the South Carolina Consolidated Procurement Code, the Division of Procurement Services has reviewed the procurement system of the South Carolina State Library. The Library has not requested procurement certification. Therefore, the audit report is submitted as information only.
- c. South Carolina State University - In accordance with Section 11-35-1230 of the South Carolina Consolidated Procurement Code, the Division of Procurement Services has reviewed the procurement system of South Carolina State University. The University has not requested procurement certification. Therefore, the audit report is submitted as information only.

AGENCY: Division of Procurement Services

SUBJECT: Procurement Audits and Certifications

AUTHORITY ACTION REQUESTED:

Grant procurement certifications, in accord with Section 11-35-1210, for the following agency within the parameters described in the audit report for the following limits (total potential purchase commitment whether single-or multi- year contracts are used):

- a. Lander University (for a period of three years): supplies and services, \$200,000* per commitment; information technology, \$150,000* per commitment; consultant services, \$200,000* per commitment; construction contract award, \$150,000 per commitment; construction contract change order, \$50,000 per change order; Architect/Engineer Contract Amendment, \$25,000 per amendment.

*Total potential purchase commitment whether single or multi-term contracts are used.

- b. Receive as information the audit reports of the South Carolina State Library and South Carolina State University as information only.

ATTACHMENTS:

Agenda item worksheets and attachments

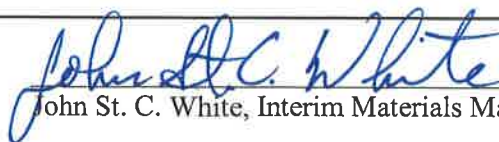
STATE FISCAL ACCOUNTABILITY AUTHORITY AGENDA ITEM WORKSHEET

Meeting scheduled for: October 27, 2015

Blue Agenda

1. Submitted by:

- (a) Agency: Division of Procurement Services
- (b) Authorized Official Signature:



John St. C. White, Interim Materials Management Officer

2. Subject: Procurement Certification for Lander University

3. Summary Background Information:

In accordance with Section 11-35-1210 of the South Carolina Consolidated Procurement Code, the Division of Procurement Services has reviewed the procurement system of Lander University and recommends its certification within the parameters described in the audit report for the following limits for a period of three years.

	<u>Current Certification</u>	<u>Certification Recommended</u>
I. Supplies and Services	*\$ 200,000 Per Commitment	*\$ 200,000 Per Commitment
II. Information Technology	*\$ 150,000 Per Commitment	*\$ 150,000 Per Commitment
III. Consultant Services	*\$ 200,000 Per Commitment	*\$ 200,000 Per Commitment
IV. Construction Contract Award	\$ 150,000 Per Commitment	\$ 150,000 Per Commitment
V. Construction Contract Change Order	\$ 50,000 Per Change Order	\$ 50,000 Per Change Order
VI. Architect/Engineer Contract Amendment	\$ 25,000 Per Amendment	\$ 25,000 Per Amendment

The University complies with the South Carolina Consolidated Procurement Code, State regulations, and the University's procurement policies and procedures in all material respects and the internal procurement operating procedures are adequate to properly handle procurement transactions. We recommend the State Fiscal Accountability Authority grant Lander University the certification limits noted above.

4. What is Authority asked to do?

Grant procurement certification for Lander University by approval of the Blue Agenda.

5. What is recommendation of Authority division involved? Approve.

6. Recommendation of other office (as required)?

- (a) Authorized Signature: _____
- (b) Division/Agency Name: _____

7. List of supporting documents:

- (a) Section 11-35-1210 of the Consolidated Procurement Code

STATE FISCAL ACCOUNTABILITY AUTHORITY AGENDA ITEM WORKSHEET


Meeting scheduled for: October 27, 2015

Blue Agenda

1. Submitted by:

(a) Agency: Division of Procurement Services

(b) Authorized Official Signature:


John St. C. White, Interim Materials Management Officer

2. Subject: Procurement Audit of the South Carolina State Library

3. Summary Background Information:

In accordance with Section 11-35-1230 of the South Carolina Consolidated Procurement Code, the Division of Procurement Services has reviewed the procurement system of the South Carolina State Library. The Library has not requested procurement certification. Therefore, the audit report is submitted as information only.

4. What is Board asked to do?

Receive the audit report as information only.

5. What is recommendation of Authority division involved?

We recommend the report be received as information only.

6. Recommendation of other office (as required)?

(a) Authorized Signature: _____

(b) Division/Agency Name: _____

7. List of supporting documents:

(a) Section 11-35-1230 of the Consolidated Procurement Code

STATE FISCAL ACCOUNTABILITY AUTHORITY AGENDA ITEM WORKSHEET

Meeting scheduled for: October 27, 2015

Blue Agenda

1. Submitted by:

(a) Agency: Division of Procurement Services

(b) Authorized Official Signature:



John St. C. White, Interim Materials Management Officer

2. Subject: Procurement Audit for South Carolina State University

3. Summary Background Information:

In accordance with Section 11-35-1230 of the South Carolina Consolidated Procurement Code, the Division of Procurement Services has reviewed the procurement system of South Carolina State University. The University has not requested procurement certification. Therefore, the audit report is submitted as information only.

4. What is Authority asked to do?

Receive as information.

5. What is recommendation of Authority division involved?

Receive as information.

6. Recommendation of other office (as required)?

(a) Authorized Signature: _____

(b) Division/Agency Name: _____

7. List of supporting documents:

(a) Section 11-35-1230 of the Consolidated Procurement Code

South Carolina Consolidated Procurement Code

Auditing and Fiscal Reporting

§ 11-35-1210. Certification

- (1) Authority. The board may assign differential dollar limits below which individual governmental bodies may make direct procurements not under term contracts. The designated board office shall review the respective governmental body's internal procurement operation, shall certify in writing that it is consistent with the provisions of this code and the ensuing regulations, and recommend to the board those dollar limits for the respective governmental body's procurement not under term contract.
- (2) Policy. Authorizations granted by the board to a governmental body are subject to the following:
 - (a) adherence to the provisions of this code and the ensuing regulations, particularly concerning competitive procurement methods;
 - (b) responsiveness to user needs;
 - (c) obtaining of the best prices for value received.
- (3) Adherence to Provisions of the Code. All procurements shall be subject to all the appropriate provisions of this code, especially regarding competitive procurement methods and nonrestrictive specifications.

§ 11-35-1230. Auditing & Fiscal Reporting

(1) Auditing. The Office of General Services through consultation with the chief procurement officers shall develop written plans for the auditing of state procurements. In procurement audits of governmental bodies thereafter, the auditors from the Office of General Services shall review the adequacy of the system's internal controls in order to ensure compliance with the requirement of this code and the ensuing regulations. Any noncompliance discovered through audit must be transmitted in management letters to the audited governmental body, the Budget and Control Board. The auditors shall provide in writing proposed corrective action to governmental bodies. Based upon audit recommendations of the Office of General Services, the board may revoke certification as provided for in Section 11-35-1210 and require the governmental body to make all procurements through the office of materials management above a dollar limit set by the board until such time as the board is assured of compliance with this code and its regulations by that governmental body.

AGENCY: Executive Director

SUBJECT: Revenue Bonds

The required reviews on the following proposal to issue revenue bonds have been completed with satisfactory results. The project requires approval under State law.

- a. Issuing Authority: Abbeville County
Amount of Issue: Not Exceeding \$6,000,000 Hospital Facilities Revenue Bonds
Allocation Needed: -0-
Name of Project: Abbeville Area Medical Center
Employment Impact: creation of approximately 20 new jobs
Project Description: the designing, engineering, constructing, furnishing and equipping of a new medical office building for use by the Abbeville Area Medical Center
Bond Counsel: Josiah C. T. Lucas, Pope Flynn, LLC

- b. Issuing Authority: Edgefield County
Amount of Issue: Not Exceeding \$2,000,000 Hospital Revenue Refunding Bonds (\$2,000,000 refunding involved)
Allocation Needed: -0-
Name of Project: Edgefield County Hospital
Employment Impact: n/a
Project Description: to refund its outstanding \$763,000 original principal amount Hospital Facilities Revenue Bond (Edgefield County Hospital Project) Series 1996 and its outstanding \$1,500,000 original principal amount Hospital Revenue Bond (Edgefield County Hospital Project) Series 2005
Bond Counsel: Francenia B. Heizer, McNair Law Firm, P. A.

- c. Issuing Authority: Jobs-Economic Development Authority
Amount of Issue: \$18,800,000 Economic Development Revenue Refunding Bonds (\$18,800,000 refunding involved)
Allocation Needed: -0-
Name of Project: Ashley Hall
Employment Impact: maintain 137 jobs
Project Description: to provide financing to the borrower for the refunding of the Authority's outstanding Economic Develop Revenue Bonds (Ashley Hall Project), Series 2007, which were issued for the purpose of financing the costs of acquisition, construction, furnishing, and equipping of classroom facilities and supporting academic buildings for Ashley Hall School in Charleston

Note: *negotiated private sale*
Bond Counsel: Samuel W. Howell, IV, Howell Linkous & Nettles, LLC

AGENCY: Executive Director

SUBJECT: Revenue Bonds -- Continued

- d. Issuing Authority: Jobs-Economic Development Authority
Amount of Issue: Not Exceeding \$19,000,000 Economic Development Revenue Bonds/Bond Anticipation Notes
Allocation Needed: -0-
Name of Project: Royal Live Oaks Academy
Employment Impact: maintain 85 existing jobs, create 7-10 new jobs, and create an estimated 375 indirect, construction-related jobs during construction of the project
Project Description: construction of campus facilities for Royal Live Oaks Academy-Ridgeland for the operation of a K – 12 public charter school known as Royal Live Oaks Academy of the Arts and Sciences, located in Hardeeville, Jasper County
Note: *public offering*
Bond Counsel: Alan B. Linkous, Howell Linkous & Nettles, LLC
- e. Issuing Authority: Jobs-Economic Development Authority
Amount of Issue: Not Exceeding \$6,500,000 Education Facilities Revenue Bonds
Allocation Needed: -0-
Name of Project: Spartanburg Preparatory School
Employment Impact: currently employs 45 full-time equivalents and expects to create approximately 6 additional, direct FTEs during the next 12/24 months in addition to the temporary construction employment necessary to complete the project
Project Description: add a 30,000 square foot addition that will include 9 classrooms, a new cafeteria, a full gymnasium and a conference room
Note: *public sale*
Bond Counsel: Michael E. Kozlarek, Parker Poe Adams & Bernstein LLP
- f. Issuing Authority: Jobs-Economic Development Authority
Amount of Issue: Not Exceeding \$33,000,000 Education Facilities Revenue Bonds (\$5,000,000 refunding involved)
Allocation Needed: -0-
Name of Project: Tri-County Technical College Student Success Center
Employment Impact: currently employs 335 full-time equivalents and expects to create approximately 4 additional, direct FTEs during the next 12 months and 6 additional, direct FTEs during the next 24 months, in addition to the temporary construction employment necessary to complete the project
Project Description: 1. Construction of a new Student Success Center to house a Learning Commons and associated group study space and computer labs, campus store, café, and a shopping and receiving facility; 2. Refurbishment of Ruby Hicks Hall after 30 years in

AGENCY: Executive Director

SUBJECT: Revenue Bonds -- Continued

service and a repurposing of this facility to become a student one-stop service center; and 3. The construction of a new Central Plant to provide cooling for campus buildings via an energy loop. The Central Plant will reduce energy usage substantially versus a stand-alone system for each building on campus and will reduce maintenance costs, while improving system reliability.

Note:

public sale

Bond Counsel:

Michael E. Kozlarek, Parker Poe Adams & Bernstein LLP

- g. Issuing Authority: Jobs-Economic Development Authority
Amount of Issue: Not Exceeding \$25,000,000 Health Facilities Revenue Bonds
Allocation Needed: -0-
Name of Project: Wesley Commons
Employment Impact: maintain 272 jobs
Project Description: demolishing and constructing buildings, improvements, fixtures, furnishings and equipment to constitute the following expansions and/or improvements to the borrower's existing elder care facilities located in Greenwood County which will include the demolition of an existing building and addition of a new skilled nursing building, enhancing and/or adding new public spaces on the campus and the expansion of the Assisted Living and Special Care facility, including new parking lots, landscaping, roads to connect the new skilled nursing building to the existing campus, a retention wall, signage and lighting

Note:

public or private sale

Bond Counsel:

Kathleen Crum McKinney, Haynsworth Sinkler Boyd, P. A.

- h. Issuing Authority: Jobs-Economic Development Authority
Amount of Issue: Not Exceeding \$50,000,000 Economic Development Revenue Bonds
Allocation Needed: -0-
Name of Project: Wofford College
Employment Impact: maintain 459 jobs and add 8 jobs within 12 months
Project Description: Constructing, equipping and furnishing the Rosalind S. Richardson Center for the Arts, consisting of an approximately 65,000 square foot facility which will house the College's theatre and visual arts program and include a 300 seat performance hall along with a museum and a student gallery; and constructing, equipping and furnishing the Jerry Richardson Indoor Stadium, a new athletic facility, consisting of an approximately 123,000 square foot facility to include a 3,400 seat basketball arena and 500 seat volleyball competition venue, which will also accommodate College and

AGENCY: Executive Director

SUBJECT: Revenue Bonds -- Continued

- community events, including but not limited to the acquisition and installation of certain furniture, fixtures and equipment
- Note:* *private sale*
- Bond Counsel: Kathleen Crum McKinney, Haynsworth Sinkler Boyd, P. A.
- i. Issuing Authority: State Housing Finance and Development Authority
Amount of Issue: \$15,000,000 Multifamily Housing Revenue Bonds
Allocation Needed: -0-
Name of Project: Columbia Gardens
Employment Impact: n/a
Project Description: To provide construction and permanent financing for the acquisition and rehabilitation of a 188-unit affordable apartment development located in Columbia
Bond Counsel: Samuel W. Howell, IV, Howell Linkous & Nettles, LLC
- j. Issuing Authority: State Housing Finance and Development Authority
Amount of Issue: \$15,000,000 Multifamily Housing Revenue Bonds
Allocation Needed: -0-
Name of Project: Willow Run Apartments
Employment Impact: n/a
Project Description: To provide construction and permanent financing for the acquisition and rehabilitation of a 200-unit affordable apartment development located in Columbia
Bond Counsel: Samuel W. Howell, IV, Howell Linkous & Nettles, LLC

AUTHORITY ACTION REQUESTED:

Adopt the resolutions approving the referenced proposals to issue revenue bonds.

ATTACHMENTS:

Resolutions

Summary of Financing Proposal for
 ABBEVILLE COUNTY – ABBEVILLE AREA MEDICAL CENTER
 MEDICAL OFFICE BLDG. PROJECT

United States Department of Agriculture, Rural Development

PRELIMINARY – SUBJECT TO CHANGE

September 29, 2015

Bonds proposed to be issued	\$6,000,000 Hospital Facilities Revenue Bonds (Abbeville Area Medical Center), Series 2015 of Abbeville County, South Carolina	
Average interest rate of refunded bonds	<u>N/A</u> %	
Projected average interest rate of bonds	<u>3.625%</u>	
True interest cost of bonds	<u>3.625%</u>	
Estimated costs (costs as a percentage of bonds)		
Underwriting	<u>N/A%</u>	(\$ -)
Legal fees – bond, disclosure and general counsel	<u>1.4%</u>	(Bond Counsel - <u>\$60,000</u>) (Underwriter's Counsel - N/A) (General Counsel - <u>\$25,000</u>)
Rating agency fees	<u>N/A%</u>	(\$ -)
Advisory fees	<u>1.0%</u>	(<u>\$57,857</u>)
Bond trustee/registrar	<u>N/A%</u>	(\$ -)
Accounting and verification	<u>N/A%</u>	(\$ -)
Credit enhancement/bond insurance	<u>N/A%</u>	(\$ -)
Publication, printing, contingencies and all other expenses	<u>N/A%</u>	(\$ -)
Total	<u>2.4%</u>	(<u>\$142,857</u>)

Prepared by Josiah C. T. Lucas

Date September 29, 2015

SOUTH CAROLINA STATE FISCAL
ACCOUNTABILITY AUTHORITY RESOLUTION
ABBEVILLE COUNTY, SOUTH CAROLINA
HOSPITAL FACILITIES REVENUE BONDS

RESOLUTION APPROVING THE ISSUANCE BY ABBEVILLE COUNTY, SOUTH CAROLINA, OF ITS HOSPITAL FACILITIES REVENUE BONDS IN THE PRINCIPAL AMOUNT OF NOT EXCEEDING \$6,000,000, PURSUANT TO THE PROVISIONS OF TITLE 44, CHAPTER 7, ARTICLE 11 OF THE CODE OF LAWS OF SOUTH CAROLINA, 1976, AS AMENDED.

WHEREAS, the County Council of Abbeville County, the governing body of Abbeville County, South Carolina (the "**County**"), has, by submitting a petition (the "**Petition**") under and pursuant to the provisions of Title 44, Chapter 7, Article 11 of the Code of Laws of South Carolina, 1976, as amended (the "**Act**"), requested the approval by the South Carolina State Fiscal Accountability Authority (the "**Authority**") of the issuance by the County of its Hospital Facilities Revenue Bonds in an aggregate principal amount of not exceeding \$6,000,000 (the "**Bonds**"); and

WHEREAS, the County desires to assist in a financing for the Abbeville Area Medical Center to provide for the designing, engineering, constructing, furnishing and equipping of a new medical office building (the "**Project**") pursuant to the authorizations of the Act; and

WHEREAS, the County proposes to issue the Bonds to provide permanent financing to defray a portion of the costs of the Project, and to pay the costs of issuance associated with the Bonds, and it is presently contemplated that the Bonds shall be purchased by the United States Department of Agriculture – Rural Development; and

WHEREAS, the Hospital will agree in one or more Loan Agreements (collectively, the "**Loan Agreement**") between the County and the Hospital to pay the County amounts sufficient to provide for the payment of the Bonds and the costs and expenses resulting from the issuance thereof; and

WHEREAS, pursuant to one or more Assignments, the County will assign certain of its rights under the Loan Agreement to the purchaser of the Bonds; and

WHEREAS, the obligations of the Hospital under the Loan Agreement will be secured by a first lien position on all real and personal assets of the Hospital and a debt service reserve fund.

NOW, THEREFORE, BE IT RESOLVED by the South Carolina State Fiscal Accountability Authority, in meeting duly assembled:

1. Acceptance of Petition. The Authority has made such review of the matters set forth in the Petition as it deems appropriate, and on the basis of such review, it is hereby found, determined and declared:

a. The Petition contains all matters required by law and the rules of the Authority to be set forth therein, and that in consequence thereof, the jurisdiction of the Authority has been properly invoked under and pursuant to the Act; and

b. The financing of the Project is intended to promote the purposes of the Act and is reasonably anticipated to affect such result.

2. Approval of Petition and Issuance of Bonds. In light of the foregoing, the Authority accepts the provisions of the Petition and hereby authorizes and approves the execution and delivery of the Bonds. This approval shall not be affected by any changes in the details of the proposal of the County so long as such changes do not impose a pecuniary liability upon the County or its general credit or taxing power.

3. Notice of Authority's Action. Notice of the action taken by the Authority in approving the above-described undertaking of the County shall be published in The Press and Banner, a newspaper of general circulation in the County (the "*Notice*").

4. Form of Notice. The Notice shall be in substantially the form set forth in Exhibit A of this Resolution.

Adopted: October 27, 2015

Summary of Refinancing Proposal for

\$2,000,000

Hospital Revenue Refunding Bond, Series 2015
(Edgefield County Hospital Project)

PRELIMINARY – SUBJECT TO CHANGE

October 14, 2015

Outstanding bonds proposed to be refinanced	\$763,000 original principal amount Hospital Facilities Revenue Bond (Edgefield County Hospital Project) Series 1996 and \$1,500,000 original principal amount Hospital Revenue Bond (Edgefield County Hospital Project) Series 2005
Average interest rate of bonds refinanced	1996 – 4.875%; 2005 – 4.25%
Projected average interest rate of refinancing bonds	We do not have a purchaser for the bond so we do not have this information yet
True interest cost of refinancing bonds	Same as above
Projected net present value savings (net of costs)	Same as above
Projected net present value savings as a percentage of the bonds refinanced	Same as above; however, we do know there will be a savings because in addition to a lower interest rate the term is going to be 10 to 12 years. The 2005 bond does not mature until 2045
Estimated costs (costs as a percentage of refinancing bonds, costs as a percentage of refinancing savings)	Unknown at this time
Underwriting	Not Applicable
Legal fees – bond, disclosure and general counsel	\$15,000 – Bond Counsel only
Rating agency fees	Not Applicable
Advisory fees	Not Applicable
Bond trustee/registrar	Unknown at this time
Accounting and verification	Not Applicable
Credit enhancement/bond insurance	Not Applicable
Publication, printing, contingencies and all other expenses	Unknown at this time
Total	Unknown at this time

Prepared by Francenia B. Heizer, Esquire

Date October 14, 2015

A RESOLUTION APPROVING THE ISSUANCE BY EDGEFIELD COUNTY, SOUTH CAROLINA, OF A HOSPITAL REVENUE REFUNDING BOND (EDGEFIELD COUNTY HOSPITAL PROJECT) IN THE PRINCIPAL AMOUNT OF NOT TO EXCEED \$2,000,000, PURSUANT TO THE PROVISIONS OF SOUTH CAROLINA CODE ANNOTATED, TITLE 44, CHAPTER 7, ARTICLE 11 (1976), AS AMENDED.

WHEREAS, the County Council of Edgefield County, South Carolina (the "Governing Board") has heretofore, by submitting a petition (the "Petition"), under and pursuant to the provisions of Sections 44-7-1440 and 44-7-1590 of South Carolina Code Annotated, Title 44, Chapter 7, Article 11 (1976), as amended (the "Act") requested the approval by the State Fiscal Accountability Authority of the issuance by Edgefield County, South Carolina (the "County") pursuant to the Act of its Hospital Revenue Refunding Bond (Edgefield County Hospital Project) in the aggregate principal amount of not exceeding \$2,000,000 (the "Bond"); and

WHEREAS, by Resolution adopted June 2, 2015, the County agreed to assist Edgefield County Hospital (the "Borrower"), by issuing its hospital revenue refunding bond (the Edgefield County Hospital Project) pursuant to Section 44-7-1440 of the Act to:

WHEREAS, the Bond will be payable from and secured by an assignment of the obligations of the Hospital under a Loan Agreement; and

WHEREAS, the County has submitted with the Petition a copy of the Resolution adopted by the County on June 2, 2015, and this Board has reviewed and considered said document in its consideration of said Petition by the County.

NOW, THEREFORE, BE IT RESOLVED, by the State Fiscal Accountability Authority as follows:

Section 1. The Board has made such review of the matters set forth in the Petition as it deems advisable, and on that basis it is hereby found, determined and declared:

(a) The Petition filed by the Governing Board contains all matters required by law and the rules of this Board to be set forth therein, and that in consequence thereof the jurisdiction of this Board has been properly invoked under and pursuant to Sections 44-7-1440 and 44-7-1590 of the Act;

(b) The Project as described in the Petition of the Governing Board is intended to promote the purposes of the Act and is reasonably anticipated to effect such result; and

Section 2. In consequence of the foregoing, the proposal of the County to defray the cost of refunding the Bonds to be Refunded, to make the Bond proceeds available to the Hospital, to finance the cost thereof and expenses incidental thereto by the execution and delivery of the Bond, secured by an assignment of the revenues to be derived from a loan agreement, be and the same is hereby and in all respects approved. This approval shall not be affected by any changes in the details of the proposal of the County as long as such changes do not impose a pecuniary liability upon the County or its general credit or taxing power, are approved by the County Council and the Hospital, and do not make inaccurate, except as to dates and amounts, the summaries of the loan agreement and/or trust indenture to be entered into by the County and the Hospital and the description of the Project.

Section 3. Notice of the action taken by this Board in approving the above described undertaking of the County shall be published in Advertiser which is a newspaper having general circulation in Edgefield County.

Section 4. The notice, required in Section 3 above to be published, shall be in substantially the form set forth in Exhibit "A" of this Resolution.

Section 5. This Resolution shall take effect immediately.

NOTICE PURSUANT TO THE PROVISIONS
OF SOUTH CAROLINA CODE ANNOTATED,
TITLE 44, CHAPTER 7, ARTICLE 11
(1976), AS AMENDED

Notice is hereby given pursuant to the provisions and requirements of Sections 44-7-1560 and 44-7-1590 of South Carolina Code Annotated, Title 44, Chapter 7, Article 11 (1976), as amended (the "Act"), that the State Fiscal Accountability Authority, pursuant to a Petition filed by the County Council of Edgefield County, South Carolina, has given its approval to the following undertaking by Edgefield County, South Carolina.

The issuance by Edgefield County of its Hospital Revenue Refunding Bond (Edgefield County Hospital Project), in the original principal amount of not to exceed \$2,000,000 (the "Bond"), to be used on behalf of the Edgefield County Hospital, a South Carolina not-for-profit corporation (the "Hospital"). The proceeds of the Bond will be used by the Hospital to refund the County's outstanding \$763,000 original principal amount Hospital Facilities Revenue Bond (Edgefield County Hospital Project) Series 1996 and the County's outstanding \$1,500,000 original principal amount Hospital Revenue Bond (Edgefield County Hospital Project) Series 2005, and to pay costs of issuance of the Bond. The Bond proceeds will be made available to the Hospital pursuant to a loan agreement between the County and the Hospital (the "Loan Agreement"), under which the Hospital will unconditionally covenant to make payments sufficient to pay the principal and interest on the Bond. The Bond will be payable solely and exclusively from the revenues of the Hospital.

Notice is further given that any interested party may, within twenty (20) days after the date of the publication of this notice, but not afterwards, challenge the validity of the State Fiscal Accountability Authority's approval of the Project and the issuance of the Bond by Edgefield County to finance the same, by action de novo instituted in the Circuit Court for Edgefield County, South Carolina.

STATE FISCAL ACCOUNTABILITY AUTHORITY
BY: Delbert H. Singleton, Jr.

Dated: October 27, 2015

Summary of Refinancing Proposal for

ASHLEY HALL FOUNDATION

South Carolina Jobs-Economic Development Authority

PRELIMINARY – SUBJECT TO CHANGE

October 19, 2015

Bonds proposed to be refinanced	\$18,415,000 South Carolina Jobs-Economic Development Authority Economic Development Revenue Bonds, Series 2007 (Ashley Hall Project), maturing December 1, 2036	
Average interest rate of bonds refinanced	NA (bonds refinanced are rate variable)	
Projected average interest rate of refinancing bonds	variable rate @ ave. 75.25% of 1M LIBOR + ave. 84bps)	
True interest cost of refinancing bonds	variable rate @ ave. 75.25% of 1M LIBOR + ave. 84bps)	
Projected net present value savings (net of costs)	NA (bond refinanced and refinancing bonds are variable rate)	
Projected net present value savings as a percentage of the bonds refinanced	NA (bond refinanced and refinancing bonds are variable rate)	
Estimated costs (costs as a percentage of refinancing bonds, costs as percentage of refinancing savings)	NA (bond refinanced and refinancing bonds as variable rate)	
Underwriting	0.00%	(\$0)
Legal fees – <i>bond, disclosure and general counsel</i>	0.55%	(N/A Variable rate)
Rating agency fees	0.00%	(\$0)
Advisory fees	0.83%	(N/A Variable rate)
Bond trustee/registrar	0.00%	(N/A Variable rate) <i>including trustee counsel fees</i>
Accounting and verification	0.00%	(\$0)
Credit enhancement/bond insurance	0.00%	(\$0)
All Other – <i>Publication, printing, contingencies, etc.</i>	0.00%	(N/A Variable rate) <i>including Authority fee of \$20,000</i>
Total	1.54%	(N/A Variable rate)

Prepared by Samuel W. Howell, IV

Date October 19, 2015

C.

A RESOLUTION APPROVING THE ISSUANCE BY THE SOUTH CAROLINA JOBS-ECONOMIC DEVELOPMENT AUTHORITY THROUGH A NEGOTIATED PRIVATE SALE OF NOT EXCEEDING \$18,800,000 AGGREGATE PRINCIPAL AMOUNT ECONOMIC DEVELOPMENT REVENUE REFUNDING BONDS (ASHLEY HALL PROJECT) PURSUANT TO THE PROVISIONS OF SECTION 41-43-110 OF THE CODE OF LAWS OF SOUTH CAROLINA 1976, AS AMENDED.

WHEREAS, the South Carolina Jobs-Economic Development Authority (the "Authority") has heretofore under and pursuant to the provisions of Section 41-43-110 of the Code of Laws of South Carolina 1976, as amended (the "Act"), requested approval by the State Fiscal Accountability Authority (the "SFAA") of the issuance by the Authority pursuant to the Act of its Economic Development Revenue Refunding Bonds (Ashley Hall Project), in the aggregate principal amount of not exceeding \$18,800,000 (the "Bonds"), through a negotiated private sale with an institutional lender, which the Authority has determined to be most advantageous; and

WHEREAS, the Authority represents to the SFAA that the Bonds will be sold in a negotiated private sale to a bank or other institutional lender and not sold or distributed in a securities offering, which arrangement is acceptable to the Authority;

NOW, THEREFORE, BE IT RESOLVED, by the State Fiscal Accountability Authority, as follows:

Section 1. It is hereby found, determined, and declared by the SFAA that the Petition filed by the Authority contains all matters required by law and the rules of the SFAA to be set forth therein, and that in consequence thereof the jurisdiction of the SFAA has been properly invoked under and pursuant to Section 41-43-110 of the Act.

Section 2. In consequence of the foregoing, the proposal of the Authority to issue the Bonds through a negotiated private sale with a bank or other institutional lender, be and the same is hereby in all respects approved.

Section 3. This Resolution shall take effect immediately.

Summary of Financing Proposal for

ROYAL LIVE OAKS ACADEMY PROJECT

South Carolina Jobs-Economic Development Authority

PRELIMINARY – SUBJECT TO CHANGE

September 29, 2015

Bonds proposed to be issued \$19,000,000 South Carolina Jobs-Economic Development Authority Economic Development Revenue Bond Anticipation Notes, Series 2015 (Royal Live Oaks Academy Project), maturing on or about December 1, 2017.

Projected average interest rate of bonds 3.00%
True interest cost of bonds 3.87%

Estimated costs (costs as a percentage of bonds)

Underwriting	1.5%	(\$273,300)
Legal fees – bond, disclosure, underwriter’s and general counsel	0.8%	(\$145,000)
Rating agency fees	0.08%	(\$15,000)
Advisory fees	0%	(\$-0-)
Bond trustee/registrar	0.05%	(\$10,000, including trustee counsel fees)
Accounting and verification	0%	(\$-0-)
Credit enhancement/bond insurance	0%	(\$-0-)
Publication, printing, contingencies and all other expenses	0.5%	(\$96,700, including S.C. Jobs-Economic Development Authority fee)
Total	2.96%	(\$540,000)

Prepared by Alan B. Linkous

Date September 28, 2015

A RESOLUTION APPROVING THE ISSUANCE BY THE SOUTH CAROLINA JOBS-ECONOMIC DEVELOPMENT AUTHORITY THROUGH A PUBLIC OFFERING OF NOT EXCEEDING \$19,000,000 AGGREGATE PRINCIPAL AMOUNT ECONOMIC DEVELOPMENT REVENUE BONDS (ROYAL LIVE OAKS ACADEMY PROJECT), AND, PENDING ISSUANCE THEREOF, NOT EXCEEDING \$19,000,000 AGGREGATE PRINCIPAL AMOUNT ECONOMIC DEVELOPMENT REVENUE BOND ANTICIPATION NOTES (ROYAL LIVE OAKS ACADEMY PROJECT), PURSUANT TO THE PROVISIONS OF SECTION 41-43-110 OF THE CODE OF LAWS OF SOUTH CAROLINA 1976, AS AMENDED.

WHEREAS, the South Carolina Jobs-Economic Development Authority (the "Authority") has heretofore under and pursuant to the provisions of Section 41-43-110 of the Code of Laws of South Carolina 1976, as amended (the "Act"), requested approval by the State Fiscal Accountability Authority (the "SFAA") of the issuance by the Authority pursuant to the Act of its Economic Development Revenue Bonds (Royal Live Oaks Academy Project), and, pending the issuance thereof, its Economic Development Revenue Bond Anticipation Notes (Royal Live Oaks Academy Project) (collectively, the "Bonds") in the principal amount of not exceeding \$19,000,000, in minimum denominations of \$100,000 through a negotiated private sale to an investment bank for public offering to institutional investors, which the Authority has determined to be most advantageous and is acceptable to the Authority;

NOW, THEREFORE, BE IT RESOLVED, by the State Fiscal Accountability Authority of the State of South Carolina, as follows:

Section 1. It is hereby found, determined, and declared by the SFAA that the Petition filed by the Authority contains all matters required by law and the rules of the SFAA to be set forth therein, and that in consequence thereof the jurisdiction of the SFAA has been properly invoked under and pursuant to Section 41-43-110 of the Act.

Section 2. In consequence of the foregoing, the proposal of the Authority to issue the Bonds through a public offering to institutional investors for investment purposes, be and the same is hereby in all respects approved.

Section 3. This Resolution shall take effect immediately.

Summary of Financing Proposal for

\$6,500,000
South Carolina Jobs-Economic Development Authority
Educational Facilities Revenue Bonds
(Spartanburg Preparatory School)
Series 2015A & B (taxable)

ESTIMATED – PRELIMINARY – SUBJECT TO CHANGE*

Bonds proposed to be financed	See caption
Projected average interest rate (coupon) of bonds	6.718
Projected true interest cost of bonds	6.666
Estimated costs (costs as a percentage of bonds)	5.384%
Underwriting	\$ 15,000
Legal fees – bond, disclosure, underwriter, real estate, and general counsel	197,500
Rating agency fees	n/a
Advisory fees	90,000
Bond trustee/registrar	7,500
Accounting and verification	n/a
Credit enhancement/bond insurance	n/a
Publication, printing, contingencies, title insurance, and all other expenses	40000
Total	<u>\$350,000</u>

Submitted by: Michael E. Kozlarek
Date September 27, 2015

*Estimates, based on current information and known costs as provided by Hamlin Capital Advisors.

E.

A RESOLUTION APPROVING THE ISSUANCE BY THE SOUTH CAROLINA JOBS-ECONOMIC DEVELOPMENT AUTHORITY OF NOT EXCEEDING \$6,500,000 AGGREGATE PRINCIPAL AMOUNT EDUCATION FACILITIES REVENUE BONDS (SPARTANBURG PREPARATORY SCHOOL PROJECT) IN ONE OR MORE SERIES, TAXABLE OR TAX-EXEMPT, PURSUANT TO THE PROVISIONS OF SECTION 41-43-110 OF SOUTH CAROLINA CODE ANNOTATED, TITLE 41, CHAPTER 43 (1976), AS AMENDED

WHEREAS, the South Carolina Jobs-Economic Development Authority ("*Authority*") has heretofore under and pursuant to the provisions of Section 41-43-110 of South Carolina Code Annotated, Title 41, Chapter 43 (1976), as amended ("*Act*"), requested approval by the State Fiscal Accountability Authority of the State of South Carolina of the issuance by the Authority pursuant to the Act of its Education Facilities Revenue Bonds in the aggregate principal amount of not exceeding \$6,500,000 (together, the "*Bonds*") through public sale, as the Authority may determine to be most advantageous; and

WHEREAS, the Authority represents to the State Fiscal Accountability Authority of the State of South Carolina that the Bonds will be sold in a manner acceptable to the Authority.

NOW, THEREFORE, BE IT RESOLVED, by the State Fiscal Accountability Authority of the State of South Carolina ("*Board*"), as follows:

Section 1. It is hereby found, determined and declared by the Board that: the Petition filed by the Authority contains all matters required by law and the rules of the Board to be set forth therein, and that in consequence thereof the jurisdiction of the Board has been properly invoked under and pursuant to Section 41-43-110 of the Act.

Section 2. In consequence of the foregoing, the proposal of the Authority to issue the Bonds through public sale be and the same is hereby in all respects approved.

Section 3. This Resolution shall take effect immediately.

Summary of Financing Proposal for

n/t/e \$33,000,000
South Carolina Jobs-Economic Development Authority
Education Facilities Revenue Bonds
(Tri-County Technical College)
Series 2015

PRELIMINARY – SUBJECT TO CHANGE*

Outstanding bonds proposed to be refinanced	\$8,000,000 SC JEDA Economic Development Revenue Bond TCTC Foundation, LLC Project), Series 2005
Average interest rate of bonds refinanced	4.080% ¹
Projected average interest rate of refinancing bonds ²	
True interest cost of refinancing bonds	
Projected net present value savings (net of costs)	
Projected net present value savings as a percentage of the bonds refinanced	
Estimated costs (costs as a percentage of refinancing bonds, costs as a percentage of refinancing savings)	N/A ³
Underwriting	
Legal fees – bond, disclosure and general counsel	
Rating agency fees	
Advisory fees	
Bond trustee/registrar	
Accounting and verification	
Credit enhancement/bond insurance	
Publication, printing, contingencies and all other expenses	
Total	N/A

¹ Prior to the rate reset. The new rate is 1.770%. See additional information on the following page.

² See additional information on the following page.

³ See additional information on the following page.

n/t/e \$33,000,000
South Carolina Jobs-Economic Development Authority
Education Facilities Revenue Bonds
(Tri-County Technical College)
Series 2015

The refunding is extremely unlikely to occur. As part of the 2005 borrowing, the bank agreed to a rate reset at the 10-year mark. The rate reset had not yet occurred prior the time the initial submission (including the refunding) was made to JEDA or to the SFAA.

That reset has now occurred. The new interest rate is 1.77%, which remains fixed for the remaining life of the outstanding bond (10 years).

Given current market conditions, it seems unlikely any other lender will be able provide a lower interest rate. As a result, the most likely additional reason to refund the outstanding 2005 would be to revise the deal structure to release the mortgage on the Anderson County campus (funded with the 2005 bond proceeds). Again, it seems unlikely another lender would be able to provide a competitive rate *and* release the mortgage as security for a refunding bond.

As a result, although JEDA and SFAA are being asked to approve a not to exceed bond amount that includes the possibility of refunding the outstanding 2005 bonds (\$4,975,000), the financing team does not reasonably anticipate the refunding will take place.

To the extent the refunding occurs and can be accomplished as part of the issuance of the “new money” bonds to fund the Student Success Center Project, the financing team does not anticipate charging any additional fees. Some additional incidental expenses could be associated with the potential refunding, if accomplished, but those would not be expected to be more than nominal.

Prepared by: Michael E. Kozlarek
Date: October 15, 2015

*Based on current information and known costs as provided by First Tryon Securities, LLC.

A RESOLUTION APPROVING THE ISSUANCE BY THE SOUTH CAROLINA JOBS-ECONOMIC DEVELOPMENT AUTHORITY OF NOT EXCEEDING \$33,000,000 AGGREGATE PRINCIPAL AMOUNT EDUCATION FACILITIES REVENUE BONDS (TCTC FOUNDATION, LLC PROJECT) IN ONE OR MORE SERIES, TAXABLE OR TAX-EXEMPT, PURSUANT TO THE PROVISIONS OF SECTION 41-43-110 OF SOUTH CAROLINA CODE ANNOTATED, TITLE 41, CHAPTER 43 (1976), AS AMENDED

WHEREAS, the South Carolina Jobs-Economic Development Authority ("*Authority*") has heretofore under and pursuant to the provisions of Section 41-43-110 of South Carolina Code Annotated, Title 41, Chapter 43 (1976), as amended ("*Act*"), requested approval by the State Fiscal Accountability Authority of the State of South Carolina of the issuance by the Authority pursuant to the Act of its Education Facilities Revenue Bonds in the aggregate principal amount of not exceeding \$33,000,000 (together, the "*Bonds*") through public sale, as the Authority may determine to be most advantageous; and

WHEREAS, the Authority represents to the State Fiscal Accountability Authority of the State of South Carolina that the Bonds will be sold in a manner acceptable to the Authority.

NOW, THEREFORE, BE IT RESOLVED, by the State Fiscal Accountability Authority of the State of South Carolina ("*Board*"), as follows:

Section 1. It is hereby found, determined and declared by the Board that: the Petition filed by the Authority contains all matters required by law and the rules of the Board to be set forth therein, and that in consequence thereof the jurisdiction of the Board has been properly invoked under and pursuant to Section 41-43-110 of the Act.

Section 2. In consequence of the foregoing, the proposal of the Authority to issue the Bonds through public sale be and the same is hereby in all respects approved.

Section 3. This Resolution shall take effect immediately.

Summary of Financing Proposal for

Wesley Commons

PRELIMINARY – SUBJECT TO CHANGE

September 28, 2015

Bonds proposed to be financed

Par Amount: \$25,000,000

Series A: \$7,400,000 Fixed Rate Bonds due 2045

Series B: \$17,600,000 Adjustable Rate due 2045

Average interest rate of bonds	5.39%
Projected average interest rate of bonds	5.39%
True interest cost of bonds	5.58%

Estimated costs (costs as a percentage of bonds)

Underwriting	2.15%
Legal fees – bond, disclosure and general counsel	0.62%
Rating agency fees	0.00%
Advisory fees	0.06%
Bond trustee/registrar	0.04%
Accounting and verification	0.12%
Credit enhancement/bond insurance	0.00%
Publication, printing, contingencies and all other expenses	0.16%
Total	3.15%

Prepared by BB&T Capital Markets
Submitted by James Cooper
Date September 28, 2015

A RESOLUTION APPROVING THE ISSUANCE BY THE SOUTH CAROLINA JOBS-ECONOMIC DEVELOPMENT AUTHORITY THROUGH PRIVATE SALE OF NOT EXCEEDING \$25,000,000 AGGREGATE PRINCIPAL AMOUNT HEALTH FACILITIES REVENUE BONDS (WESLEY COMMONS PROJECT) SERIES 2015, IN ONE OR MORE SERIES, PURSUANT TO THE PROVISIONS OF SECTION 41-43-110 OF SOUTH CAROLINA CODE ANNOTATED, TITLE 11, CHAPTER 43 (1976), AS AMENDED.

WHEREAS, the South Carolina Jobs-Economic Development Authority (the "*Authority*") has heretofore under and pursuant to the provisions of Section 41-43-110 of South Carolina Code Annotated, Title 41, Chapter 43 (1976), as amended (the "*Act*"), requested approval by the State Fiscal Accountability Authority of the issuance by the Authority pursuant to the Act of its Health Facilities Revenue Bonds (Wesley Commons Project) Series 2015, in the aggregate principal amount of not exceeding \$25,000,000, in one or more series (the "*Bonds*"), through public or private sale which the Authority has determined to be most advantageous; and

WHEREAS, the Authority represents to the State Fiscal Accountability Authority that the Bonds will be sold by the Authority through private sale acceptable to the Authority;

NOW, THEREFORE, BE IT RESOLVED, by the State Fiscal Accountability Authority of the State of South Carolina, as follows:

Section 1. It is hereby found, determined and declared by the Board that the Petition filed by the Authority contains all matters required by law and the rules of this Board to be set forth therein, and that in consequence thereof the jurisdiction of this Board has been properly invoked under and pursuant to Section 41-43-110 of the Act.

Section 2. In consequence of the foregoing, the proposal of the Authority to issue the Bonds through public or private sale be and the same is hereby in all respects approved.

Section 3. This Resolution shall take effect immediately.

Summary of Financing Proposal for

Wofford College

PRELIMINARY – SUBJECT TO CHANGE

November 1, 2015

Bonds proposed to be financed

The Series 2015 Bonds are to be issued for the purposes of construction of a new art building at the College and construction of a new athletic facility.

Average interest rate of bonds

(68%*1 month LIBOR (Assumed to be 2.00%)+0.455%

Projected average interest rate of bonds

1.815%

True interest cost of bonds

Estimated costs (costs as a percentage of bonds)

Underwriting

0.00%

Legal fees – bond, disclosure and general counsel

0.261%

Rating agency fees

0.00%

Advisory fees

0.11%

Bond trustee/registrar

0.00%

Accounting and verification

0.00%

Credit enhancement/bond insurance

0.00%

Publication, printing, contingencies and all other expenses

0.09% (JEDA)

Total

0.461%

Prepared by Emily Abrantes, Public Financial Management
Submitted by Kathleen McKinney, Haynsworth Sinkler Boyd
Date September 28, 2015

A RESOLUTION APPROVING THE ISSUANCE BY THE SOUTH CAROLINA JOBS-ECONOMIC DEVELOPMENT AUTHORITY THROUGH PRIVATE SALE OF NOT EXCEEDING \$50,000,000 PRINCIPAL AMOUNT ECONOMIC DEVELOPMENT REVENUE BONDS (WOFFORD COLLEGE) SERIES 2015, PURSUANT TO THE PROVISIONS OF SECTION 41-43-110 OF SOUTH CAROLINA CODE ANNOTATED, TITLE 41, CHAPTER 43 (1976), AS AMENDED.

WHEREAS, the South Carolina Jobs-Economic Development Authority (the "*Issuer*") has heretofore under and pursuant to the provisions of Section 41-43-110 of South Carolina Code Annotated, Title 41, Chapter 43 (1976), as amended (the "*Act*"), requested approval by the State Fiscal Accountability Authority (the "*Authority*") of the issuance by the Issuer pursuant to the Act of its Economic Development Revenue Bonds (Wofford College) Series 2015, in the principal amount of not exceeding \$50,000,000 (the "*Bond*"), which may be issued in one or more series through private sale which the Issuer has determined to be most advantageous; and

WHEREAS, the Issuer represents to the Authority that the Bonds will be sold by the Issuer through private sale acceptable to the Issuer;

NOW, THEREFORE, BE IT RESOLVED, by the State Fiscal Accountability Authority of the State of South Carolina, as follows:

Section 1. It is hereby found, determined and declared by the Authority that the Petition filed by the Issuer contains all matters required by law and the rules of this Authority to be set forth therein, and that in consequence thereof the jurisdiction of this Authority has been properly invoked under and pursuant to Section 41-43-110 of the Act.

Section 2. In consequence of the foregoing, the proposal of the Issuer to issue the Bonds through private sale to a financial institution be and the same is hereby in all respects approved.

Section 3. This Resolution shall take effect immediately.

Summary of Financing Proposal for

COLUMBIA GARDENS

South Carolina State Housing Finance and Development Authority

PRELIMINARY – SUBJECT TO CHANGE

September 28, 2015

Bonds proposed to be issued	Not exceeding \$15,000,000 South Carolina State Housing Finance and Development Authority Multifamily Housing Revenue Bonds (Columbia Gardens) Series 2015, maturing 11/1/2015 to 11/1/2050
Projected average interest rate of bonds	5.25%
True interest cost of bonds	5.25%
Estimated costs (costs as a percentage of bonds)	
Underwriting	0.00% (\$0.00)
Legal fees – bond, disclosure and general counsel	0.73% (\$110,000)
Rating agency fees	0.00% (\$0.00)
Advisory fees	0.00% (\$0.00)
Bond trustee/registrar	0.10% (\$15,000, including trustee counsel fees)
Accounting and verification	0.23% (\$35,000)
Credit enhancement/bond insurance	1.50% (\$225,000)
Publication, printing, contingencies and all other expenses	0.78% (\$117,380, including State Housing Authority fee of \$112,500)
Total	3.35% (\$502,380)

Prepared by Samuel W. Howell, IV

Date September 28, 2015

A RESOLUTION

GRANTING APPROVAL TO THE ISSUANCE BY THE SOUTH CAROLINA STATE HOUSING FINANCE AND DEVELOPMENT AUTHORITY OF ITS MULTIFAMILY HOUSING REVENUE BONDS (COLUMBIA GARDENS)

WHEREAS, the South Carolina State Housing Finance and Development Authority Act of 1977 (Title 31, Chapter 13 of the Code of Laws of South Carolina 1976, as amended) (the "Act") provides that, upon the approval of the State Fiscal Accountability Authority (the "SFAA"), the South Carolina State Housing Finance and Development Authority (the "Authority") may issue from time to time bonds for the purpose of obtaining funds with which to make construction and permanent mortgage loans to housing sponsors who agree to and shall be required to provide for construction and/or rehabilitation of residential housing for rental by persons or families of either beneficiary class (as defined in the Act) (the "Beneficiary Class"); provided, however, that with respect to any particular issue of bonds, one of the following conditions must be met: (a) if there is a public distribution of the bonds, the issue must be rated by one or more of the national rating agencies, and one or more of the following conditions must be met: (i) there must be in effect a federal program providing assistance in repayment of such loans; or (ii) the proceeds must be used to acquire either federally insured mortgage loans or mortgage loans insured by a private mortgage insurer authorized to do business in the State of South Carolina; or (iii) the payment of the bonds to the purchasers and holders of them must be assured by the maintenance of adequate reserves or insurance or a guaranty from a responsible entity which has been determined to be sufficient by the Authority and the SFAA; or (b) if the bonds are secured by a mortgage or other security agreement and are offered and sold as a unit with such mortgage or other security agreement in transactions with banks, institutional buyers, or other nonregistered persons as provided in Section 35-1-202(11)(A) of the Code of Laws of South Carolina 1976, as amended, the documents pursuant to which the bonds are issued must permit the Authority to avoid any default by it by completing an assignment of, or foregoing its rights with respect to, any collateral or security pledged to secure the bonds; and

WHEREAS, the Authority has presented to the Board its Petition dated September 24, 2015 (the "Petition"), which, together with the exhibits thereto attached, sets forth certain information with respect to the Bonds.

NOW, THEREFORE, BE IT RESOLVED BY THE STATE FISCAL ACCOUNTABILITY AUTHORITY IN MEETING DULY ASSEMBLED:

Section 1. Approval is granted to the undertaking of the Authority as outlined in the Petition, including the exhibits attached thereto.

Section 2. Subject to the conditions set forth in Section 3, approval is hereby granted by the SFAA to the execution and delivery by the Authority of its South Carolina State Housing Finance and Development Authority Multifamily Housing Revenue Bonds (Columbia Gardens) in the principal amount not to exceed \$15,000,000.

Section 3. The approval of the SFAA is hereby conditioned on the following:

(a) The approval of the State Treasurer of the interest rate on the Bonds and of the form and substance of such documents as he deems necessary therefor;

(b) Prior to the issuance of the Bonds the Authority shall have provided to the State Treasurer, to the extent not previously provided, the information required to be submitted to the SFAA by the provisions of Section 31-13-220, to wit:

- (i) the principal amount of the Bonds to be issued;
- (ii) the maturity schedule of the Bonds to be issued;
- (iii) a schedule showing the annual debt service requirements of all outstanding notes and bonds of the Authority;
- (iv) a schedule showing the amount and source of revenues available for the payments of debt service on said bonds;
- (v) the method to be employed in selling the Bonds.

(c) The State Treasurer shall find and determine that the funds estimated to be available for the repayment of the Authority's notes and bonds, including the Bonds, will be sufficient to provide for the payment of the principal and interest thereon;

(d) The documents pursuant to which the Bonds are being issued shall provide that all expenses, costs, and fees of the Authority in connection with the issuance of the Bonds, including legal fees, printing, and all disbursements shall be paid by the Housing Sponsor (as defined in the Petition); and

(e) The final approval by the Governor as the elected official of the State of South Carolina for purposes of Section 142(f) of the Internal Revenue Code of 1986, as amended.

Section 4. This Resolution shall take effect immediately upon its adoption.

Summary of Financing Proposal for

WILLOW RUN APARTMENTS

South Carolina State Housing Finance and Development Authority

PRELIMINARY – SUBJECT TO CHANGE

September 28, 2015

Bonds proposed to be issued	Not exceeding \$15,000,000 South Carolina State Housing Finance and Development Authority Multifamily Housing Revenue Bonds (Willow Run Apartments) Series 2015, maturing 11/1/2015 to 11/1/2055
Projected average interest rate of bonds	5.25%
True interest cost of bonds	5.25%
Estimated costs (costs as a percentage of bonds)	
Underwriting	0.00% (\$0.00)
Legal fees – bond, disclosure and general counsel	0.73% (\$110,000)
Rating agency fees	0.00% (\$0.00)
Advisory fees	0.00% (\$0.00)
Bond trustee/registrar	0.10% (\$15,000, including trustee counsel fees)
Accounting and verification	0.23% (\$35,000)
Credit enhancement/bond insurance	1.50% (\$225,000)
Publication, printing, contingencies and all other expenses	0.78% (\$117,560, including State Housing Authority fee of \$112,500)
Total	3.35% (\$502,560)

Prepared by Samuel W. Howell, IV

Date September 28, 2015

A RESOLUTION

GRANTING APPROVAL TO THE ISSUANCE BY THE SOUTH CAROLINA STATE HOUSING FINANCE AND DEVELOPMENT AUTHORITY OF ITS MULTIFAMILY HOUSING REVENUE BONDS (WILLOW RUN APARTMENTS)

WHEREAS, the South Carolina State Housing Finance and Development Authority Act of 1977 (Title 31, Chapter 13 of the Code of Laws of South Carolina 1976, as amended) (the "Act") provides that, upon the approval of the State Fiscal Accountability Authority (the "SFAA"), the South Carolina State Housing Finance and Development Authority (the "Authority") may issue from time to time bonds for the purpose of obtaining funds with which to make construction and permanent mortgage loans to housing sponsors who agree to and shall be required to provide for construction and/or rehabilitation of residential housing for rental by persons or families of either beneficiary class (as defined in the Act) (the "Beneficiary Class"); provided, however, that with respect to any particular issue of bonds, one of the following conditions must be met: (a) if there is a public distribution of the bonds, the issue must be rated by one or more of the national rating agencies, and one or more of the following conditions must be met: (i) there must be in effect a federal program providing assistance in repayment of such loans; or (ii) the proceeds must be used to acquire either federally insured mortgage loans or mortgage loans insured by a private mortgage insurer authorized to do business in the State of South Carolina; or (iii) the payment of the bonds to the purchasers and holders of them must be assured by the maintenance of adequate reserves or insurance or a guaranty from a responsible entity which has been determined to be sufficient by the Authority and the SFAA; or (b) if the bonds are secured by a mortgage or other security agreement and are offered and sold as a unit with such mortgage or other security agreement in transactions with banks, institutional buyers, or other nonregistered persons as provided in Section 35-1-202(11)(A) of the Code of Laws of South Carolina 1976, as amended, the documents pursuant to which the bonds are issued must permit the Authority to avoid any default by it by completing an assignment of, or foregoing its rights with respect to, any collateral or security pledged to secure the bonds; and

WHEREAS, the Authority has presented to the Board its Petition dated September 24, 2015 (the "Petition"), which, together with the exhibits thereto attached, sets forth certain information with respect to the Bonds.

NOW, THEREFORE, BE IT RESOLVED BY THE STATE FISCAL ACCOUNTABILITY AUTHORITY IN MEETING DULY ASSEMBLED:

Section 1. Approval is granted to the undertaking of the Authority as outlined in the Petition, including the exhibits attached thereto.

Section 2. Subject to the conditions set forth in Section 3, approval is hereby granted by the SFAA to the execution and delivery by the Authority of its South Carolina State Housing Finance and Development Authority Multifamily Housing Revenue Bonds (Willow Run Apartments) in the principal amount not to exceed \$15,000,000.

Section 3. The approval of the SFAA is hereby conditioned on the following:

(a) The approval of the State Treasurer of the interest rate on the Bonds and of the form and substance of such documents as he deems necessary therefor;

(b) Prior to the issuance of the Bonds the Authority shall have provided to the State Treasurer, to the extent not previously provided, the information required to be submitted to the SFAA by the provisions of Section 31-13-220, to wit:

- (i) the principal amount of the Bonds to be issued;
- (ii) the maturity schedule of the Bonds to be issued;
- (iii) a schedule showing the annual debt service requirements of all outstanding notes and bonds of the Authority;
- (iv) a schedule showing the amount and source of revenues available for the payments of debt service on said bonds;
- (v) the method to be employed in selling the Bonds.

(c) The State Treasurer shall find and determine that the funds estimated to be available for the repayment of the Authority's notes and bonds, including the Bonds, will be sufficient to provide for the payment of the principal and interest thereon;

(d) The documents pursuant to which the Bonds are being issued shall provide that all expenses, costs, and fees of the Authority in connection with the issuance of the Bonds, including legal fees, printing, and all disbursements shall be paid by the Housing Sponsor (as defined in the Petition); and

(e) The final approval by the Governor as the elected official of the State of South Carolina for purposes of Section 142(f) of the Internal Revenue Code of 1986, as amended.

Section 4. This Resolution shall take effect immediately upon its adoption.

STATE FISCAL ACCOUNTABILITY AUTHORITY
MEETING OF October 27, 2015

REGULAR SESSION
ITEM NUMBER 1

AGENCY: Public Employee Benefit Authority and SC Retirement System Investment Commission

SUBJECT: Update

The Authority will receive an update from the Public Employee Benefit Authority and the SC Retirement System Investment Commission.

AUTHORITY ACTION REQUESTED:

Receive as information.

ATTACHMENTS:

AGENCY: Department of Administration, Executive Budget Office

SUBJECT: Permanent Improvement Projects

State Fiscal Accountability Authority approval is requested for the following permanent improvement project establishment requests and budget revisions which have been reviewed favorably by the Joint Bond Review Committee:

Establish Project for A&E Design

- (a) Summary 2-2016: JBRC Item 2. Coastal Carolina University
Project: 9609, Soccer Complex
Funding Source: \$75,000 Other, Institutional Capital Project Funds, which are funds generated from excess debt service generated by a \$475 per student per semester fee.
Request: Establish project and budget for \$75,000 (Other, Institutional Capital Project Funds) to begin design work to construct a soccer complex at Coastal Carolina University. This soccer complex will include features for fans, media, and players. The approximately 14,760 square foot facility will be located in the east campus area and will house a playing field for athletes as well as seating and associated spaces for fans and the media. The design will include support facilities, including men's and women's locker rooms, official's locker rooms, meeting rooms, public restrooms and concessions. In addition, proper lighting will be installed for night events as well as a parking lot for team buses and spectators. The current facility provides seating for 500 spectators, and that capacity has proved challenging as the University hosted NCAA playoff events. This new complex will improve the current conditions for the varsity men's and women's soccer teams that are currently lacking support facilities. It will also provide seating for up to 1,000 spectators. A total of 63 players and coaches will use the facility, in addition to over 1,000 students, faculty, spectators and families. These amenities will facilitate Coastal Carolina's ability to serve as a host site for future conference championships.
- (b) Summary 2-2016: JBRC Item 3. Coastal Carolina University
Project: 9610, Brooks Stadium Addition
Funding Source: \$285,000 Other, Renovation Reserve/Plant Expansion Funds, which are funds generated from a \$150 per student per semester fee that is dedicated to renovations, repairs, additions to existing facilities and plant expansion.
Request: Establish project and budget for \$285,000 (Other, Renovation Reserve/Plant Expansion funds) to begin design work for additions to Brooks Stadium at Coastal Carolina University. The majority of the additions will take place on the football stadium's west stands as the university plans to increase seating capacity for spectators from 10,000 seats to between 15,000 and 20,000 seats. The approximately 25,000 square foot renovation and addition will include a suite level for the west side of the stadium as well other additional seating on the west side. To meet the overall increase of spectators, there will be an addition to fan related amenities throughout the stadium, including restrooms, concessions and ADA improvements to ensure compliance standards. These additions are needed since the university recently accepted an offer to

AGENCY: Department of Administration, Executive Budget Office

SUBJECT: Permanent Improvement Projects

participate as an active member in the Sun Belt Conference. For football, an increase to seating capacity is needed to meet NCAA Football Bowl Subdivision requirements.

Establish Construction Budget

(c) Summary 2-2016: JBRC Item 7. Clemson University

Project: 9922, Football Operations Facility Construction

Funding Source: \$19,500,000 Revenue Bonds, which are long term debt instruments issued by the State Treasurer's Office in the name of the University and are pledged to be repaid with a combination of Athletic net revenues, ticket surcharges, private gifts and contributions from the Clemson Athletics Facilities Trust Endowment invested with the Clemson University Foundation and \$35,500,000 Other, Private Gift funds, which are amounts received from private individuals, corporations and other entities that are to be expended for their restricted purpose. For this project, the private gifts are previously received IPTAY gifts on hand that IPTAY has committed to the Athletic Department for funding of this project.

Request: Increase budget to \$55,000,000 (add \$53,500,000 - \$19,500,000 Revenue Bonds and \$34,000,000 Other, Athletic Private Gift funds) to construct a football operations facility at Clemson University. This project was established for pre-design in April 2015, which is now complete. The construction of the approximately 142,050 square foot facility will house all football operational functions. The facility will include coaches' offices, team meeting rooms, student-athlete and coach locker rooms, a weight room, training room, equipment room, and related spaces. The facility will be constructed near the Indoor Football Practice Facility and the outdoor practice fields and will bring all football activity into close proximity. Football operations facilities are a major component of competitiveness in the conferences in which Clemson competes for student athletes. Major reasons for Clemson's lack of competitiveness in these areas are attributable to the lack of a non-contiguous football building, exclusive training and rehab space for football, food service, and condensed weight room space. Current facilities are not sufficient in square footage and an additional 45% in square footage would place the university more in line with comparable football facilities across the nation. It is equally important that the location of the building be adjacent to the current indoor and outdoor football practice facilities. Further, NCAA governance changes have been and will continue to affect both staff sizes and additional programming that the university can provide to its student athletes. This new building will allow the Athletic Department to better serve the needs of its student athletes now and will provide needed space in the future as additional governance changes take place. The agency reports total projected cost of this project is \$55 million, and additional annual operating costs of between

AGENCY: Department of Administration, Executive Budget Office

SUBJECT: Permanent Improvement Projects

\$933,000 and \$989,820 are anticipated in association with this project. The agency also reports the projected date for execution of the construction contract is January 2016 and the projected date for completion of construction is February 2017. (See attachment 1 for additional annual operating costs.)

(d) Summary 2-2016: JBRC Item 7. Clemson University

Project: 9926, East Campus Water Tower Construction

Funding Source: \$3,500,000 Other, Maintenance and Stewardship Funds, which are tuition, matriculation and other debt retirement and plant transfer revenues that are not formally obligated to fund debt service in the current period and that are responsibly transferred to and managed by the State Treasurer until the time of their State Treasurer approved use.

Request: Increase budget to \$3,500,000 (add \$3,430,000 Other, Maintenance and Stewardship Funds) to construct the East Campus Water Tower at Clemson University. This project was established for design work in August 2015, which is now complete. The new water tower will be a one million gallon elevated storage tank that will replace the existing Kite Hill water tank and provide for the growth needs of the University's water distribution system. The new water tower will be constructed on the site of the Kite Hill tank on the east campus, which will be demolished when the new tower is completed. The University's water distribution system is a state licensed water system serving the entire campus population with drinking water and fire protection. The Kite Hill water tank is more than 56 years old and does not meet the needs of the east campus. Campus population and facility growth on this system will require water storage capacity improvements by 2018 to meet state regulations for storage reserve required for peak hour water usage and fire protection. Replacing this aging tank will increase the overall usable water storage needed to satisfy the University's water storage requirements beyond 2030. It will also provide a long-term solution to back-up pressurization and capacity requirements for the licensed water distribution system and meet current and future needs. The agency reports total projected cost of this project is \$3.5 million, and no additional annual operating costs are anticipated in association with this project. The agency also reports the projected date for execution of the construction contract is January 2016 and the projected date for completion of construction is June 2017.

(e) Summary 2-2016: JBRC Item 8. South Carolina State University Public Service Activities

Project: 9651, Charleston 1890 Extension Center Construction - Phase II

Funding Source: \$3,600,274 Federal funds, which are a USDA grant through the 1890 Facility Grants program and can only be used for facility construction associated with the 1890 extension program.

Request: Increase budget to \$3,600,274 (add \$3,562,684 Federal funds) to construct a Public Service Activity Center in Charleston County. This project was established for design work in October 2013, which is now complete. The new

AGENCY: Department of Administration, Executive Budget Office

SUBJECT: Permanent Improvement Projects

two story 12,500 square foot facility will provide safe and functional space for staff, participants and volunteers, who will assist the university in fulfilling its land grant mission of providing research, teaching and extension services to the residents of the state of South Carolina. The facility will house 4 faculty, 6 staff, and 18 students and will serve an estimated 6,628 clients annually. The building will provide state-of-the-art multipurpose rooms, offices, community space, and technological facilities. These facilities are designed to provide life-long learning opportunities while enhancing the economic vitality and well-being of the community. The agency reports total projected cost of this project is \$3,600,274 and additional annual operating costs of \$49,350 are anticipated in association with this project. The facility will be constructed to LEED Silver certification with an estimated cost savings due to LEED of \$122,124 over 30 years. The agency also reports the projected date for execution of the construction contract is February 2016 and the projected date for completion of construction is October 2017. (See attachment 2 for additional annual operating costs.)

(f) Summary 2-2016: JBRC Item 9. State Board for Technical and Comprehensive Education

Project: 6093, Tri-County – Pendleton Campus Student Success Center/Central Plant
Funding Source: \$20,250,000 Other, Foundation Supported Revenue Bonds, which are revenue bonds that will be issued by the Foundation for this project and will be supported by commitments from the counties, \$17,324,000 Other, Capital Projects Cumulative Maintenance Reserve Funds, which are excess maintenance funds that the institution has accumulated over time in anticipation of this project and \$7,050,000 Other, County funds, which are grants from that the counties which support Tri-County Technical College.

Request: Increase budget to \$44,624,000 (add \$44,000,000 - \$20,250,000 Other, Foundation Supported Revenue Bonds, \$17,000,000 Other, Capital Project Cumulative Maintenance and \$6,750,000 Other, Counties funds) to construct a new Student Success Center, repurpose and refurbish Ruby Hicks Hall, and to construct an associated energy plant on the Pendleton Campus of Tri-County Technical College. This project was established for pre-design in June 2014, which is now complete. New Student Success Center will house a learning commons and associated group study space, computer labs, campus store, café and shipping and receiving area. The construction of the Student Success Center will allow for swing space to accommodate the renovation of Ruby Hicks Hall, which is currently houses the library and administrative office spaces. Upon renovation, Ruby Hicks will become a One-Stop/Student Services center. Ruby Hicks is 27 years old, and most of the systems are original to the building. A new Central Plant, located in the basement of the Student Services Center, will provide cooling for campus buildings via an energy loop system. Several campus HVAC systems are approaching the end of life and the installation of a new, integrated system will result in energy savings and reduced maintenance costs. Enrollment at Tri-County Technical

AGENCY: Department of Administration, Executive Budget Office

SUBJECT: Permanent Improvement Projects

College has doubled since 2001, and in order to meet student demand for increased instructional space the amount of space dedicated to student support services has steadily declined to the point it is no longer adequate to meet the needs of the student population. The agency reports the total projected cost of this project is \$44,624,000 and additional operating costs ranging from \$60,122 to \$136,302 annually will result from this project. The facility will be constructed to Green Globes Two Globe certification, with an estimated cost savings due to Green Globes of \$2,852,645 over 30 years. The agency also reports the projected date for execution of the construction contract is November 2015 with completion of construction by February 2019. (See attachment 3 for additional annual operating costs.)

Increase Budget

- (g) Summary 2-2016: JBRC Item 12. University of South Carolina - Aiken Campus
Project: 9545, Pedestrian Bridge Construction
Funding Source: \$800,000 Other, Institutional Funds, which are funds available to the university from a variety of sources including tuition and fees, sales and services activities and other miscellaneous sources, \$200,000 Department of Transportation Funds, which are funds DOT has committed to the project due to its location across a major highway, \$300,000 Institutional Capital Project Funds, which are excess revenues from a variety of source set aside for capital improvements, and \$500,000 Aiken County Transportation Committee funds, which are a grant from the Aiken County Transportation Committee for this project.
- Request: Increase budget to \$1,800,000 (add \$500,000 Other, Institutional Funds) to construct an elevated pedestrian bridge to span the Robert Bell Highway. This project was established for pre-design in December 2009, which is now complete. The bridge will be high enough to permit unrestricted traffic flow below it, as well as long enough to permit expansion of the highway in years to come. This project will include ADA compliant access ramps, stairs at each end of the bridge, sidewalks, and lighting. At USC Aiken, the Roberto Hernandez Baseball Field and the Convocation Center are located on property west of the main campus. The Robert Bell Highway, which separates these facilities from the main campus, is a 55 mile per hour roadway. Crossing this roadway creates safety issues for students attending athletic events, concerts, and community activities at these facilities. Currently approved funds have proven to be insufficient for construction of the bridge based on the results of a 2015 competitive construction bid. Subsequent cost estimation by third party estimators and cost reduction efforts confirm that the bridge cannot be constructed with the available funding. The requested increase in funding is \$260,000. The agency reports total projected cost of this project is \$1.56 million, and additional annual operating costs of \$500 are anticipated in association with this project. The agency also reports the projected date for

AGENCY: Department of Administration, Executive Budget Office

SUBJECT: Permanent Improvement Projects

execution of the construction contract is October 2015 and the projected date for completion of construction is August 2017. (See attachment 4 for additional annual operating costs.)

- (h) Summary 2-2016: JBRC Item 13. State Board for Technical and Comprehensive Education
Project: 6096, Trident - SC Aeronautical Training Center
Funding Source: \$10,855,000 Capital Reserve Funds appropriated specifically for this project and \$2,000,000 Federal Funds derived from a U.S. Department of Commerce grant specifically for this project.
Request: Increase budget to \$12,855,000 (add \$2,855,000 - \$855,000 Capital Reserve and \$2,000,000 Federal funds) to construct the S.C. Aeronautical Training Center. The project was established with legislatively authorized funding in October 2014. The pre-design for the site work is complete. Trident Technical College would like to proceed with design work for the building in the amount of \$855,000. Previous approval was given for design services for site work based on \$10,000,000 in state Capital Reserve Funds allocated in FY 14-15. The scope of work includes earthwork, filling wetlands, clearing the site, roads, utilities (water, sewer, electricity, and data), central energy plant feasibility study, and facilities master planning. Since initial project approval, a \$2,000,000 grant from the U.S. Department of Commerce Economic Development Administration (EDA) has been received for the project. The agency is requesting to add these funds to the project at this time for purposes of grant accounting but will not proceed with construction or the site work at this time. The agency reports total projected cost of this project is \$68,952,000, and additional annual operating costs of between \$1,520,000 and \$1,613,000 are anticipated in association with this project.
- (i) Summary 2-2016: JBRC Item 14. Department of Natural Resources
Project: 9907, Lexington - Cohen Campbell Hatchery Renovation
Funding Source: \$976,101.02 Appropriated State Funds, from a FY 06-07 Supplemental Appropriation and \$200,000 Other, Fish and Wildlife Protection Funds – Grass Carp/Hatcheries, which are derived from a portion of the freshwater fishing license fee that is set aside for the operation, management and improvement of freshwater fish hatcheries.
Request: Increase budget to \$1,176,101 (add \$200,000 Other, Fish and Wildlife Protection Funds) to increase the construction budget a project to renovate Cohen Campbell Fisheries Center in West Columbia. The project was established for construction in 2008 with state appropriated funds. The previous project budget of \$976,101 resulted in the renovation of five production ponds. Three ponds remain to be renovated. With the completion of the water control structures in the final three ponds, the hatchery will be able to operate at full capacity. Each water control structure includes concrete access stairs, a concrete kettle, risers, water supply and drains is estimated to cost approximately \$66,500. The agency is requesting an additional \$200,000

AGENCY: Department of Administration, Executive Budget Office

SUBJECT: Permanent Improvement Projects

to renovate the final three production ponds. The project is funded from sales of nonresident freshwater fishing licenses. Fish produced at Campbell are stocked statewide into public waters including Lake Murray, Lake Greenwood, Lake Marion, Lake Moultrie, Lake Wateree, and other state lakes. Fish are stocked to maintain fisheries and to support the recreational fishing industry. The agency reports an estimated start date of January 2, 2016 and an estimated completion date of June 30, 2016.

Establish Project for Preliminary Land Studies

- (j) Summary 2-2016: JBRC Item 16. Department of Natural Resources
Project: 9948, Laurens - Cliff Pitts WMA Land Acquisition
Funding Source: \$100,000 Other, Fish and Wildlife Protection Funds – Deer Revenues, which are derived from license, permit, stamp and tag revenues and are set aside for deer management activities.
Request: Establish project and budget for \$100,000 (Other, Fish and Wildlife Protection Fund) to procure the investigative studies required to adequately evaluate property prior to purchase. The SC Department of Natural Resources is considering the acquisition of approximately +/-589 acres of land in Laurens County that adjoins the Agency's Cliff Pitts Wildlife Management Area (WMA). 71 acres of the property is being sold by the Clemson University Land Stewardship Foundation and the remaining 518 acres are being sold by Clemson University. The property provides habitat for deer, quail, turkey and small game. After the land is acquired, the property will be managed as part of the Cliff Pitts WMA and will be open to the public for hunting, fishing, hiking, viewing wildlife and enjoying nature.

AUTHORITY ACTION REQUESTED:

Approve permanent improvement project establishment requests and budget revisions as requested by the Department of Administration, Executive Budget Office. All items have been reviewed favorably by the Joint Bond Review Committee.

ATTACHMENTS:

Attachments

Permanent Improvement Project Information for October 27, 2015 SFAA Meeting

Agency/ Project No.	Agency/Project Name	Original Approved Budget	Date of Original Approval	Phase I Amount	Date of Phase I Approval	Included in CIP	Total Projected Project Cost
H17-9609	Coastal Carolina University - Soccer Complex	\$75,000	10/27/15	\$75,000	10/27/15	No	To Be Determined
H17-9610	Coastal Carolina University - Brooks Stadium Addition	\$285,000	10/27/15	\$285,000	10/27/15	No	To Be Determined
H12-9922	Clemson University - Football Operations Facility Construction	\$1,500,000	4/28/15	\$1,500,000	4/28/15	Yes	\$55,000,000
H12-9926	Clemson University - East Campus Water Tower Construction	\$70,000	8/18/15	\$70,000	8/18/15	No	\$3,500,000
H24-9651	South Carolina State University Public Service Activities - Charleston 1890 Extension Center Construction - Phase II	\$37,590	10/31/13	\$37,590	10/31/13	No	\$3,600,274
H59-6093	Tri-County Tech - Pendleton Campus Student Success Center/ Central Plant	\$624,000	6/17/14	\$624,000	6/17/14	Yes	\$44,624,000
H29-9545	USC - Aiken - Pedestrian Bridge Construction	\$1,300,000	12/15/09	\$15,000.00	12/15/09	No	\$1,800,000
H59-6096	Trident Tech - SC Aeronautical Training Center	\$10,000,000	10/31/14	N/A	N/A	Yes	To Be Determined
P24-9907	Department of Natural Resources - Lexington - Cohen Campbell Hatchery Renovation	\$976,101	10/30/12	N/A	N/A	No	\$1,176,101
P24-9948	Department of Natural Resources - Laurens - Cliff Pitts WMA Land Acquisition	\$20,000	10/27/15	\$20,000	10/27/15	No	To Be Determined

Additional Information on Funding Sources for Higher Education Permanent Improvement Projects

Item (a) – Coastal Carolina University – Soccer Complex

The source of funds for pre-design is Other, Institutional Capital Project Funds, which are funds generated from excess debt service generated by a \$475 per student per semester fee that has been in place at the same level since the 2013 academic year.

The sources of funds for construction are anticipated to be athletic foundation gifts, student housing foundation gifts, and institutional capital project funds.

The University reports that no increase in any student fee or tuition will be required for this project.

Item (b) – Coastal Carolina University – Brooks Stadium Additions

The source of funds for pre-design is Other, Renovation Reserve/Plant Expansion Funds, which are funds generated from a \$150 per student per semester fee that is dedicated to renovations, repairs, additions to existing facilities and plant expansion that has been at the same level since the 2007 academic year.

The source of funds for construction is anticipated to be revenue bonds.

The University reports that no increase in any student fee or tuition will be required for this project.

Item (c) – Clemson University – Football Operations Facility Construction

The source of funds for pre-design was \$1,500,000 Other, Private Athletic Gifts, which are amounts received from private individuals, corporations and other entities that are to be expended for their restricted purpose. For this project, the private gifts are previously received IPTAY gifts on hand that IPTAY has committed to the Athletic Department for funding of this project.

The proposed sources of funds for construction total \$55,000,000 and include:

\$19,500,000 Revenue Bonds, which are long term debt instruments issued by the State Treasurer's Office in the name of the University and are pledged to be repaid with a combination of Athletic net revenues, ticket surcharges, private gifts and contributions from the Clemson Athletics Facilities Trust Endowment invested with the Clemson University Foundation, and

\$35,500,000 Other, Private Gift funds, which are amounts received from private individuals, corporations and other entities that are to be expended for their restricted purpose. For this project, the private gifts are previously received IPTAY gifts on hand that IPTAY has committed to the Athletic Department for funding of this project.

The University reports that no increase in any student fee or tuition will be required for this project.

Item (d) – Clemson University – East Campus Water Tower.

The source of funds for pre-design was \$70,000 Other, Maintenance and Stewardship Funds, which are tuition, matriculation and other debt retirement and plant transfer revenues that are not formally obligated to fund debt service in the current period and that are responsibly transferred to and managed by the State Treasurer until the time of their State Treasurer approved use.

The proposed source of funds for construction is \$3,500,000 Other, Maintenance and Stewardship Funds, which are tuition, matriculation and other debt retirement and plant transfer revenues that are not formally obligated to fund debt service in the current period and that are responsibly transferred to and managed by the State Treasurer until the time of their State Treasurer approved use.

The University reports that no increase in any student fee or tuition will be required for this project.

Item (e) – South Carolina State University Public Service Activities – Charleston 1890 Extension Center Construction

The source of funds for pre-design was \$37,590 Federal funds, which were from a USDA grant through the 1890 Facility Grants program and can only be used for facility construction associated with the 1890 extension program.

The proposed source of funds for the construction is \$3,600,274 Federal funds, which originate from the same grant program.

The University reports that no increase in any student fee or tuition will be required for this project.

Item (f) – Tri-County Technical College – Pendleton Student Success Center

The sources of funds for pre-design totaled \$624,000 and were made up of:

\$324,000 Other, Capital Projects Cumulative Maintenance Reserve Funds, which are excess maintenance funds that the institution has accumulated over time in anticipation of this project, and

\$300,000 Other, County Funds, which are grants from that the counties that support the college.

The proposed sources of funds for construction total \$44,624,000 and include:

\$20,250,000 Other, Foundation Supported Revenue Bonds, which are revenue bonds that will be issued by the Foundation in support of this project,

\$7,050,000 Other, County Funds, which are grants from the counties that support the college, and

\$17,324,000 Other, Capital Projects Cumulative Maintenance Reserve Funds, which are excess maintenance funds that the institution has accumulated over time in anticipation of this project.

The University reports that no increase in any student fee or tuition will be required for this project.

Item (g) – University of South Carolina – Aiken – Pedestrian Bridge

The approved sources of funds for construction include:

\$300,000 Other, Institutional funds which are funds available to the university from a variety of sources including tuition and fees, sales and services activities and other miscellaneous sources,

\$200,000 Department of Transportation Funds, which are funds DOT has committed to the project due to its location across a major highway

\$300,000 Institutional Capital Project Funds, which are excess revenues from a variety of sources set aside for capital improvements.

\$500,000 Aiken County Transportation Committee funds, which are a grant from the Aiken County Transportation Committee for this project.

The agency is adding \$500,000 Other, Institutional funds to the existing construction budget, which are funds available to the university from a variety of sources including tuition and fees, sales and services activities and other miscellaneous sources

The University reports that no increase in any student fee or tuition will be required for this project.

Item (h) – Trident – SC Aeronautical Training Center

The approved source of funds is \$10,000,000 Capital Reserve Funds, which were appropriated from the FY 2013-14 Capital Reserve Fund specifically for Site Work on this project.

The agency is requesting to add \$2,000,000 Federal grant funds for site work and \$855,000 in Capital Reserve funds appropriated from the FY 2014-15 Capital Reserve Fund specifically for this project to be used for building design.

The University reports that no increase in any student fee or tuition will be required for this project.

**ADDITIONAL ANNUAL OPERATING COSTS/SAVINGS
RESULTING FROM PERMANENT IMPROVEMENT PROJECT**

1. AGENCY
Code H12 Name Clemson University

2. PROJECT
Project # 9922 Name Football Operations Facility Construction

3. ADDITIONAL ANNUAL OPERATING COSTS/SAVINGS. (Check whether reporting costs or savings.)

XX COSTS SAVINGS NO CHANGE

4.

TOTAL ADDITIONAL OPERATING COSTS/SAVINGS				
Projected Financing Sources				
(1)	(2)	(3)	(4)	(5)
Fiscal Year	General Funds	Federal	Other	Total
1) 2017-18	\$	\$	\$933,000.00	\$933,000.00
2) 2018-19	\$	\$	\$960,990.00	\$960,990.00
3) 2019-20	\$	\$	\$989,820.00	\$989,820.00

5. If "Other" sources are reported in Column 4 above, itemize and specify what the other sources are (revenues, fees, etc.).

Athletic Operating Revenues

6. Will the additional costs be absorbed into your existing budget? XX YES NO
If no, how will additional funds be provided?

7. Itemize below the cost factors that contribute to the total costs or savings reported above in Column 5 for the first fiscal year.

<u>COST FACTORS</u>	<u>AMOUNT</u>
1. <u>Utilities</u>	<u>\$408,200.00</u>
2. <u>Maintenance</u>	<u>\$524,800.00</u>
3. _____	_____
4. _____	_____
5. _____	_____
6. _____	_____
7. _____	_____
8. _____	_____
TOTAL	<u>\$933,000.00</u>

8. If personal services costs or savings are reported in 7 above, please indicate the number of additional positions required or positions saved.

9. Submitted By: *John M. Etkin* 0/20/15 29
Signature of Authorized Official and Title Date

**ADDITIONAL ANNUAL OPERATING COSTS / SAVINGS
RESULTING FROM PERMANENT IMPROVEMENT PROJECT**

1. AGENCY Code H59 Name Tri-County Technical College

2. PROJECT Project # _____ Name Pendleton Campus Student Success Center/Central Plant

3. ADDITIONAL ANNUAL OPERATING COSTS / SAVINGS. (Check whether reporting costs or savings.)

COSTS SAVINGS NO CHANGE

4.

TOTAL ADDITIONAL OPERATING COSTS / SAVINGS				
Projected Financing Sources				
(1) Fiscal Year	(2) General Funds	(3) Federal	(4) Other	(5) Total
1) 2017-18	\$ 136,302.00	\$	\$	\$ 136,302.00
2) 2018-19	\$ 61,751.00	\$	\$	\$ 61,751.00
3) 2019-20	\$ 60,122.00	\$	\$	\$ 60,122.00

5. If "Other" sources are reported in Column 4 above, itemize and specify what the other sources are (revenues, fees, etc.).

6. Will the additional costs be absorbed into your existing budget? YES NO
If no, how will additional funds be provided?

7. Itemize below the cost factors that contribute to the total costs or savings reported above in Column 5 for the first fiscal year.

<u>COST FACTORS</u>	<u>AMOUNT</u>
1. <u>Utilities</u>	<u>\$28,884.00</u>
2. <u>Maintenance</u>	<u>5,628.00</u>
3. <u>Custodial</u>	<u>88,960.00</u>
4. <u>Insurance</u>	<u>12,830.00</u>
5. _____	_____
6. _____	_____
7. _____	_____
8. _____	_____
TOTAL	<u>\$136,302.00</u>

8. If personal services costs or savings are reported in 7 above, please indicate the number of additional positions required or positions saved.

9. Submitted By: *Cara Hamill* Interim VP for Business Affairs 8/18/15
Signature of Authorized Official and Title Date

**ADDITIONAL ANNUAL OPERATING COSTS/SAVINGS
RESULTING FROM PERMANENT IMPROVEMENT PROJECT**

1. AGENCY
Code H29 Name USC Aiken

2. PROJECT
Project # 9545 Name Pedestrian Bridge Construction

3. ADDITIONAL ANNUAL OPERATING COSTS/SAVINGS. (Check whether reporting costs or savings.)

COSTS SAVINGS NO CHANGE

4.

TOTAL ADDITIONAL OPERATING COSTS/SAVINGS				
Projected Financing Sources				
(1)	(2)	(3)	(4)	(5)
Fiscal Year	General Funds	Federal	Other	Total
1) 2017/18 (partial year)	\$250.00	\$	\$	\$ 250.00
2) 2018/19	\$500.00	\$	\$	\$ 500.00
3) 2019/20	\$500.00	\$	\$	\$ 500.00

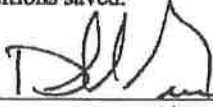
5. If "Other" sources are reported in Column 4 above, itemize and specify what the other sources are (revenues, fees, etc.).

6. Will the additional costs be absorbed into your existing budget? YES NO
If no, how will additional funds be provided?

7. Itemize below the cost factors that contribute to the total costs or savings reported above in Column 5 for the first fiscal year.

<u>COST FACTORS</u>	<u>AMOUNT</u>
1. <u>Utilities</u>	<u>250.00</u>
2. _____	_____
3. _____	_____
4. _____	_____
5. _____	_____
6. _____	_____
7. _____	_____
8. _____	_____
TOTAL	<u>250.00</u>

8. If personal services costs or savings are reported in 7 above, please indicate the number of additional positions required or positions saved. 0

9. Submitted By:  Director, Planning and Programming
Signature of Authorized Official and Title

10/7/15
Date

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AGENCY: Department of General Services, Division of General Services

SUBJECT: South Carolina Retirement System Investment Commission Lease Amendment
1201 Main Street, Capitol Center, Columbia

The Investment Commission requests approval to amend an existing lease to lease an additional 8,715 rentable square feet (RSF) at Capitol Center, located at 1201 Main Street, Columbia from REIF/MJW Capitol Center Fee, LLC. The Investment Commission currently leases 10,985 RSF for office space and was subleasing nonexclusive use of the additional square feet from the Department of Commerce. The Department of Commerce will terminate its lease of this space effective March 31, 2016 and the Investment Commission desires to continue utilization of this space. With the additional space, the Investment Commission will be renting a total of 19,700 RSF.

The original lease granted Tenant an option to lease this space in the event that the Department of Commerce relinquished the space on the same terms as the Investment Commission's Lease. The Lease will be amended effective April 1, 2016. The termination date of the Lease, as amended will remain the same with the initial term ending on August 31, 2017. Although the Lease allowed one renewal period of five additional years, the Investment Commission will solicit for new space prior to the end of this term. The rental rate for the additional space which will now be exclusively leased to the Investment Commission is \$14.65 per RSF, the same rate as the rate for the space on their existing lease, however, since they will now lease the additional space exclusively, this is an increase over the rate paid to the Department of Commerce for non-exclusive use of the space. The annual base rental for all of the space leased under the lease as amended will be \$288,605.00 with a total amount of \$408,856.80 for the entire remaining term. As with the Investment Commission's existing space, they will pay operating expense increases over the base year capped at 3% annually, resulting in the highest possible operating expense at \$38,152.33 for the entire remaining term for all the space.

The following table represents comparable lease rates of similar business space in the Columbia area:

Agency	Address	Lease Term	Initial Rate/SF	Final Rate/SF	Max Potential Excess Operating Costs
Department of Insurance	1201 Main Street	3/1/14 – 2/28/21	\$15.50	\$17.46	0.00
Health and Human Services	1801 Main Street	7/1/13 - 6/30/23	\$14.15	\$16.18	\$306,037.27 over 10 years
Office of Regulatory Staff	1401 Main Street	9/1/15 – 8/31/20	\$14.70	\$15.60	\$122,820

AGENCY: Department of General Services, Division of General Services

SUBJECT: South Carolina Retirement System Investment Commission Lease Amendment
1201 Main Street, Capitol Center, Columbia

The Investment Commission has adequate funds for the lease, as amended, according to a Budget Approval Form.

The lease amendment was approved by JBRC on October 13, 2015.

AUTHORITY ACTION REQUESTED:

Approve the proposed amendment to lease additional space for South Carolina Retirement System Investment Commission at Capitol Center, 1201 Main Street in Columbia.

ATTACHMENTS:

Agenda item worksheet; Retirement System Investment Commission Explanation; Budget Approval Form; SC Code of Laws Section 1-11-55 and 1-11-56


SFAA AGENDA ITEM
WORKSHEET

Meeting Scheduled for: October 27, 2015

REGULAR AGENDA

1. Submitted by:

- (a) Agency: Department of Administration,
Division of General Services
- (b) Authorized Official Signature:


Nolan L. Wiggins, Jr., Director

2. Subject: South Carolina Retirement System Investment Commission Lease Amendment 1201 Main Street, Capitol Center, Columbia

3. Summary Background Information:

The Investment Commission requests approval to amend an existing lease to lease an additional 8,715 rentable square feet (RSF) at Capitol Center, located at 1201 Main Street, Columbia from REIF/MJW Capitol Center Fee, LLC. The Investment Commission currently leases 10,985 RSF for office space and was subleasing nonexclusive use of the additional square feet from the Department of Commerce. The Department of Commerce will terminate its lease of this space effective March 31, 2016 and the Investment Commission desires to continue utilization of this space. With the additional space, the Investment Commission will be renting a total of 19,700 RSF.

The original lease granted Tenant an option to lease this space in the event that the Department of Commerce relinquished the space on the same terms as the Investment Commission's Lease. The Lease will be amended effective April 1, 2016. The termination date of the Lease, as amended will remain the same with the initial term ending on August 31, 2017. Although the Lease allowed one renewal period of five additional years, the Investment Commission will solicit for new space prior to the end of this term. The rental rate for the additional space which will now be exclusively leased to the Investment Commission is \$14.65 per RSF, the same rate as the rate for the space on their existing lease, however, since they will now lease the additional space exclusively, this is an increase over the rate paid to the Department of Commerce for non-exclusive use of the space. The annual base rental for all of the space leased under the lease as amended will be \$288,605.00 with a total amount of \$408,856.80 for the entire remaining term. As with the Investment Commission's existing space, they will pay operating expense increases over the base year capped at 3% annually, resulting in the highest possible operating expense at \$38,152.33 for the entire remaining term for all the space.

The following table represents comparable lease rates of similar business space in the Columbia area:

Agency	Address	Lease Term	Initial Rate/SF	Final Rate/SF	Max Potential Excess Operating Costs
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Office of Regulatory Staff	1401 Main Street	9/1/15 – 8/31/20	\$14.70	\$15.60	\$122,820

The Investment Commission has adequate funds for the lease, as amended, according to a Budget Approval Form.

The lease amendment was approved by JBRC on October 13, 2015.

4. What is SFAA asked to do? Approve the proposed amendment to lease additional space for South Carolina Retirement System Investment Commission at Capitol Center, 1201 Main Street in Columbia.

5. What is recommendation of the Division of General Services? Recommend approval of the proposed amendment to lease additional space for the South Carolina Retirement System Investment Commission at Capitol Center, 1201 Main Street in Columbia.

6. List of Supporting Documents:

- Retirement System Investment Commission Explanation
- Budget Approval Form
- SC Code of Laws Section 1-11-55 and 1-11-56



RETIREMENT SYSTEM INVESTMENT COMMISSION
1201 MAIN STREET, SUITE 1510, COLUMBIA, SC 29201

Effective October 1, 2005, the State Retirement System Preservation and Investment Reform Act (Act 153) established the South Carolina Retirement System Investment Commission (Commission) and devolved fiduciary responsibility for all investments of the Retirement System upon the Commission, which is a seven-member commission, including the State Treasurer, the Director of the Public Employee Benefit Authority (PEBA), and a retired member of the Retirement Systems. As the fiduciary, the Commission is exclusively empowered to invest and manage all assets of the South Carolina Retirement Systems. The Commission is committed to serving the best interests of the participants and beneficiaries of the Retirement System, and will continue to manage the assets of the portfolio in a prudent and transparent manner, seeking superior returns at acceptable levels of risk.

In August 2010, the Commission, a still relatively new state agency, moved to its present location in the Capital Center at 1201 Main Street, Suite 1510, Columbia SC 29201 and assumed a lease of 10,985 square feet. The Commission has a 40% equity ownership share in the 25 story Capital Center Building. Also at this time the Commission had a 50% cost share lease agreement with the Department of Commerce for a large meeting space with 5 conference rooms and 3,554 square feet (Presentation Center).

Due to the high volume of meetings with outside entities (in particular investment managers who have traveled to our offices to meet with us), conference rooms at the Commission are a priority and are used on a daily basis. The conference rooms are an essential tool that the Commission needs in order to perform its fiduciary responsibility. The largest conference room is used for the Commission's public meetings and its size allows for increased public attendance and attendance by the numerous Commission staff who play an integral role in both preparing meeting material and participating throughout the meetings.

In August of 2011, the Commission was running out of space for employees, so it entered a sublease agreement with the Department of Commerce for an additional 5,161 square feet (Open Area) which is on our current floor. This agreement allowed the Commission to move its investment staff into a dedicated area and allowed for the removal of a large wall that divided the space, bringing the old Commerce space into the Commission's office area.

Due to the Commission's heavy use of the meeting rooms, in November of 2013, the Commission and the Department of Commerce entered a space sharing agreement allowing the Commission to take control of the entire Presentation Center area. Once this agreement was in place, the Commission had use of the entire 19,700 square feet 15th floor.

The Department of Commerce's lease on the areas they are subleasing and have space sharing agreements with the Commission that will expire on April 4, 2016. The Department of Commerce is not seeking a renewal, thus it is the Commission's intention to secure the 5,161 and 3,554 square foot areas that the Commission is currently using. These areas are not divided in a way that would allow another business to use the space.

The Commission has 51 authorized FTEs and 6 temporary employees (which during summer months is higher) and while at first glance, the ratio of square feet to employee seems high, it is not. Of the approximately 19,700 square feet in use there are two break rooms, one very large conference room, 5 medium sized conference rooms, a large collaboration conference room, file room, storage rooms, and a copy center. These are broken out below:

Total Square Feet	Room	Use
1,184	Large conference room	used for Commission Meetings, Committee Meetings, other large meetings
1,350	5 Medium conference rooms (270 sq. x 5)	internal Meetings, meetings with Investment Managers, training, conference calling
378	Collaboration conference room	used mostly for discussing ideas and potential investments
327	Copy area/work area	2 copiers/printers, office supply storage, other equipment
216	File room	paper documents, unused furniture
88	Print area/ Legal storage	copier, printer, legal books, printer toner, recycling box
114	IT Room closet and storage	IT switch, sensitive electronic computer equipment
83	Storage room	additional files, toner, desk phones
159	Storage room/future office	extra furniture, could be used as an office in the future
437	Break room	staff breakroom
180	Break room (Presentation Center area)	Used mainly during Commission Meetings as all day meetings require the Commissioners to eat on site.
<hr/>		
4,516		

The space listed above accounts for almost 25% of the 19,700 square feet the Commission needs for daily operation. When removed from the overall square footage, the employee to square foot ratio drops to an acceptable 266 sq. per person. This figure does not include large open spaces such as waiting areas, walkways and hallways, which are unable to be used due to various reasons. If the unused areas were factored into the ratio, the square footage per person figure would drop even more.

It is imperative that the Commission acquires the Presentation Center and the open area when the Department of Commerce's lease expires on April 4, 2016. The Commission desperately needs conference rooms and the Open Area, which is currently filled with investment staff for daily

operation. The Open Area is physically part of the Commission's office and has no dividing wall. It is in the Commission's best interest to have a seamless transition into a direct lease with the Capitol Center on these spaces.

BUDGET APPROVAL FORM

Division of General Services * Real Property Services
1200 Senate Street, Suite 460 * Columbia * SC 29201

Lease Number: 003025
Agency Name: South Carolina Retirement System Investment Commission
Check one: New Lease Amendment Renewal
Commencement Date: April 1, 2016

Property Information

Property Address: 1201 Main Street, Suite 1510 - Capitol Center
Total Space (square feet/acreage/units): 19,700
Use of Property: Office Warehouse Other (specify): _____

Financial Information

Proposed source of funding: \$ _____ State Appropriations
\$ _____ Federal Funding
\$ _____ Revenue (specify source): _____
\$ 408,856.80 Other (specify): Investment Commission Operating

Full Time Employees: 51 Authorized Total Employees (FTE, PT, Temporary, etc): 51 FTE/6 Temp

Financial Plan:

Lease Term/Annual Rent:

Year 1: \$216,453.60 Year 2: \$192,403.20
Year 3: \$ _____ Year 4: \$ _____
Year 5: \$ _____ Year 6: \$ _____
Year 7: \$ _____ Year 8: \$ _____
Year 9: \$ _____ Year 10: \$ _____

** The above amounts reflect total annual amounts paid to the landlord. By signing below, the agency acknowledges their responsibility and financial ability to pay for any and all charges, if any, not included in the base rent amounts. (Ex: additional operating expenses, utilities, janitorial, insurance and/or maintenance)

Certification

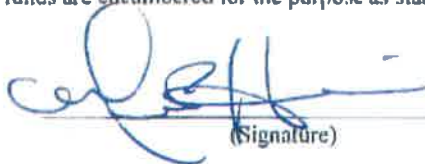
The undersigned acknowledges authority on behalf of the agency to certify the information herein and acknowledges that the above information has been reviewed and agency funds are encumbered for the purpose as stated.

Executive Budget Office Approval

Signature

Print Name

Date:



(Signature)

Michael Hitchcock, Executive Director
(Print Name & Title)

9/24/15

(Date)

SC Code of Laws Section 1-11-55, effective July 1, 2015.

(1) "Governmental body" means a state government department, commission, council, board, bureau, committee, institution, college, university, technical school, agency, government corporation, or other establishment or official of the executive branch of this State. Governmental body excludes the General Assembly, Legislative Council, the Legislative Services Agency, the judicial department and all local political subdivisions such as counties, municipalities, school districts, or public service or special purpose districts.

(2) The Division of General Services of the Department of Administration is hereby designated as the single central broker for the leasing of real property for governmental bodies. No governmental body shall enter into any lease agreement or renew any existing lease except in accordance with the provisions of this section. However, a technical college, with the approval by the State Board for Technical and Comprehensive Education, and a public institution of higher learning, may enter into any lease agreement or renew any lease agreement up to one hundred thousand dollars annually for each property or facility.

(3) When any governmental body needs to acquire real property for its operations or any part thereof and state-owned property is not available, it shall notify the Division of General Services of its requirement on rental request forms prepared by the division. Such forms shall indicate the amount and location of space desired, the purpose for which it shall be used, the proposed date of occupancy and such other information as General Services may require. Upon receipt of any such request, General Services shall conduct an investigation of available rental space which would adequately meet the governmental body's requirements, including specific locations which may be suggested and preferred by the governmental body concerned. When suitable space has been located which the governmental body and the division agree meets necessary requirements and standards for state leasing as prescribed in procedures of the department as provided for in subsection (5) of this section, General Services shall give its written approval to the governmental body to enter into a lease agreement. All proposed lease renewals shall be submitted to General Services by the time specified by General Services.

(4) The department shall adopt procedures to be used for governmental bodies to apply for rental space, for acquiring leased space, and for leasing state-owned space to nonstate lessees.

(5) Any participant in a property transaction proposed to be entered who maintains that a procedure provided for in this section has not been properly followed, may request review of the transaction by the Director of the Division of General Services of the Department of Administration or his designee.

Credits

HISTORY: 1997 Act No. 153, § 2; 2002 Act No. 333, § 1; 2002 Act No. 356, § 1, Pt VI.P(1); 2011 Act No. 74, Pt VI, § 13, eff August 1, 2011; 2013 Act No. 31, § 1, eff May 21, 2013; 2014 Act No. 121 (S.22), Pt V, § 7.A, eff July 1, 2015.

SC Code of Laws Section 1-11-56, effective July 1, 2015.

(A) The Division of General Services of the Department of Administration, in an effort to ensure that funds authorized and appropriated for rent are used in the most efficient manner, is directed to develop a program to manage the leasing of all public and private space of a governmental body. The department must submit regulations for the implementation of this section to the General Assembly as provided in the Administrative Procedures Act, Chapter 23, Title 1. The department's regulations, upon General Assembly approval, shall include procedures for:

(1) assessing and evaluating agency needs, including the authority to require agency justification for any request to lease public or private space;

(2) establishing standards for the quality and quantity of space to be leased by a requesting agency;

(3) devising and requiring the use of a standard lease form (approved by the Attorney General) with provisions which assert and protect the state's prerogatives including, but not limited to, a right of cancellation in the event of:

(a) a nonappropriation for the renting agency;

(b) a dissolution of the agency; and

(c) the availability of public space in substitution for private space being leased by the agency;

(4) rejecting an agency's request for additional space or space at a specific location, or both;

(5) directing agencies to be located in public space, when available, before private space can be leased;

(6) requiring the agency to submit a multiyear financial plan for review by the department with copies sent to Ways and Means Committee and Senate Finance Committee, before any new lease for space is entered into; and

(7) requiring prior review by the Joint Bond Review Committee and the requirement of State Fiscal Accountability Authority approval before the adoption of any new or renewal lease that commits more than two hundred thousand dollars annually in rental or lease payments or more than one million dollars in such payments in a five-year period.

(B) Leases or rental agreements involving amounts below the thresholds provided in subsection (A)(7) may be executed by the Department of Administration without this prior review by the Joint Bond Review Committee and approval by the State Fiscal Accountability Authority.

(C) The threshold requirements requiring review by the Joint Bond Review Committee and approval by the State Fiscal Accountability Authority as contained in subsection (A)(7) also apply to leases or rental agreements with nonstate entities whether or not the state or its agencies or departments is the lessee or lessor.

Credits

HISTORY: 1997 Act No. 153, § 2; 2014 Act No. 121 (S.22), Pt V, § 7.B, eff July 1, 2015.

AGENCY: Department of Administration, Division of General Services

SUBJECT: Spartanburg Community College Cherokee Campus Lease-Out to Cherokee County

Spartanburg Community College requests approval to lease approximately 12.63 acres of land located on the Spartanburg Community College Cherokee Campus to Cherokee County School District for the development of a Career Exploration and Development Center to offer programs and courses designed to prepare students to enter the workforce with the necessary training and job skills.

The District will construct the Center and operate programs for its students. The College will also have an opportunity to utilize the Center for its programs, e.g. dual enrollment, early college, etc.

The lease term will be ninety-nine years, beginning upon approval by the State Fiscal Accountability Authority, at a nominal rental rate of \$1.00 per year.

The State Board for Technical and Comprehensive Education approved the lease on October 7, 2015. Concurrent with the lease term, the College will grant general, non-exclusive easements as may be necessary for the construction and improvements at the premises and property access (including ingress, egress, and parking). All maintenance and repairs of the leased property will be the sole responsibility of the Cherokee County School District. Any alterations, additions, or improvements constructed by the Cherokee County School District during the lease term will be and shall remain the property of Cherokee County School District. Any such alterations, additions or improvements must be removed at final termination of the lease and the property restored to a finished grade comparable to the condition of the property at inception of the lease.

AUTHORITY ACTION REQUESTED:

Approve the 99 year lease-out and related easements from Spartanburg Community College Cherokee Campus to Cherokee County School District.

ATTACHMENTS:

Agenda item worksheet; Letter from Spartanburg Community College dated October 12, 2015; SC Code of Laws Section 1-11-55, 1-11-56 and 10-1-130


SFAA AGENDA ITEM
WORKSHEET

Meeting Scheduled for: October 27, 2015

REGULAR AGENDA

1. **Submitted by:**

- (a) Agency: Department of Administration,
Division of General Services
- (b) Authorized Official Signature:


Nolan L. Wiggins, Jr., Director

2. **Subject:** Spartanburg Community College Cherokee Campus Lease-Out to Cherokee County School District

3. **Summary Background Information:**

Spartanburg Community College requests approval to lease approximately 12.63 acres of land located on the Spartanburg Community College Cherokee Campus to Cherokee County School District for the development of a Career Exploration and Development Center to offer programs and courses designed to prepare students to enter the workforce with the necessary training and job skills.

The District will construct the Center and operate programs for its students. The College will also have an opportunity to utilize the Center for its programs, e.g. dual enrollment, early college, etc.

The lease term will be ninety-nine years, beginning upon approval by the State Fiscal Accountability Authority, at a nominal rental rate of \$1.00 per year.

The State Board for Technical and Comprehensive Education approved the lease on October 7, 2015. Concurrent with the lease term, the College will grant general, non-exclusive easements as may be necessary for the construction and improvements at the premises and property access (including ingress, egress, and parking). All maintenance and repairs of the leased property will be the sole responsibility of the Cherokee County School District. Any alterations, additions, or improvements constructed by the Cherokee County School District during the lease term will be and shall remain the property of Cherokee County School District. Any such alterations, additions or improvements must be removed at final termination of the lease and the property restored to a finished grade comparable to the condition of the property at inception of the lease.

4. **What is SFAA asked to do?** Approve the 99 year lease-out and related easements from Spartanburg Community College Cherokee Campus to Cherokee County School District.

5. **What is recommendation of the Division of General Services?** Recommend approval of the proposed 99 year lease-out and related easements from Spartanburg Community College

Cherokee Campus to Cherokee County School District.

6. List of Supporting Documents:

- Letter from Spartanburg Community College dated October 12, 2015
- SC Code of Laws Section 1-11-55, 1-11-56 and 10-1-130



October 12, 2015

Ms. Shawn DeJames
Assistant Director
Division of General Services
SC Department of Administration
1200 Senate Street, Suite 408
Columbia, SC 29201

Ms. DeJames,

This letter is sent to request that the State Fiscal Accountability Authority (SFAA) approves the Cherokee Technology Center Ground Lease (see attachment) at their next meeting on October 27th. We're wanting to do a long term ground lease for 12.7 acres on our Cherokee County Campus with the Cherokee County School District for them to construct a new planned Cherokee Technology Center. We worked with both SCC and Cherokee School District attorneys, as well as the Division of General Services, to finalize the ground lease agreement submitted. This lease agreement has already been approved by the Spartanburg Community College's Board of Commissioners, along with the South Carolina Technical College System's Department of Finance and the South Carolina Department of Administration's Division of General Services.

If you need any further information, please contact me at (864) 592-4610 or switzerr@sccsc.edu.

Sincerely,

A handwritten signature in blue ink that reads 'Ray Switzer'.

Ray Switzer
VP Business Affairs
Spartanburg Community College

SC Code of Laws Section 1-11-55, effective July 1, 2015.

(1) "Governmental body" means a state government department, commission, council, board, bureau, committee, institution, college, university, technical school, agency, government corporation, or other establishment or official of the executive branch of this State. Governmental body excludes the General Assembly, Legislative Council, the Legislative Services Agency, the judicial department and all local political subdivisions such as counties, municipalities, school districts, or public service or special purpose districts.

(2) The Division of General Services of the Department of Administration is hereby designated as the single central broker for the leasing of real property for governmental bodies. No governmental body shall enter into any lease agreement or renew any existing lease except in accordance with the provisions of this section. However, a technical college, with the approval by the State Board for Technical and Comprehensive Education, and a public institution of higher learning, may enter into any lease agreement or renew any lease agreement up to one hundred thousand dollars annually for each property or facility.

(3) When any governmental body needs to acquire real property for its operations or any part thereof and state-owned property is not available, it shall notify the Division of General Services of its requirement on rental request forms prepared by the division. Such forms shall indicate the amount and location of space desired, the purpose for which it shall be used, the proposed date of occupancy and such other information as General Services may require. Upon receipt of any such request, General Services shall conduct an investigation of available rental space which would adequately meet the governmental body's requirements, including specific locations which may be suggested and preferred by the governmental body concerned. When suitable space has been located which the governmental body and the division agree meets necessary requirements and standards for state leasing as prescribed in procedures of the department as provided for in subsection (5) of this section, General Services shall give its written approval to the governmental body to enter into a lease agreement. All proposed lease renewals shall be submitted to General Services by the time specified by General Services.

(4) The department shall adopt procedures to be used for governmental bodies to apply for rental space, for acquiring leased space, and for leasing state-owned space to nonstate lessees.

(5) Any participant in a property transaction proposed to be entered who maintains that a procedure provided for in this section has not been properly followed, may request review of the transaction by the Director of the Division of General Services of the Department of Administration or his designee.

Credits

HISTORY: 1997 Act No. 153, § 2; 2002 Act No. 333, § 1; 2002 Act No. 356, § 1, Pt VI.P(1); 2011 Act No. 74, Pt VI, § 13, eff August 1, 2011; 2013 Act No. 31, § 1, eff May 21, 2013; 2014 Act No. 121 (S.22), Pt V, § 7.A, eff July 1, 2015.

SC Code of Laws Section 1-11-56, effective July 1, 2015.

(A) The Division of General Services of the Department of Administration, in an effort to ensure that funds authorized and appropriated for rent are used in the most efficient manner, is directed to develop a program to manage the leasing of all public and private space of a governmental body. The department must submit regulations for the implementation of this section to the General Assembly as provided in the Administrative Procedures Act, Chapter 23, Title 1. The department's regulations, upon General Assembly approval, shall include procedures for:

(1) assessing and evaluating agency needs, including the authority to require agency justification for any request to lease public or private space;

(2) establishing standards for the quality and quantity of space to be leased by a requesting agency;

(3) devising and requiring the use of a standard lease form (approved by the Attorney General) with provisions which assert and protect the state's prerogatives including, but not limited to, a right of cancellation in the event of:

(a) a nonappropriation for the renting agency;

(b) a dissolution of the agency; and

(c) the availability of public space in substitution for private space being leased by the agency;

(4) rejecting an agency's request for additional space or space at a specific location, or both;

(5) directing agencies to be located in public space, when available, before private space can be leased;

(6) requiring the agency to submit a multiyear financial plan for review by the department with copies sent to Ways and Means Committee and Senate Finance Committee, before any new lease for space is entered into; and

(7) requiring prior review by the Joint Bond Review Committee and the requirement of State Fiscal Accountability Authority approval before the adoption of any new or renewal lease that commits more than two hundred thousand dollars annually in rental or lease payments or more than one million dollars in such payments in a five-year period.

(B) Leases or rental agreements involving amounts below the thresholds provided in subsection (A)(7) may be executed by the Department of Administration without this prior review by the Joint Bond Review Committee and approval by the State Fiscal Accountability Authority.

(C) The threshold requirements requiring review by the Joint Bond Review Committee and approval by the State Fiscal Accountability Authority as contained in subsection (A)(7) also apply to leases or rental agreements with nonstate entities whether or not the state or its agencies or departments is the lessee or lessor.

Credits

HISTORY: 1997 Act No. 153, § 2; 2014 Act No. 121 (S.22), Pt V, § 7.B, eff July 1, 2015.

Effective: July 1, 2015

Code 1976 § 10-1-130

§ 10-1-130. Grant of easements and rights of way.

Currentness

The trustees or governing bodies of state institutions and agencies may grant easements and rights of way over any property under their control, upon the recommendation of the Department of Administration and approval of the State Fiscal Accountability Authority, whenever it appears that such easements do not materially impair the utility of the property or damage it and, when a consideration is paid therefor, any amounts must be placed in the State Treasury to the credit of the institution or agency having control of the property involved.

Credits

HISTORY: 1962 Code § 1-49.3; 1963 (53) 177; 2014 Act No. 121 (S.22), Pt V, § 7.K, eff July 1, 2015.

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Code 1976 § 10-1-130, SC ST § 10-1-130

Current through Acts 1 and 3 of the 2015 session.

AGENCY: Clemson University

SUBJECT: Not Exceeding \$19,850,000 Athletic Facilities Revenue Bonds, Series 2015B, of
Clemson University

The Authority is asked to adopt a resolution making provision for the issuance and sale of not exceeding \$19,850,000 Athletic Facilities Revenue Bonds, Series 2015B, of Clemson University.

The proceeds of the bonds will be used for the purpose of providing funds to plan, develop, construct, and equip a football operation center on the campus of the University.

AUTHORITY ACTION REQUESTED:

Adopt a resolution making provision for the issuance and sale of not exceeding \$19,850,000 Athletic Facilities Revenue Bonds, Series 2015B, of Clemson University.

ATTACHMENTS:

Pope 9/29/15 letter; Summary of Financing; Resolution



POPE FLYNN
GROUP

COLUMBIA | CHARLOTTE | SPARTANBURG

Gary T. Pope, Jr. **Pope Flynn, LLC**
Attorney 1411 Gervais St., Suite 300
gpope@popeflynn.com Post Office Box 11509 (29211)
DIRECT 803 354.4917 Columbia, SC 29201
FAX 803 354.4899 www.popeflynn.com

September 29, 2015

Mr. Delbert H. Singleton, Jr.
Assistant Executive Director and Authority Secretary
South Carolina State Fiscal Accountability Authority
1200 Senate Street, Suite 600
Columbia, South Carolina 29201

Re: Not exceeding \$19,850,000 Athletic Facilities Revenue Bonds, Series 2015B of
Clemson University, South Carolina (the "Bonds")

Dear Delbert:

On behalf of Clemson University, in connection with the authorization for the Bonds, and in anticipation of the South Carolina State Fiscal Accountability Authority (the "Authority") meeting scheduled for October 27, 2015, we respectfully enclose the following for consideration by the Authority:

1. A copy of a bond resolution dated April 16, 1999, of the Board of Trustees of Clemson University providing for the issuance of Athletic Facilities Revenue Bonds of Clemson University;
2. A copy of a series resolution anticipated to be adopted by the Board of Trustees of Clemson University on October 9, 2015, authorizing the issuance of the Bonds (we will provide you an executed copy upon adoption);
3. A Summary of Financing Costs; and
4. A proposed form of the resolution of the Authority.

Please let us know should you require anything further or if you have any questions regarding the enclosed.

Best regards,

Gary T. Pope, Jr.

c: Steven H. Crump, Assoc. Vice President & University Controller, Clemson University
Kevin Kibler, Senior Assistant State Treasurer, Office of State Treasurer

Enclosures

Summary of Financing Costs for

\$19,850,000
Clemson University
Athletic Facilities Revenue Bonds
Series 2015B

September 29, 2015

Underwriting fees*	\$ 99,250* (est.)
Legal fees	
Bond counsel	25,000
Issuer's counsel	-
Disclosure counsel	25,000
All other legal fees	-
Rating agency fees	25,500
Advisory fees	19,850
Bond registrar/paying agent	10,000
Credit enhancement/bond insurance	-
Publication, printing, contingencies and all other expenses	<u>17,500</u>
Total	\$ 222,100

Prepared by: Pope Flynn, LLC, bond counsel, and First Southwest Company, financial advisor to Clemson University.

* For illustrative purposes only. The bonds will be sold at a competitive sale and awarded on the basis of lowest interest cost (TIC or NIC); the actual underwriter's compensation will not be known until the time of sale.

A RESOLUTION

APPROVING THE ISSUANCE AND SALE OF NOT EXCEEDING \$19,850,000 ATHLETIC FACILITIES REVENUE BONDS, SERIES 2015B, OF CLEMSON UNIVERSITY, SOUTH CAROLINA, AND OTHER MATTERS RELATING THERETO.

BE IT RESOLVED BY THE SOUTH CAROLINA STATE FISCAL ACCOUNTABILITY AUTHORITY, IN MEETING DULY ASSEMBLED:

ARTICLE I

FINDINGS OF FACT

As an incident to the adoption of this resolution (this "Resolution"), the South Carolina State Fiscal Accountability Authority (the "State Authority") finds:

Section 1.01

(a) The Board of Trustees of Clemson University (the "Board of Trustees"), the governing body of Clemson University, South Carolina (the "University"), is authorized by Article 9, Chapter 119 of Title 59 of the Code of Laws of South Carolina, 1976, as amended (the "Enabling Act") to construct and improve certain facilities of the University designated by the Board of Trustees as intercollegiate athletic facilities (the "Athletic Facilities") and to issue bonds payable from certain revenues of the Athletic Department of the University (the "Athletic Department") in order to finance such construction and improvements (the "Athletic Facilities Revenue Bonds"). The Board of Trustees is authorized by the Enabling Act to further secure such bonds of the University payable from certain revenues of the Athletic Department by the pledge of the receipts of (i) such admissions fees as may be imposed by the Board of Trustees upon persons admitted to any event held at any of the Athletic Facilities for the purpose of providing assistance in the repayment of bonds and (ii) such special student fees as may be imposed by the Board of Trustees upon persons in attendance at any academic session of the University.

(b) On April 16, 1999, the Board of Trustees adopted a resolution entitled "A RESOLUTION PROVIDING FOR THE ISSUANCE AND SALE OF ATHLETIC FACILITIES REVENUE BONDS OF CLEMSON UNIVERSITY, SOUTH CAROLINA, AND OTHER MATTERS RELATED THERETO" (the "Bond Resolution"), as a means of providing for the issuance from time to time of Athletic Facilities Revenue Bonds of a particular series pursuant to the provisions of a Series Resolution of the Board of Trustees, provided all conditions required by the Bond Resolution are met. Pursuant to the Bond Resolution, the Board of Trustees previously issued and there remain Outstanding: (a) \$7,765,000 of the originally issued \$12,335,000 Athletic Facilities Refunding Revenue Bonds, Series 2012 of Clemson University, South Carolina, (b) \$30,695,000 of the originally issued \$30,695,000 Athletic Facilities Revenue Bonds, Series 2014A, (c) \$9,240,000 of the originally issued \$9,240,000 Athletic Facilities Revenue Bonds (Taxable), Series 2014B, (d) \$10,480,000 of the originally issued \$10,545,000 Athletic Facilities Refunding Revenue Bonds, Series 2014C, and (e) \$60,695,000 of the originally issued \$60,695,000 Athletic Facilities Revenue Bonds, Series 2015.

(c) On October 9, 2015, the Board of Trustees adopted a series resolution entitled "A RESOLUTION PROVIDING FOR THE ISSUANCE AND SALE OF A SERIES OF ATHLETIC FACILITIES REVENUE BONDS OF CLEMSON UNIVERSITY, SOUTH CAROLINA, TO BE DESIGNATED SERIES 2015B IN THE PRINCIPAL AMOUNT OF NOT EXCEEDING NINETEEN

MILLION EIGHT HUNDRED FIFTY THOUSAND DOLLARS (\$19,850,000), AND OTHER MATTERS RELATING THERETO” (the “2015 Series Resolution”) authorizing the issuance of Athletic Facilities Revenue Bonds, Series 2015B (the “Series 2015B Bonds”) for the purpose of providing funds to plan, develop, construct, and equip a football operations center on the campus of the University (the “Project”).

(d) The 2015 Series Resolution authorized the use of proceeds of the Series 2015B Bonds for the purposes of: (i) providing the amount necessary, together with other available funds of the University, to defray the costs of the Project; (ii) capitalizing interest during construction, if necessary; (iii) subject to the provisions of Section 6.03 of the 2015 Series Resolution, providing money to fund the Series 2015B Debt Service Reserve Fund, if any, for the Series 2015B Bonds; and (iv) paying certain costs and expenses relating to the issuance of the Series 2015B Bonds, including a municipal bond insurance premium, if any.

(e) The Board of Trustees has determined that the designing, constructing, and equipping of the Project is advantageous to the University for its continued successful operation as a public institution of higher learning, and the University hereby requests the State Authority to approve at this time the issuance by the University of the Series 2015B Bonds to defray the costs of the designing, constructing and equipping of the Project, and other matters related thereto.

Section 1.02

The Bond Resolution and the 2015 Series Resolution, each in the form adopted by the Board of Trustees, have been presented to the State Authority.

Section 1.03

The Board of Trustees has determined that all conditions precedent to the issuance of the Series 2015B Bonds, including those required by the Bond Resolution, the 2015 Series Resolution, and the Enabling Act, will be met upon the issuance of the Series 2015B Bonds.

Section 1.04

All capitalized terms used in this Resolution, but not defined herein, shall have the meaning ascribed to such terms in the Bond Resolution and the 2015 Series Resolution.

ARTICLE II

AUTHORIZATION TO ISSUE AND SELL THE SERIES 2015B BONDS

Section 2.01

The State Authority hereby approves and authorizes the issuance and sale of not exceeding \$19,850,000 principal amount of Athletic Facilities Revenue Bonds, Series 2015B, of the University and to sell the same in the manner and under the conditions prescribed by the 2015 Series Resolution.

Section 2.02

On the basis of the foregoing and after due consideration of the facts above recited and other matters appurtenant thereto, this Resolution has been adopted.

Dated: October 27, 2015.

AGENCY: Coastal Carolina University

SUBJECT: Not Exceeding \$13,000,000 General Obligation State Institution Refunding Bonds, Series 2015, of Coastal Carolina University

The Authority is asked to adopt a resolution making provision for the issuance and sale Not Exceeding \$13,000,000 General Obligation State Institution Refunding Bonds, Series 2015, of Coastal Carolina University.

The proceeds of the bonds will be used to: (i) effect a refunding of the maturities of (1) the originally issued \$8,750,000 General Obligation State Institution Bonds (Issued on Behalf of Coastal Carolina University), Series 2002D maturing in the years 2016 through 2022, currently outstanding in the principal amount of \$4,110,000 and (2) the originally issued \$11,300,000 General Obligation State Institution Bonds (Issued on Behalf of Coastal Carolina University), Series 2006C maturing in the years 2017 through 2026, currently outstanding in the principal amount of \$7,825,000; and (ii) pay for expenses related to the issuance of such State Institution Bonds.

AUTHORITY ACTION REQUESTED:

Adopt a resolution making provision for the issuance and sale of not exceeding \$13,000,000 General Obligation State Institution Refunding Bonds of Coastal Carolina University.

ATTACHMENTS:

Pope 9/29/15 letter; Summary of Refinancing; Resolution



POPE FLYNN
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COLUMBIA | CHARLOTTE | SPARTANBURG

Gary T. Pope, Jr. Pope Flynn, LLC
Attorney 1411 Gervais St., Suite 300
gpopc@popeflynn.com Post Office Box 11509 (29211)
DIRECT 803 354.4917 Columbia, SC 29201
FAX 803 354.4899 www.popeflynn.com

September 29, 2015

Mr. Delbert H. Singleton, Jr.
Assistant Executive Director and Authority Secretary
South Carolina State Fiscal Accountability Authority
1200 Senate Street, Suite 600
Columbia, South Carolina 29201

Re: Not exceeding \$13,000,000 General Obligation State Institution Refunding Bonds (Issued on Behalf of Coastal Carolina University), Series 2015 of the State of South Carolina (the "Bonds")

Dear Delbert:

On behalf of Coastal Carolina University, in connection with the authorization for the Bonds, and in anticipation of the South Carolina State Fiscal Accountability Authority (the "Authority") meeting scheduled for October 27, 2015, we respectfully enclose the following for consideration by the Authority:

1. A copy of a resolution anticipated to be adopted by the Board of Trustees of Coastal Carolina University on October 2, 2015, making application to the Authority in connection with the Bonds (we will provide you an executed copy upon adoption);
2. A Summary of Refinancing Proposal; and
3. A proposed form of resolution of the Authority.

Please let us know should you require anything further or if you have any questions regarding the enclosed.

Best regards,

Gary T. Pope, Jr.

c: Kevin Kibler, Senior Assistant State Treasurer, Office of State Treasurer
Stacie A. Bowie, Vice President for Finance & Administration, Coastal Carolina University

Enclosures

Summary of Refinancing Proposal for

Not exceeding \$13,000,000 General Obligation State Institution Refunding Bonds
(Issued on Behalf of Coastal Carolina University), Series 2016

PRELIMINARY – SUBJECT TO CHANGE

September 29, 2015

Outstanding bonds proposed to be refinanced	General Obligation State Institution Bonds (Issued on Behalf of Coastal Carolina Carolina), Series 2002D & 2006C
Average interest rate of bonds refinanced	4.26%
Projected average interest rate of refinancing bonds	2.07% (avg. yield)
True interest cost of refinancing bonds	2.15% (TIC)
Projected net present value savings (net of costs)	\$ 1,037,458
Projected net present value savings as a percentage of the bonds refinanced	8.69%
Estimated costs (costs as a percentage of refinancing bonds, costs as a percentage of refinancing savings)	
Underwriting	\$65,000 (0.500%; 6.265%)
Legal fees – bond, disclosure and general counsel	\$42,500 (0.327%; 4.097%)
Rating agency fees	\$60,500 (0.465%; 5.832%)
Advisory fees	\$25,000 (0.192%; 2.410%)
Bond trustee/registrar	\$7,000 (0.054%; 0.675%)
Accounting and verification	\$3,500 (0.027%; 0.337%)
Credit enhancement/bond insurance	-
Publication, printing, contingencies and all other expenses	\$10,000 (0.077%; 0.964%)
Total	\$213,500 (1.642%; 20.579%)

Prepared by: Pope Flynn, LLC. The above summary is derived from information provided by Public Resources Advisory Group, financial advisor for the Series 2015 Bonds.

STATE OF SOUTH CAROLINA
COASTAL CAROLINA UNIVERSITY

A RESOLUTION

REQUESTING THE ISSUANCE OF NOT EXCEEDING THIRTEEN MILLION DOLLARS (\$13,000,000) OF GENERAL OBLIGATION STATE INSTITUTION REFUNDING BONDS ON BEHALF OF COASTAL CAROLINA UNIVERSITY PURSUANT TO CHAPTER 21, TITLE 11 AND CHAPTER 107, TITLE 59, OF THE CODE OF LAWS OF SOUTH CAROLINA, 1976, AS AMENDED

October 2, 2015

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A RESOLUTION

REQUESTING THE ISSUANCE OF NOT EXCEEDING THIRTEEN MILLION DOLLARS (\$13,000,000) OF GENERAL OBLIGATION STATE INSTITUTION REFUNDING BONDS ON BEHALF OF COASTAL CAROLINA UNIVERSITY PURSUANT TO CHAPTER 21, TITLE 11 AND CHAPTER 107, TITLE 59, OF THE CODE OF LAWS OF SOUTH CAROLINA, 1976, AS AMENDED

BE IT RESOLVED BY THE BOARD OF TRUSTEES FOR COASTAL CAROLINA UNIVERSITY IN A MEETING DULY ASSEMBLED:

SECTION 1. Findings of Fact. As an incident to the adoption of this Resolution, the Board of Trustees for Coastal Carolina University (the "Board of Trustees"), the governing body of Coastal Carolina University (the "University"), hereby finds and determines as follows:

(a) This Resolution is adopted by the Board of Trustees pursuant to Chapter 21, Title 11 and Chapter 107, Title 59, Code of Laws of South Carolina, 1976, as amended (together, the "Enabling Act").

(b) Pursuant to Section 59-107-40 of the Enabling Act, the Board of Trustees is authorized to make application to the South Carolina State Fiscal Accountability Authority, successor to the South Carolina Budget and Control Board (the "State Authority"), for the issuance of General Obligation State Institution Bonds ("State Institution Bonds"), the proceeds of which may be used: (i) to construct, reconstruct, maintain, improve, furnish, and refurbish the buildings of and other permanent improvements to the University; (ii) to defray the costs of acquiring or improving land needed as sites for such improvements or for the campus of the University; (iii) to reimburse the University for expenses incurred in anticipation of the issuance of such bonds; and (iv) to refund State Institution Bonds heretofore issued for the University and which are presently outstanding.

(c) By the provisions of the Enabling Act, the State and its agencies are permitted to issue general obligation bonds for the purpose of refunding any of their outstanding general obligation bonds in such amounts as shall be required therefor.

(d) A review of debt service requirements with respect to currently outstanding State Institution Bonds issued on behalf of the University and prevailing market conditions indicates that substantial debt service savings would be achieved through the refunding of portions or all of certain presently outstanding State Institution Bonds issued on behalf of the University, including without limitation, portions or all of the now outstanding principal maturities of (1) the originally issued \$8,750,000 General Obligation State Institution Bonds (Issued on Behalf of Coastal Carolina University), Series 2002D, and (2) the originally issued \$11,300,000 General Obligation State Institution Bonds (Issued on Behalf of Coastal Carolina University), Series 2006C (collectively, the "Refunded Bonds"). At the present time, the outstanding principal amount of the Refunded Bonds which the University wishes to be considered for refunding is the sum of \$11,935,000. It is currently estimated that approximately \$12,540,000 of refunding bonds will be required to effect the refunding of the Refunded Bonds. However, such amount may be increased or decreased at the discretion of the State Treasurer in order to maximize the savings effected by the issuance of the proposed refunding bonds.

(e) Accordingly, this Resolution is adopted pursuant to Section 59-107-40 of the Enabling Act, in order to make formal application to the State Authority for the issuance of not exceeding Thirteen Million Dollars (\$13,000,000) principal amount General Obligation State

Institution Refunding Bonds (Issued on Behalf of Coastal Carolina University) of the State of South Carolina (the "Bonds"), the proceeds of which will be used for the purposes set forth in paragraph (d) of this Section 1.

SECTION 2. Application for Issuance of State Institution Bonds. The Board of Trustees hereby makes formal application to the State Authority for funds through the issuance of the Bonds pursuant to the provisions of the Enabling Act, in order that the proceeds thereof may be used for the purposes set forth in paragraph (d) of Section 1 hereof.

SECTION 3. Use of Proceeds. All of the proceeds of the proposed issue of the Bonds will be applied for the purposes set forth in paragraph (d) of Section 1 hereof and to pay the costs of issuance of the Bonds.

SECTION 4. Tuition Fees Received in Previous Fiscal Year. The aggregate sum received by the University from tuition fees available to pay debt service on the Bonds for the preceding fiscal year July 1, 2014 through June 30, 2015 is not less than \$7,103,605.

SECTION 5. Debt Service on Outstanding State Institution Bonds. A statement showing all State Institution Bonds heretofore issued on behalf of the University now outstanding and not defeased, together with the annual interest and principal payments to become due thereon, is set forth as Exhibit A to this Resolution.

SECTION 6. Current Schedule of Tuition Fees. The schedule of tuition fees as defined in the Enabling Act and as now in effect at the University is as set forth as Exhibit B to this Resolution, which schedule is hereby reaffirmed and approved.

SECTION 7. Maturity Schedule for Bonds. The suggested maturity schedule for the Bonds requested to be issued pursuant to this Resolution is set forth as Exhibit C to this Resolution. Said Exhibit C assumes that the principal amount of the Bonds will be Thirteen Million Dollars (\$13,000,000).

SECTION 8. Debt Service on Outstanding Bonds Including Bonds Authorized Hereby. A table showing debt service on all State Institution Bonds to be outstanding for the University following the issuance of the Bonds (at an assumed principal amount of the Bonds of Thirteen Million Dollars (\$13,000,000) and at prevailing rates of interest) is set forth as Exhibit D to this Resolution. Upon the issuance of the Bonds, the maximum annual debt service on all State Institution Bonds secured by tuition fees of the University will not be greater than 90% of the tuition fees received by the University for the fiscal year ended June 30, 2015. The Board of Trustees hereby covenants and agrees that the University will, and hereby directs the Vice President for Finance and Administration to cause to be deposited and designated sufficient tuition fees during each fiscal year to satisfy the requirement that debt service on all State Institution Bonds issued on behalf of the University (including the Bonds herein requested) not exceed 90% of such tuition fees so deposited and designated. The Vice President for Finance and Administration is hereby authorized and directed to certify the amount so deposited and designated to the State Authority. In the event the Bonds herein requested are delivered in a subsequent fiscal year, the request herein made is expressly conditioned on such certification being made and showing that debt service on all State Institution Bonds issued on behalf of the University (including the Bonds herein requested) does not exceed 90% of such tuition fees so deposited and designated.

A calculation establishing the right of the University to seek the issuance of Bonds to the extent set forth in this Resolution is set forth as Exhibit E to this Resolution.

SECTION 9. Covenant to Impose Tuition Fees Sufficient to Pay Bonds. The Board of Trustees hereby covenants and agrees that the schedule of tuition fees now in effect at the University will be revised from time to time and whenever necessary in order to provide the annual principal and interest

requirements of all State Institution Bonds now or hereafter to be outstanding, which have been or will be issued on behalf of the University.

SECTION 10. Tax Covenants.

(a) Federal Guarantee Prohibition. The University shall not take any action or permit or suffer any action to be taken if the result of the same would be to cause the Bonds to be “federally guaranteed” within the meaning of Section 149(b) of the Internal Revenue Code of 1986, as amended (the “Code”), and regulations promulgated thereunder (the “Regulations”).

(b) Private Business Limitation. The University shall ensure that (i) not in excess of ten percent of the amount actually or constructively received from the sale of the Bonds, together with the investment earnings thereon (“Net Proceeds”), is used directly or indirectly in a trade or business carried on by a natural person or in any activity carried on by a person other than a natural person, excluding, however, use by a state or local governmental unit and use as a member of the general public (“Private Business Use”), if, in addition, the payment of more than ten percent of the principal or ten percent of the interest due on the Bonds during the term thereof is, under the terms thereof or any underlying arrangement, directly or indirectly, secured by any interest in property used or to be used for a Private Business Use or in payments in respect of property used or to be used for a Private Business Use or is to be derived from payments, whether or not to the State, in respect of property or borrowed money used or to be used for a Private Business Use; and (ii) in the event that both (a) in excess of five percent of the Net Proceeds are used for a Private Business Use, and (b) an amount in excess of five percent of the principal or five percent of the interest due on the Bonds during the term thereof is, under the terms thereof or any underlying arrangement, directly or indirectly, secured by any interest in property used or to be used for said Private Business Use or in payments in respect of property used or to be used for said Private Business Use or is to be derived from payments, whether or not to the State, in respect of property or borrowed money used or to be used for said Private Business Use, then said excess over said five percent of Net Proceeds used for a Private Business Use shall be used for a Private Business Use related to the governmental use of a portion of the facilities financed with the proceeds of the Bonds and shall not exceed the proceeds used for the governmental use of the portion of the undertaking to which such Private Business Use is related.

(c) Private Loan Limitation. The University shall ensure that not in excess of the lesser of (i) \$5,000,000 or (ii) 5% of the Net Proceeds of the Bonds will be used, directly or indirectly, to make or finance a loan to persons other than state or local government units.

(d) No Arbitrage. The University represents that it does not expect any portion of the proceeds of the Bonds to be used directly or indirectly to acquire higher yielding investments, or to replace funds which were used directly or indirectly to acquire higher yielding investments for other than a “temporary period” as defined in the Code and the Regulations. The University further covenants that it will not intentionally use any portion of the proceeds of the Bonds to acquire higher yielding investments or to replace funds which were used directly or indirectly to acquire higher yielding investments. In making the foregoing representation and covenant, the University understands and intends that words or phrases contained herein have meanings provided therefor under Section 148 of the Code and under the Regulations.

SECTION 11. Secretary to Present Resolution to State Board. The Secretary to the Board of Trustees is hereby directed to present a certified copy of this Resolution, together with the Exhibits and any certification required by Section 8 to this Resolution, to the State Authority as evidence of the Board of Trustees’ formal request for the issuance of the Bonds on behalf of the University, and as evidence that all conditions precedent to the issuance of such Bonds have been met prior to the issuance of the Bonds.

The date of application for purposes of the Enabling Act shall be such date as this Resolution and any certificate required by Section 8 hereof is submitted to the State Authority.

SECTION 12. Execution of Closing Documents and Certificates. The Chairman of and the Secretary to the Board of Trustees, and all other officers of the University, are fully authorized and empowered to take such further action and to execute and deliver such closing documents as may be necessary and proper in order to complete the borrowing herein authorized and the action of such officers or any one or more of them in executing and delivering any of such documents in such form as he or they shall approve, is hereby fully authorized. In particular, such officers of the University are authorized to abide by covenants made by or on behalf of the State Authority in connection herewith relating to Sections 9 and 10 hereof or relating to Rule 15c2-12 of the United States Securities and Exchange Commission or relating to Section 11-1-85 of the Code of Laws of South Carolina, 1976, as amended.

SECTION 13. Law and Place of Enforcement of the Resolution. This Resolution shall be construed and interpreted in accordance with the laws of the State of South Carolina. All suits and actions arising out of this Resolution shall be instituted in a court of competent jurisdiction in the State.

SECTION 14. Effect of Section Headings. The heading or titles of the several Sections hereof are solely for convenience of reference and shall not affect the meaning, construction, interpretation or effect of this Resolution.

SECTION 15. Repeal of Inconsistent Resolutions. All resolutions of the Board of Trustees, and any part of any resolution, inconsistent with this Resolution are hereby repealed to the extent of such inconsistency.

SECTION 16. Effectiveness of this Resolution. This Resolution shall become effective upon its adoption.

Done in meeting duly assembled this 2nd day of October, 2015.

BOARD OF TRUSTEES OF COASTAL CAROLINA UNIVERSITY


Chairman

(SEAL)

Attest:


Secretary

EXHIBIT A

DEBT SERVICE REQUIREMENTS
ON ALL STATE INSTITUTION BONDS
ISSUED BY THE STATE OF SOUTH CAROLINA
ON BEHALF OF COASTAL CAROLINA UNIVERSITY

Fiscal Year Ending	Existing Debt Service		Total Debt Service
	Principal	Interest	
June 30, 2016	\$ 2,220,000	\$ 1,078,738	\$ 3,298,738
June 30, 2017	3,170,000	2,084,176	5,254,176
June 30, 2018	3,280,000	1,955,789	5,235,789
June 30, 2019	3,395,000	1,821,891	5,216,891
June 30, 2020	3,520,000	1,664,531	5,184,531
June 30, 2021	3,665,000	1,519,731	5,184,731
June 30, 2022	3,810,000	1,368,784	5,178,784
June 30, 2023	3,980,000	1,210,950	5,190,950
June 30, 2024	4,145,000	1,047,569	5,192,569
June 30, 2025	4,335,000	878,225	5,213,225
June 30, 2026	4,535,000	669,725	5,204,725
June 30, 2027	4,740,000	491,738	5,231,738
June 30, 2028	3,505,000	328,200	3,833,200
June 30, 2029	3,670,000	188,000	3,858,000
June 30, 2030	3,850,000	96,250	3,946,250
Total	<u>\$ 55,820,000</u>	<u>\$ 16,404,298</u>	<u>\$ 72,224,298</u>

EXHIBIT B

COASTAL CAROLINA UNIVERSITY
SCHEDULE OF TUITION FEES PER SEMESTER IN EFFECT FOR PURPOSES OF
SECTION 59-107-10 ET. SEQ., CODE OF LAWS OF
SOUTH CAROLINA, 1976, AS AMENDED

	<u>In-State</u>	<u>Out-of-State</u>
Undergraduate Full-Time Tuition ¹	\$ 5,265	\$ 12,160
Undergraduate Part-Time Tuition ²	\$ 442	\$ 1,010
Graduate Tuition ²	\$ 542	\$ 979

¹ Per Semester

² Per Credit Hour

For the fiscal year ended June 30, 2015, the amount of receipts designated as tuition for state institution bonds purposes was the sum of \$7,103,605. The tuition and fees generated for the 2015 summer term are not included.

The maximum principal and interest debt service payment prior to the issuance contemplated herein is \$5,254,176, which occurs in the fiscal year ending June 30, 2017.

The maximum principal and interest debt service payment after the issuance contemplated herein is anticipated to be \$5,575,990, which is anticipated to occur in the fiscal year ending June 30, 2017.

EXHIBIT C

COASTAL CAROLINA UNIVERSITY
PRO-FORMA DEBT SERVICE REQUIREMENTS OF
NOT EXCEEDING \$13,000,000 STATE OF SOUTH CAROLINA GENERAL
OBLIGATION STATE INSTITUTION REFUNDING BONDS,
AT PREVAILING RATES OF INTEREST

Fiscal Year Ending	Refunding Debt Service		Total Debt Service
	Principal	Interest	
June 30, 2016	\$ -	\$ 35,998	\$ 35,998
June 30, 2017	1,105,000	214,165	1,319,165
June 30, 2018	1,110,000	208,402	1,318,402
June 30, 2019	1,120,000	198,917	1,318,917
June 30, 2020	1,130,000	186,085	1,316,085
June 30, 2021	1,150,000	169,884	1,319,884
June 30, 2022	1,170,000	150,383	1,320,383
June 30, 2023	1,190,000	127,954	1,317,954
June 30, 2024	1,215,000	103,113	1,318,113
June 30, 2025	1,240,000	76,162	1,316,162
June 30, 2026	1,270,000	47,226	1,317,226
June 30, 2027	1,300,000	16,120	1,316,120
Total	<u>\$ 13,000,000</u>	<u>\$ 1,534,406</u>	<u>\$ 14,534,406</u>

EXHIBIT D

SCHEDULE SHOWING PRO-FORMA
TOTAL PRINCIPAL AND INTEREST REQUIREMENTS OF
ALL GENERAL OBLIGATION STATE INSTITUTION BONDS
ISSUED BY THE STATE OF SOUTH CAROLINA ON BEHALF OF
COASTAL CAROLINA UNIVERSITY INCLUDING THE PROPOSED ISSUE OF
NOT EXCEEDING THIRTEEN MILLION DOLLARS (\$13,000,000) OF GENERAL OBLIGATION
STATE INSTITUTION REFUNDING BONDS, AT PREVAILING RATES OF INTEREST AFTER
GIVING EFFECT TO THE DEFEASANCE OF THE REFUNDED BONDS

Fiscal Year Ending	Existing Debt Service		Debt Service on the Refunding Bonds		Total Debt Service
	Principal	Interest	Principal	Interest	
June 30, 2016	\$ 2,220,000	\$ 825,063	\$ -	\$ 35,998	\$ 3,081,061
June 30, 2017	2,670,000	1,586,825	1,105,000	214,165	5,575,990
June 30, 2018	2,350,000	1,487,825	1,110,000	208,402	5,156,227
June 30, 2019	2,425,000	1,393,825	1,120,000	198,917	5,137,742
June 30, 2020	2,510,000	1,278,638	1,130,000	186,085	5,104,722
June 30, 2021	2,605,000	1,178,238	1,150,000	169,884	5,103,121
June 30, 2022	2,705,000	1,074,038	1,170,000	150,383	5,099,420
June 30, 2023	2,820,000	965,838	1,190,000	127,954	5,103,791
June 30, 2024	2,935,000	853,038	1,215,000	103,113	5,106,150
June 30, 2025	3,065,000	735,638	1,240,000	76,162	5,116,800
June 30, 2026	3,205,000	582,388	1,270,000	47,226	5,104,614
June 30, 2027	3,350,000	462,200	1,300,000	16,120	5,128,320
June 30, 2028	3,505,000	328,200	-	-	3,833,200
June 30, 2029	3,670,000	188,000	-	-	3,858,000
June 30, 2030	3,850,000	96,250	-	-	3,946,250
Total	\$ 43,885,000	\$ 13,036,000	\$ 13,000,000	\$ 1,534,406	\$ 71,455,406

EXHIBIT E

COASTAL CAROLINA UNIVERSITY
PROOF SHOWING COMPLIANCE WITH
TITLE 59, CHAPTER 107, CODE OF LAWS OF
SOUTH CAROLINA, 1976, AS AMENDED

Aggregate of tuition fees received by the University during preceding fiscal year ended June 30, 2015	\$ 7,103,605
Multiplied by	90%
Produces	6,393,244
Maximum annual debt service on all State Institution Bonds of the University (including the proposed issue of not exceeding Thirteen Million Dollars (\$13,000,000) General Obligation State Institution Refunding Bonds issued on behalf of the University after giving effect to the defeasance of the Refunded Bonds)	<u>5,575,990</u>
Margin	\$ 817,254

AGENCY: South Carolina State University

SUBJECT: Not Exceeding \$23,500,000 General Obligation State Institution Refunding Bonds
(Issued on behalf of South Carolina State University)

The Authority is asked to adopt a resolution making provision for the issuance and sale of not exceeding \$23,500,000 General Obligation State Institution Refunding Bonds, Series 2015, issued on behalf of South Carolina State University.

The proceeds of the bonds will be used to (i) effect a refunding of the maturities of (1) the originally issued \$4,000,000 General Obligation State Institution Bonds, Series 2003G maturing in the years 2017 through 2023, currently outstanding in the principal amount of \$1,855,000, and (2) the originally issued \$32,850,000 General Obligation State Institution Bonds, Series 2006D maturing in the years 2017 through 2026, currently outstanding in the principal amount of \$20,235,000; and (ii) pay for expenses related to the issuance of such State Institution Bonds,

AUTHORITY ACTION REQUESTED:

Adopt a resolution making provision for the issuance and sale of not exceeding \$23,500,000 General Obligation State Institution Refunding Bonds, Series 2015, of the State of South Carolina, issued on behalf of South Carolina State University.

ATTACHMENTS:

Pope 9/29/15 letter; Summary of Refinancing; Resolution



POPE FLYNN
GROUP

COLUMBIA | CHARLOTTE | SPARTANBURG

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September 29, 2015

Mr. Delbert H. Singleton, Jr.
Assistant Executive Director and Authority Secretary
South Carolina State Fiscal Accountability Authority
1200 Senate Street, Suite 600
Columbia, South Carolina 29201

Re: Not exceeding \$23,500,000 General Obligation State Institution Refunding Bonds
(Issued on Behalf of South Carolina State University), Series 2015 of the State of
South Carolina (the "Bonds")

Dear Delbert:

On behalf of South Carolina State University, in connection with the authorization for the Bonds, and in anticipation of the South Carolina State Fiscal Accountability Authority (the "Authority") meeting scheduled for October 27, 2015, we respectfully enclose the following for consideration by the Authority:

1. A copy of a resolution anticipated to be adopted by the Board of Trustees of South Carolina State University on October 15, 2015 (we will provide you an executed copy upon adoption);
2. A Summary of Refinancing Proposal; and
3. A proposed form of resolution of the Authority.

Please let us know should you require anything further or if you have any questions regarding the enclosed.

Best regards,

Gary T. Pope, Jr.

c: Kevin Kibler, Senior Assistant State Treasurer, Office of State Treasurer
Edward Patrick, Vice President for Finance and Management, South Carolina State University

Enclosures

Summary of Refinancing Proposal for

Not exceeding \$23,500,000 General Obligation State Institution Refunding Bonds
(Issued on Behalf of South Carolina State University), Series 2015

PRELIMINARY – SUBJECT TO CHANGE

September 29, 2015

Outstanding bonds proposed to be refinanced	General Obligation State Institution Bonds (Issued on Behalf of South Carolina State University), Series 2003G & 2006D
Average interest rate of bonds refinanced	4.22%
Projected average interest rate of refinancing bonds	2.04% (avg. yield)
True interest cost of refinancing bonds	2.11% (TIC)
Projected net present value savings (net of costs)	\$ 2,051,410
Projected net present value savings as a percentage of the bonds refinanced	9.28%
Estimated costs (costs as a percentage of refinancing bonds, costs as a percentage of refinancing savings)	
Underwriting	\$117,500 (0.500%; 5.728%)
Legal fees – bond, disclosure and general counsel	\$42,500 (0.181%; 2.072%)
Rating agency fees	\$60,500 (0.257%; 2.949%)
Advisory fees	\$25,000 (0.106%; 1.219%)
Bond trustee/registrar	\$7,000 (0.030%; 0.341%)
Accounting and verification	\$3,500 (0.015%; 0.171%)
Credit enhancement/bond insurance	
Publication, printing, contingencies and all other expenses	\$10,000 (0.043%; 0.487%)
Total	\$266,000 (1.132%; 12.967%)

Prepared by: Pope Flynn, LLC. The above summary is derived from information provided by Public Resources Advisory Group, financial advisor for the Series 2015 Bonds.

A RESOLUTION

TO PROVIDE FOR THE ISSUANCE AND SALE OF NOT EXCEEDING TWENTY-THREE MILLION FIVE HUNDRED THOUSAND DOLLARS (\$23,500,000) PRINCIPAL AMOUNT OF GENERAL OBLIGATION STATE INSTITUTION REFUNDING BONDS (ISSUED ON BEHALF OF SOUTH CAROLINA STATE UNIVERSITY), SERIES 2015 OF THE STATE OF SOUTH CAROLINA; TO PRESCRIBE THE PURPOSES FOR WHICH THE PROCEEDS SHALL BE EXPENDED; TO PROVIDE FOR THE PAYMENT THEREOF; AND OTHER MATTERS RELATING THERETO.

Adopted October 27, 2015

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EXHIBIT B Schedule of Tuition Fees

EXHIBIT C Pro Forma Debt Service Requirements of Not Exceeding \$23,500,000 State of South Carolina General Obligation State Institution Refunding Bonds, at Prevailing Rates of Interest

EXHIBIT D Schedule Showing Pro Forma Total Principal and Interest Requirements of All General Obligation State Institution Bonds Issued by the State of South Carolina on Behalf of South Carolina State University Including the Proposed Issue of \$23,500,000 of General Obligation State Institution Refunding Bonds, at Prevailing Rates of Interest and After Giving Effect to the Defeasance of the Refunded Bonds

EXHIBIT E Proof Showing Compliance with Enabling Act

EXHIBIT F Form of Proposed Bonds

EXHIBIT G Form of Official Notice of Sale

EXHIBIT H Form of Continuing Disclosure Undertaking

A RESOLUTION

TO PROVIDE FOR THE ISSUANCE AND SALE OF NOT EXCEEDING TWENTY-THREE MILLION FIVE HUNDRED THOUSAND DOLLARS (\$23,500,000) PRINCIPAL AMOUNT OF GENERAL OBLIGATION STATE INSTITUTION REFUNDING BONDS (ISSUED ON BEHALF OF SOUTH CAROLINA STATE UNIVERSITY), SERIES 2015 OF THE STATE OF SOUTH CAROLINA; TO PRESCRIBE THE PURPOSES FOR WHICH THE PROCEEDS SHALL BE EXPENDED; TO PROVIDE FOR THE PAYMENT THEREOF; AND OTHER MATTERS RELATING THERETO.

ARTICLE I
FINDINGS OF FACT

As an incident to the adoption of this resolution (this "Resolution") and the issuance of the bonds provided for herein, the South Carolina State Fiscal Accountability Authority (formerly the South Carolina Budget and Control Board) (the "State Authority") finds that the facts set forth in this Article exist, and that the statements made with respect thereto are true and correct. Capitalized terms used and not otherwise defined herein have the meanings given to such terms in Article II of this Resolution.

Section 1.01 General Findings of Authorization.

(a) The State Authority is authorized by Title 59, Chapter 107 of the Code of Laws of South Carolina, 1976, as amended (the "Enabling Act") to make provision for the issuance of General Obligation State Institution Bonds ("State Institution Bonds") on behalf of state institutions (the "Institutions") of the State of South Carolina (the "State"), including South Carolina State University (the "University"), the proceeds of which may be used for any one or more of the following purposes:

(i) to construct, reconstruct, maintain, improve, furnish and refurbish the buildings and other permanent improvements for the Institutions,

(ii) to defray the costs of acquiring or improving land needed as sites for such improvements or for the campus of any of the Institutions,

(iii) to reimburse the Institutions for expenses incurred in anticipation of the issuance of State Institution Bonds, or

(iv) to refund State Institution Bonds heretofore issued for the Institutions and which shall on such occasion be outstanding.

(b) By the provisions of Title 11, Chapter 21 of the Code of Laws of South Carolina, 1976, as amended, the State and its agencies are permitted to issue general obligation bonds for the purpose of refunding any of their outstanding general obligation bonds in such amounts as shall be required therefor. It is provided by Section 11-21-20 of the Refunding Act that the provisions of Title 11, Chapter 15, Article 5 of the Code of Laws of South Carolina, 1976, as amended (Title 11, Chapter 21 and Title 11, Chapter 15, Article 5 of the Code of Laws of South Carolina, 1976, as amended, the "Refunding Act"), may be utilized for such purpose.

(c) Pursuant to the provisions of a resolution adopted by the Board of Trustees of the University (the "Board of Trustees") on October 2, 2015 (the "Board Resolution"), the Board of Trustees has requested the State Authority to authorize the Governor and the State Treasurer (each as defined herein) to issue General Obligation State Institution Refunding Bonds pursuant to the Enabling Act and the Refunding Act in the aggregate principal amount of not exceeding \$23,500,000 to provide funds to: (i) effect a refunding of the maturities of (1) the originally issued \$4,000,000 General Obligation State

Institution Bonds (Issued on Behalf of South Carolina State University), Series 2003G maturing in the years 2017 through 2023, currently outstanding in the principal amount of \$1,855,000 (the "2003 Refunded Bonds"), and (2) the originally issued \$32,825,000 General Obligation State Institution Bonds (Issued on Behalf of South Carolina State University), Series 2006D maturing in the years 2017 through 2026, currently outstanding in the principal amount of \$20,235,000 (the "2006 Refunded Bonds," and collectively with the 2003 Refunded Bonds, the "Refunded Bonds"); and (ii) pay for expenses related to the issuance of such State Institution Bonds. Moreover, the Board Resolution constituted the application to the State Authority required by Section 59-107-40 of the Enabling Act and the provisions thereof contained all information necessary for the State Authority to approve the application and authorize the issuance of such State Institution Bonds.

(d) The State Authority has reviewed the Board Resolution and has determined to cause the issuance of not exceeding Twenty-Three Million Five Hundred Thousand Dollars (\$23,500,000) principal amount of General Obligation State Institution Refunding Bonds (Issued on Behalf of South Carolina State University), Series 2015, of the State of South Carolina (the "Bonds"), for the purposes described in paragraph (c) above.

Section 1.02 Findings Required by the Enabling Act.

The State Authority makes the following findings pursuant to Section 59-107-50 of the Enabling Act in connection with the application of the University for issuance of General Obligation State Institution Refunding Bonds in the amount of not exceeding \$23,500,000, which sum will be used to refund the Refunded Bonds and to pay the costs of issuance of the Bonds.

(a) That it is to the advantage of the University to effect the refunding of the Refunded Bonds;

(b) There are presently outstanding \$23,795,000 aggregate principal amount State Institution Bonds secured by the Tuition Fees (as hereinafter defined) of the University as set forth in Exhibit A attached hereto;

(c) A satisfactory and proper schedule of Tuition Fees as set forth in Exhibit B attached hereto is in effect at the University;

(d) A pro forma debt service table setting forth annual principal and interest requirements of the Bonds based on prevailing rates of interest per annum is set forth on Exhibit C attached hereto. Exhibit D attached hereto sets forth the aggregate debt service requirements of the outstanding State Institution Bonds issued on behalf of the University and the Bonds at prevailing rates of interest, after giving effect to the defeasance of the Refunded Bonds. Exhibit E attached hereto shows the sums received by the University as Tuition Fees for the Fiscal Year (as hereinafter defined) ended June 30, 2015, and establishes that, based on prevailing rates of interest per annum on the Bonds, the maximum annual debt service on the outstanding State Institution Bonds issued on behalf of the University and the Bonds, after giving effect to the defeasance of the Refunded Bonds, will not be greater than 90% of the Tuition Fees received by the University for the Fiscal Year ended June 30, 2015;

(e) The University has agreed that the schedule of the Tuition Fees for the University shall be revised from time to time and whenever necessary to provide not less than the sum needed to pay the annual principal and interest requirements on the Bonds and on all outstanding State Institution Bonds issued on behalf of the University; and

(f) The State Authority has made the findings required of it by Section 59-107-50 of the Enabling Act, and has accepted the Board Resolution as the application required by Section 59-107-40 of the Enabling Act.

Section 1.03 Determination of Compliance with Debt Limitation.

Section 59-107-90 of the Enabling Act and Section 11-27-30(4) of the South Carolina Code, each provide that the debt limitation applicable to State Institution Bonds is that sum resulting from the provisions of subparagraph (b) of paragraph 6 of Section 13 of Article X of the South Carolina Constitution, which provides that the maximum annual debt service on State Institution Bonds issued for an Institution may not be greater than 90% of the sum of the Tuition Fees received by such Institution for the preceding Fiscal Year. The table set forth in Exhibit E attached hereto demonstrates that the maximum annual debt service on all State Institution Bonds issued on behalf of the University following the issuance of the Bonds will not exceed the proviso contained in the preceding sentence with respect to outstanding State Institution Bonds and the Bonds with interest calculated thereon at prevailing rates of interest. Further, the State Authority finds that the total aggregate principal amount of State Institution Bonds issued on behalf of the University to be outstanding, following the issuance of the Bonds at prevailing rates of interest authorized by the provisions of this Resolution, after giving effect to the defeasance of the Refunded Bonds, will not exceed \$25,205,000.*

Section 1.04 Determination of Amount of Bonds Herein Authorized.

A review of debt service requirements with respect to currently outstanding State Institution Bonds issued on behalf of the University and prevailing rates of interest indicates that substantial debt service savings would be achieved through the refunding of portions or all of certain presently outstanding State Institution Bonds issued on behalf of the University, including without limitation: portions or all of the now outstanding principal maturities of the Refunded Bonds.

The principal amount of refunding bonds required to redeem or defease the Refunded Bonds cannot be determined with precision prior to the sale of the proposed refunding bonds. It is currently estimated that approximately \$23,281,000 of refunding bonds would be required to defease and redeem the Refunded Bonds. Such amount may vary, either upward or downward, depending on market conditions on the date such refunding bonds are offered for sale. The State Authority has determined that substantial debt service savings may be achieved through the issuance of the Bonds in an amount not exceeding \$23,500,000, and has determined to authorize the issuance of such amount of bonds, the final amount of the Bonds to be determined by the State Treasurer in accordance with Section 3.02 hereof upon the receipt of bids for the Bonds. A table illustrative of such savings will be prepared and included as a closing document at the delivery of the Bonds.

The State Authority finds that it is necessary to issue the Bonds in the aggregate principal amount of not exceeding \$23,500,000 in order to effect the refunding of the Refunded Bonds, and to pay the costs of issuance of the Bonds.

[End of Article I]

* Preliminary, subject to change.

ARTICLE II
DEFINITIONS AND CONSTRUCTION

Section 2.01 Definitions.

As used in this Resolution unless the context otherwise requires, the following terms shall have the following respective meanings:

“2003 Refunded Bonds” means the originally issued \$4,000,000 General Obligation State Institution Bonds (Issued on Behalf of South Carolina State University), Series 2003D maturing in the years 2017 through 2023, currently outstanding in the principal amount of \$1,855,000.

“2006 Refunded Bonds” means the originally issued \$32,825,000 General Obligation State Institution Bonds (Issued on Behalf of South Carolina State University), Series 2006D maturing in the years 2017 through 2026, currently outstanding in the principal amount of \$20,235,000.

“Authorized Investments” means and includes any securities that are at the time legal for investment of the State’s funds.

“Authorized Officer” means the Governor, the Secretary of State and the State Treasurer, a deputy or Assistant State Treasurer, and any other officer or employee of the State designated from time to time by the State Treasurer as an Authorized Officer, and when used with reference to any act or document also means any other person authorized by resolution of the State Authority to perform such act or sign such document.

“Bond” or “Bonds” means any of the General Obligation State Institution Refunding Bonds (Issued on Behalf of South Carolina State University), Series 2015, authorized by this Resolution.

“Bondholder” or “Holder” or “Holders of Bonds” or “Owner” or similar term means, when used with respect to a Bond or Bonds, any person who shall be registered as the owner of any Bond Outstanding.

“Bond Payment Date” means each date determined by the State Treasurer on which interest on any of the Bonds shall be payable or on which both the Principal Installment and interest shall be payable on any of the Bonds.

“Code” means the Internal Revenue Code of 1986, as amended.

“Continuing Disclosure Undertaking” means that undertaking which is to be executed by the State Treasurer in form substantially similar to that appearing as Exhibit H hereto, and delivered at or prior to the closing of the Bonds as required by United States Securities and Exchange Commission Rule 15c2-12, as amended, and as such undertaking may be from time to time amended in accordance with the terms thereof.

“Corporate Trust Office”, when used with respect to any Paying Agent, Registrar, or Escrow Agent means the office at which its principal corporate trust business shall be administered.

“Dated Date” means such date as the State Treasurer shall determine to be the date of issue of the Bonds.

“Enabling Act” means Title 59, Chapter 107 of the Code of Laws of South Carolina, 1976, as amended.

“Escrow Agent” means the entity or entities, as the case may be, designated by the State Treasurer to serve as escrow agent or escrow agents pursuant to one or more escrow deposit agreements.

“Fiduciary” means the Paying Agent, the Registrar, and any Escrow Agent and their successors and assigns.

“Fiscal Year” means the period of twelve (12) calendar months, beginning July 1 of each year and ending on June 30 of the next year.

“Government Obligations” means and includes direct general obligations of the United States of America or agencies thereof or obligations, the payment of principal or interest on which is fully and unconditionally guaranteed by the United States of America.

“Governor” means the Governor of the State.

“Outstanding” means, when used in this Resolution with respect to Bonds, as of any date, all Bonds theretofore authenticated and delivered pursuant to this Resolution except Bonds (or portions thereof):

- (i) cancelled or delivered to the Registrar for cancellation on or before such date;
- (ii) deemed to have been paid in accordance with the provisions of Section 7.01 hereof; and
- (iii) in lieu of or in exchange for which another Bond shall have been authenticated and delivered pursuant to Article III of this Resolution.

“Paying Agent” means any bank, trust company, or national banking association which is authorized to pay the principal or Redemption Price of, or interest on any Bonds, and having the duties, responsibilities and rights provided for in this Resolution, and its successor or successors and any other corporation or association which at any time may be substituted in its place pursuant to this Resolution. The institution named as Paying Agent may also act as Registrar.

“Person” means an individual, a partnership, a corporation, a trust, a trustee, an unincorporated organization, or a government or an agency or political subdivision thereof.

“Principal Installment” means, as of any date of calculation, the principal amount of all Bonds due on a specified date.

“Private Business Use” means “private business use” as that term is defined in Section 141 of the Code, any successor provision and any regulations promulgated thereunder.

“Record Date” means the 15th day immediately preceding each Bond Payment Date.

“Redemption Price” when used with respect to a Bond or portion thereof to be redeemed, means the principal amount of such Bond or such portion thereof plus the applicable premium, if any, payable upon redemption thereof pursuant to this Resolution.

“Registrar” means any bank, trust company, or national banking association which is authorized to maintain an accurate list of those who from time to time shall be the Holders of the Bonds and shall effect the exchange and transfer of the Bonds in accordance with the provisions of this Resolution and having the duties, responsibilities, and rights provided for in this Resolution and its successor or

successors and any other corporation or association which at any time may be substituted in its place pursuant to this Resolution. The institution named as Registrar may also act as Paying Agent.

“Resolution” means this Resolution as the same may be amended or supplemented from time to time in accordance with the terms hereof.

“Secretary of State” means the Secretary of State of the State of South Carolina.

“Series” or “Series of Bonds” means a series of Bonds issued pursuant to the authorizations of the Enabling Act and this Resolution.

“South Carolina Code” means the Code of Laws of South Carolina, 1976, as amended.

“State” means the State of South Carolina.

“State Authority” means the South Carolina State Fiscal Accountability Authority (formerly the South Carolina State Budget and Control Board).

“State Request” means a written request of the State signed by an Authorized Officer.

“State Treasurer” means the Treasurer of the State of South Carolina.

“Taxable Series” means a Series of Bonds so designated by the State Treasurer, the interest upon which is not excludable from income for federal income tax purposes.

“Tuition Fees” means those fees charged by the University for tuition, matriculation and registration. The term does not include sums charged for enrolling in courses or classes offered for any summer school term or any special seminar, nor shall the term relate to or include fees levied or charged for purposes other than for the purposes of the Enabling Act.

Section 2.02 Construction.

In this Resolution, unless the context otherwise requires:

(a) Articles and Sections referred to by number shall mean the corresponding Articles and Sections of this Resolution.

(b) The terms “hereby”, “hereof”, “hereto”, “herein”, “hereunder” and any similar terms refer to this Resolution, and the term “hereafter” shall mean after, and the term “heretofore” shall mean before, the date of adoption of this Resolution.

(c) Words of the masculine gender shall mean and include correlative words of the female and neuter genders, and words importing the singular number shall mean and include the plural number and *vice versa*.

(d) Any Fiduciary shall be deemed to hold an Authorized Investment in which money is invested pursuant to the provisions of this Resolution, even though such Authorized Investment is evidenced only by a book entry or similar record of investment.

[End of Article II]

ARTICLE III
ISSUANCE OF BONDS

Section 3.01 Direction to Governor and State Treasurer.

The Governor and the State Treasurer are hereby directed to effect the issuance of not to exceed \$23,500,000 principal amount of General Obligation State Institution Refunding Bonds in accordance with the provisions of this Resolution.

Section 3.02 Ordering the Issuance of Bonds; Principal Amount.

Pursuant to the provisions of the Enabling Act and the Refunding Act, and for the purpose of obtaining funds to effect a refunding of the Refunded Bonds and to pay certain costs of issuance of the Bonds described in Section 1.02 hereof, there shall be issued not exceeding Twenty-Three Million Five Hundred Thousand Dollars (\$23,500,000) aggregate principal amount of general obligation bonds of the State, designated "General Obligation State Institution Refunding Bonds (Issued on Behalf of South Carolina State University), Series 2015." Notwithstanding the foregoing, however, the State Treasurer may, in his discretion, modify the Series designation of the Bonds herein authorized as appropriate and, in such event, all references to the Bonds herein shall be deemed to reference such modified Series designation. The Bonds may be issued as a single Series or in two or more separate Series or may be issued in combination with other issues of State general obligation bonds, as determined by the State Treasurer. The final principal amount of the Bonds shall be determined by the State Treasurer.

Section 3.03 Maturity Schedule of Bonds.

The Bonds shall mature in each of the Fiscal Years and in the Principal Installments determined by the State Treasurer, provided that the aggregate principal amount of Bonds issued hereunder does not exceed \$23,500,000. The Bonds shall bear interest at rates determined in the manner prescribed by Section 3.16 hereof. The State Treasurer is hereby authorized to adjust the maturity schedule as to the principal amount maturing in a particular year and as to the dates on which the principal is to be repaid in order to: (i) limit net Bond proceeds; (ii) maintain compliance with constitutional and statutory debt limitations; (iii) maintain level annual debt service within each Fiscal Year; and (iv) achieve a more favorable interest rate at the sale of the Bonds.

Section 3.04 Provision for Payment of Interest on the Bonds.

The Bonds shall be authenticated on such dates as they shall, in each case, be delivered. The Bonds shall bear interest from the Bond Payment Date to which interest has been paid next preceding the authentication date thereof, unless the authentication date thereof is a Bond Payment Date, in which case, from such authentication date, or if authenticated prior to the first Bond Payment Date for the Bonds, then from the Dated Date. The interest to be paid on any Bond Payment Date shall be paid to the Person in whose name such Bond is registered at the close of business on the Record Date next preceding such Bond Payment Date.

Section 3.05 Medium of Payment; Form and Denomination of Bonds; Place of Payment of Principal.

(a) The Bonds shall be payable as to Principal Installment, Redemption Price and interest at the rates per annum determined in the manner prescribed by Section 3.16 hereof (on the basis of a 360-day year of twelve 30-day months) in any coin or currency of the United States of America which at the time of payment is legal tender for the payment of public and private debts.

(b) The Bonds shall be issued in the form of fully registered Bonds. The Bonds shall be issued in the denomination of \$1,000 or any whole multiple thereof, not exceeding the principal amount

of the Bonds maturing in such year. The Bonds shall be numbered from R-1 upwards in such fashion as to maintain a proper record thereof.

(c) The Principal Installment or Redemption Price of all Bonds shall be payable at the Corporate Trust Office of the Paying Agent and payment of the interest on each Bond shall be made by the Paying Agent to the Person appearing on each Record Date on the registration books of the State, which books shall be held by the Registrar as provided in Section 3.09 hereof, as the registered Owner thereof, by check or draft mailed to such registered Owner at his address as it appears on such registration books in sufficient time to reach such registered Owner on the Bond Payment Date. Payment of the Principal Installment or Redemption Price of all Bonds shall be made upon the presentation and surrender for cancellation of such Bonds as the same shall become due and payable.

Section 3.06 Agreement to Maintain Registrar and Paying Agent.

As long as any of the Bonds remain Outstanding, there shall be a Registrar and a Paying Agent, each of which shall be a financial institution maintaining Corporate Trust Offices where (i) the Bonds may be presented for registration of transfers and exchanges, (ii) notices and demands to or upon the State in respect of the Bonds may be served, and (iii) the Bonds may be presented for payment, exchange and transfer. The State Treasurer is hereby authorized to determine the institution which shall initially exercise the functions of Registrar and Paying Agent. In the event that Bonds are issued in two or more Series, references in this Resolution to the Registrar and Paying Agent shall mean the Registrar and Paying Agent for a given Series.

Section 3.07 Execution and Authentication.

(a) The Bonds shall be executed in the name and on behalf of the State by the manual or facsimile signatures of the Governor and of the State Treasurer, attested by the manual or facsimile signature of the Secretary of State with the Great Seal of the State (or a facsimile thereof) impressed, imprinted or otherwise reproduced thereon. Bonds bearing the manual or facsimile signature of any Person who shall have held such office at the time such Bonds were so executed shall bind the State notwithstanding the fact that he may have ceased to be such officer prior to the authentication and delivery of such Bonds or was not such officer at the date of the authentication and delivery of the Bonds.

(b) No Bond shall be valid or obligatory for any purpose or shall be entitled to any right or benefit hereunder unless there shall be endorsed on such Bond a certificate of authentication in the form set forth in the form of the Bond attached to this Resolution as Exhibit F, duly executed by the manual signature of the Registrar and such certificate of authentication upon any Bond executed on behalf of the State shall be conclusive evidence that the Bond so authenticated has been duly issued hereunder and that the Holder thereof is entitled to the benefit of the terms and provisions of this Resolution.

Section 3.08 Exchange of Bonds.

Bonds, upon surrender thereof at the Corporate Trust Office of the Registrar with a written instrument of transfer satisfactory to the Registrar, duly executed by the registered Holder or his duly authorized attorney, may, at the option of the registered Holder thereof, be exchanged for an equal aggregate principal amount of Bonds in authorized denominations of the same interest rate and maturity. So long as any of the Bonds remain Outstanding, the State shall make all necessary provisions to permit the exchange of the Bonds at the Corporate Trust Office of the Registrar.

Section 3.09 Transferability and Registry.

All Bonds shall at all times, when the same are Outstanding, be payable, both as to Principal Installment, Redemption Price and interest to a Person, and shall be transferable, only in accordance with

the provisions for registration and transfer contained in this Resolution and in the Bonds. So long as any of the Bonds remain Outstanding, the State shall maintain and keep, at the Corporate Trust Office of the Registrar, books for the registration and transfer of Bonds, and, upon presentation thereof for such purpose at the Corporate Trust Office of the Registrar, the State shall register or cause to be registered therein, and permit to be transferred thereon, under such reasonable regulations as it or the Registrar may prescribe, any Bond, except that under no circumstances shall any Bond be registered or transferred to bearer. So long as any of the Bonds remain Outstanding, the State shall make all necessary provisions to permit the transfer of the Bonds at the Corporate Trust Office of the Registrar.

Section 3.10 Transfer of Bonds.

Each Bond shall be transferable only upon the books of the State, which shall be kept for such purpose at the Corporate Trust Office of the Registrar, upon presentation and surrender thereof by the Holder of such Bond or by his attorney duly authorized in writing, together with a written instrument of transfer satisfactory to the Registrar duly executed by the registered Holder or his duly authorized attorney. Upon surrender for transfer of any such Bond, the State shall execute and the Registrar shall authenticate and deliver, in the name of the Person who is the transferee, one or more new Bonds of the same aggregate principal amount and maturity and rate of interest as the surrendered Bond. All action taken by the Registrar pursuant to this section shall be deemed to be the action of the State.

Section 3.11 Regulations with Respect to Exchanges and Transfers.

All Bonds surrendered in any exchanges or transfers shall forthwith be cancelled by the Registrar. For each such exchange or transfer of the Bonds, the State or the Registrar may make a charge sufficient to reimburse it or them for any tax, fee or other governmental charge required to be paid with respect to such exchange or transfer, which sum or sums shall be paid by the Holder requesting such exchange or transfer as a condition precedent to the exercise of the privilege of making such exchange or transfer. The State shall not be obligated to (i) issue, exchange or transfer any Bond during the 15 days next preceding any Bond Payment Date, (ii) issue, exchange or transfer any Bonds during a period beginning at the opening of business 15 days next preceding any selection of Bonds to be redeemed and ending at the close of business on the date of the mailing of notice of such redemption, or (iii) transfer or exchange any Bonds called or being called for redemption in whole or in part.

Section 3.12 Mutilated, Destroyed, Lost and Stolen Bonds.

(a) If any mutilated Bond is surrendered to the Registrar and the Registrar or the State receive evidence to their satisfaction of the destruction, loss or theft of any Bond, and there is delivered to the Registrar or the State such security or indemnity as may be required by them to save each of them harmless, then, in the absence of notice that such Bond has been acquired by a bona fide purchaser, the State shall execute and, upon State Request, the Registrar shall authenticate and deliver, in exchange for any such mutilated Bond or in lieu of any such destroyed, lost or stolen Bond, a new Bond of like tenor, and principal amount and redemption provisions, bearing a number unlike that of a Bond contemporaneously Outstanding. The Registrar shall thereupon cancel any such mutilated Bond so surrendered. In case any such mutilated, destroyed, lost or stolen Bond has become or is about to become due and payable, the State in its discretion may, instead of issuing a new Bond, pay such Bond.

(b) Upon the issuance of any new Bond under this Section 3.12, the State may require the payment of a sum sufficient to cover any tax, fee or other governmental charge that may be imposed in relation thereto and any other expenses, including counsel fees or other fees, of the State or the Registrar connected therewith.

(c) Each new Bond issued pursuant to this Section in lieu of any destroyed, lost or stolen Bond shall constitute an additional contractual obligation of the State, whether or not the destroyed, lost

or stolen Bond shall at any time be enforceable by anyone, and shall be entitled to all the benefits hereof equally and proportionately with any and all other Bonds duly issued pursuant to this Resolution. All Bonds shall be held and owned upon the express condition that the foregoing provisions are exclusive with respect to the replacement or payment of mutilated, destroyed, lost or stolen Bonds and shall preclude (to the extent lawful) all other rights or remedies with respect to the replacement or payment of mutilated, destroyed, lost or stolen Bonds.

Section 3.13 Holder as Owner of Bond.

The State, the Registrar and any Paying Agent may treat the Holder of any Bond as the absolute owner thereof, whether such Bond shall be overdue or not, for the purpose of receiving payment of, or on account of, the Principal Installment, Redemption Price and interest on such Bond and for all other purposes, and payment of the Principal Installment, Redemption Price and interest shall be made only to, or upon the order of, such Holder. All payments to such Holder shall be valid and effectual to satisfy and discharge the liability upon such Bond to the extent of the sum or sums so paid, and neither the State nor any Paying Agent shall be affected by any notice to the contrary.

Section 3.14 Cancellation of Bonds.

The Registrar shall destroy all Bonds surrendered to it for cancellation and shall deliver a certificate to that effect to the State. No such Bonds shall be deemed Outstanding under this Resolution and no Bonds shall be issued in lieu thereof.

Section 3.15 Payments Due on Saturdays, Sundays and Holidays.

In any case where the Bond Payment Date or redemption date shall be a Saturday or Sunday or shall be, at the place designated for payment, a legal holiday or a day on which banking institutions are authorized by law to close, then payment of the interest on or Principal Installment or Redemption Price of the Bonds need not be made on such date but may be made on the next succeeding business day not a Saturday, Sunday or a legal holiday or a day upon which banking institutions are authorized by law to close, with the same force and effect as if made on the Bond Payment Date and no interest shall accrue for the period after such date.

Section 3.16 Conditions Relating to Naming of Interest Rates.

The Bonds shall bear such rate or rates of interest as shall at the sale of such Bonds reflect the lowest interest cost to the State at a price of not less than par, but:

- (a) all Bonds of the same maturity shall bear the same rate of interest;
 - (b) no rate of interest named shall be more than six (6.00) percentage points;
 - (c) each interest rate named shall be a multiple of 1/8th or 1/20th of one (1) percentage point;
- and
- (d) any premium offered must be paid in cash as a part of the purchase price;

provided, however, that the State Treasurer may determine, in his discretion and upon advice received, to waive, modify, amend, or vary the conditions described above (whether prior to the offer for sale of the Bonds, or subsequent to such offer but prior to the award of the Bonds), in order to (i) limit net Bond proceeds, (ii) maintain compliance with constitutional and statutory debt limitations, (iii) maintain level annual debt service within each Fiscal Year, (iv) achieve a more favorable interest rate at the sale of the Bonds and (v) establish a maximum interest rate or maximum interest rates as necessary to maintain

compliance with the provisions of the Enabling Act. In addition to the foregoing, the State Treasurer may establish additional terms and conditions for the sale of the Bonds, not inconsistent herewith, prior to the publication of the Notice of Sale (as defined herein).

Section 3.17 Tax Exemption in South Carolina.

Both the Principal Installments and interest on the Bonds shall be exempt from all State, county, municipal, school district, and all other taxes or assessments imposed by the State, direct or indirect, general or special, whether imposed for the purpose of general revenue or otherwise, except inheritance, estate, transfer or certain franchise taxes.

Section 3.18 Pledge of Full Faith, Credit and Taxing Power.

For the payment of the Principal Installment and interest on the Bonds as the same respectively mature, the full faith, credit and taxing power of the State are hereby irrevocably pledged and in addition thereto, but subject to the provisions of the Enabling Act, all Tuition Fees received by the University are also pledged. In accordance with the provisions of Section 11-29-30 of the South Carolina Code, and in order to provide for the punctual payment of the Principal Installments and interest on the Bonds herein authorized, the State Treasurer is directed to set aside from the Tuition Fees received in each Fiscal Year in which the interest on and Principal Installment of the Bonds are due or will become due so much of the revenues derived from such Tuition Fees as may be necessary in order to pay the interest on and the Principal Installment of all Bonds falling due in such Fiscal Year and the State Treasurer shall thereafter apply such moneys to the punctual payment of such principal and interest as the same respectively fall due. In the event that the revenues derived from the Tuition Fees so pledged prove insufficient to meet the payments of the interest on and the Principal Installment of such Bonds in such Fiscal Year, then the State Treasurer is authorized and directed to set aside from the general tax revenues of the State received in such Fiscal Year so much of such general tax revenues, as become needed for such purpose and to apply the same to the punctual payment of the interest on and the Principal Installment of such Bonds due or to become due in such Fiscal Year.

In accordance with the provisions of Article X, Section 13, Paragraph 4 of the South Carolina Constitution if any time any payment of Principal Installment of or interest on the Bonds shall not be paid as and when the same become due and payable, the State Comptroller General shall forthwith levy and the State Treasurer shall collect an *ad valorem* tax without limit as to rate or amount upon all taxable property within the State sufficient to meet the payment of the Principal Installments and interest on the Bonds then due.

Section 3.19 Tuition Fee Deposits.

As provided in Section 59-107-180 of the Enabling Act, the State Treasurer shall establish a special fund into which all Tuition Fees shall be deposited and applied to the payment of principal, interest and premium, if any, on the Bonds. The State Treasurer further shall establish for the Bonds a "special debt service and reserve fund" within this special fund as prescribed by Section 59-107-180 of the Enabling Act. Such special fund and the "special debt service and reserve fund" therein shall be maintained at all times as provided in said Section 59-107-180 of the Enabling Act.

Section 3.20 Bonds Issued in Book-Entry Only Form.

(a) Unless otherwise determined by the State Treasurer, the Bonds will initially be issued under a book-entry only system in fully registered form, registered in the name of Cede & Co. as the registered owner and securities depository nominee of The Depository Trust Company, New York, New York ("DTC"), which will act as initial securities depository for the Bonds. So long as the Bonds are being held under a book-entry system of a securities depository, transfers of beneficial ownership of the

Bonds will be effected pursuant to rules and procedures established by such securities depository. DTC and any successor securities depositories are hereinafter referred to as the "Securities Depository." Cede & Co. and successor securities depository nominees are hereinafter referred to as the "Securities Depository Nominee."

(b) So long as a book-entry system is in effect for the Bonds, the Securities Depository Nominee will be recognized as the Holder of the Bonds for the purposes of (i) paying the Principal Installment or Redemption Price of and interest on such Bonds, (ii) if Bonds are to be redeemed in part, selecting the portions of such Bonds to be redeemed, (iii) giving any notice permitted or required to be given to Bondholders under this Resolution, (iv) registering the transfer of Bonds, and (v) requesting any consent or other action to be taken by the Holders of such Bonds, and for all other purposes whatsoever, and the State shall not be affected by any notice to the contrary.

(c) The State shall not have any responsibility or obligation to any participant, any beneficial owner or any other person claiming a beneficial ownership in any Bonds which are registered to a Securities Depository Nominee under or through the Securities Depository with respect to any action taken by the Securities Depository as Holder of such Bonds.

(d) The State shall pay the Principal Installment, Redemption Price and interest on Bonds issued under a book-entry system only to the Securities Depository or the Securities Depository Nominee, as the case may be, for such Bonds, and all such payments shall be valid and effectual to fully satisfy and discharge the obligations with respect to the Principal Installment and interest on such Bonds.

(e) In the event that the State determines that it is in the interest of the State to discontinue the book-entry system of transfer for the Bonds, or that the interests of the beneficial owners of the Bonds may be adversely affected if the book-entry system is continued, then the State shall notify the Securities Depository of such determination. In such event, the Registrar and Paying Agent shall authenticate, register and deliver physical certificates for the Bonds in exchange for the Bonds registered in the name of the Securities Depository Nominee.

(f) In the event that the Securities Depository for the Bonds discontinues providing its services, the State shall either engage the services of another Securities Depository or arrange with a Registrar and Paying Agent for the delivery of physical certificates in the manner described in subsection (e) above.

(g) In connection with any notice or other communication to be provided to the Holders of Bonds by the State or by the Registrar and Paying Agent with respect to any consent or other action to be taken by the Holders of Bonds, the State or the Registrar and Paying Agent, as the case may be, shall establish a record date for such consent or other action and give the Securities Depository Nominee notice of such record date not less than 15 days in advance of such record date to the extent possible.

(h) At the closing of the Bonds and the delivery of the same to the purchaser thereof through the facilities of DTC, the Paying Agent and Registrar may maintain custody of Bond certificates on behalf of DTC in accordance with DTC's "FAST" closing procedures.

(i) For as long as the Bonds are being held under a book-entry system of a securities depository, the State shall remit to the Paying Agent and Registrar by 1:00 p.m. New York time on each Bond Payment Date funds for all principal and interest payments due thereupon, or at such earlier time as required by the Paying Agent and Registrar to guarantee that DTC or successor Securities Depository will receive payment in same-day funds by 2:30 p.m. New York time on such Bond Payment Date. In addition, automated payment details receipt shall be provided by the Paying Agent by 12:00 noon New York time of each Bond Payment Date for interest payments and by 2:30 p.m. New York time for redemption and corporate action payments.

Section 3.21 Form of Bonds.

The form of the Bonds and registration provisions to be endorsed thereon shall be substantially as set forth in Exhibit F attached hereto and made a part of this Resolution.

Section 3.22 Reserved.

[End of Article III]

ARTICLE IV
REDEMPTION OR PURCHASE OF BONDS

Section 4.01 Authorization of Redemption.

The Bonds may be subject to redemption, in whole or in part, at any time in any order of maturity to be determined by the State Treasurer, upon such dates and at such Redemption Prices as shall be determined by the State Treasurer.

Section 4.02 State's Election to Redeem.

In the event that the State shall elect to redeem Bonds, it shall give notice by State Request to the Registrar and Paying Agent of each optional redemption, which notice may be conditional in the discretion of the State Treasurer. Each State Request shall specify the date fixed for redemption and the Bonds which are to be redeemed. Such notice shall be given at least 60 days prior to the date fixed for redemption or such lesser number of days as shall be acceptable to the Registrar.

Section 4.03 Notice of Redemption.

(a) When any Bonds are to be redeemed, the Registrar shall give notice of the redemption of the Bonds in the name of the State specifying: (i) the Bonds, the particular Series thereof, and maturities to be redeemed; (ii) the redemption date; (iii) the Redemption Price; (iv) the numbers and other distinguishing marks of the Bonds to be redeemed unless all of the Bonds Outstanding are to be redeemed; (v) the place or places where amounts due upon such redemption will be payable; (vi) whether the redemption of the Bonds is conditioned upon any event; and (vii) in the case of Bonds to be redeemed in part only, the respective portions of the principal thereof to be redeemed. Such notice shall further state that on such date there shall become due and payable upon each Bond to be redeemed the Redemption Price thereof, together with interest accrued to the redemption date, and that, from and after such date, interest thereon shall cease to accrue; provided, however, that in the event of any conditional provision in the notice, the Bonds will not become due and payable as provided in this section unless such condition has been satisfied as of the redemption date. The Registrar shall mail by registered mail a copy of such notice, postage prepaid, not less than 30 days before the redemption date to the registered Holders of all the Bonds or portions of the Bonds which are to be redeemed at their addresses which appear upon the registration books, but failure to so mail any such notice to any of such Holders shall not affect the validity of the proceedings for the redemption of the Bonds held by Holders to whom written notice has been mailed. The obligation of the Registrar to give the notice required by this Section shall not be conditioned upon the prior payment to the Paying Agent of money or the delivery to the Paying Agent of Authorized Investments or Government Obligations sufficient to pay the Redemption Price of the Bonds to which such notice relates or the interest thereon to the redemption date.

(b) Notice of redemption having been given as provided in subsection (a) hereof, the Bonds or portions thereof so to be redeemed shall, on the date fixed for redemption, become due and payable at the Redemption Price specified therein plus accrued interest to the redemption date, and upon presentation and surrender thereof at the place specified in such notice, such Bonds or portions thereof shall be paid at the Redemption Price, plus accrued interest to the redemption date; provided, however, that in the event of any conditional provision in the notice, the Bonds will not become due and payable as provided in this section until such condition has been satisfied as of the redemption date. On and after the redemption date (unless the State shall default in the payment of the Redemption Price and accrued interest, or any conditional provision in the notice shall not have been satisfied as of the redemption date), such Bonds shall cease to bear interest, and such Bonds shall no longer be considered as Outstanding hereunder. If money sufficient to pay the Redemption Price and accrued interest has not been made available by the State to the Paying Agent on the redemption date, such Bonds shall continue to bear

interest until paid at the same rate as they would have borne, had they not been called for redemption, until the same shall have been paid.

Section 4.04 Selection by Registrar of Bonds to be Redeemed.

(a) If less than all of the Bonds of like maturity are to be redeemed, the particular Bonds or portions of the Bonds to be redeemed shall be selected, not less than 45 days prior to the date fixed for redemption, by the Registrar by lot or in such other manner as the Registrar may deem to be appropriate, provided, however, that for so long as the Bonds are held in book-entry only form, the selection of Bonds to be redeemed hereunder shall be in accordance with the rules of the Securities Depository.

(b) In making such selection, the Registrar shall treat each Bond to be redeemed as representing that number of Bonds of the lowest authorized denomination as is obtained by dividing the principal amount of such Bond by such denomination. If any Bond is to be redeemed in part, the portion to be so redeemed shall be in a principal amount of an authorized denomination.

(c) The Registrar shall promptly notify the State in writing of the Bonds so selected for redemption.

Section 4.05 Deposit of Redemption Price.

On or before any date fixed for redemption of any Bonds, cash and/or a principal amount of non-callable Government Obligations maturing or redeemable at the option of the Holder thereof not later than the date fixed for redemption which, together with income to be earned on such Government Obligations prior to such date fixed for redemption, will be sufficient to provide cash to pay the Redemption Price of and accrued interest on all Bonds or portions thereof which are to be redeemed on such date, shall be deposited with the Paying Agent unless such amount shall have been previously deposited with the Paying Agent. Provided, however, that in the event of a conditional redemption such condition is not met, this Section 4.05 is inapplicable.

Section 4.06 Partial Redemption of Bonds.

In the event part but not all of a Bond Outstanding shall be selected for redemption, upon presentation and surrender of such Bond by the Holder thereof or his attorney duly authorized in writing (with, if the State or the Registrar so requires, due endorsement by, or a written instrument of transfer in form satisfactory to the State and the Registrar duly executed by, the Holder thereof or his attorney duly authorized in writing) to the Registrar, the State shall execute and the Registrar shall authenticate and deliver to or upon the order of such Holder, without charge therefor, for the unredeemed portion of the principal amount of the Bond so surrendered, a Bond or Bonds of any authorized denomination of like tenor. Bonds so presented and surrendered shall be cancelled in accordance with Section 3.14 hereof.

Section 4.07 Purchases of Bonds Outstanding.

Purchases of Bonds Outstanding may also be made by the State at any time with money available to it from any source. Upon any such purchase the State shall deliver such Bonds to the Registrar for cancellation.

Section 4.08 Redemption of Refunded Bonds.

Upon the issuance of the Bonds, the State shall redeem the Refunded Bonds on such date or dates as the State Treasurer shall determine. The State Treasurer is hereby directed to cause publication of a notice of redemption for each series of Refunded Bonds at such times as the State Treasurer may determine.

ARTICLE V
SALE OF BONDS

Section 5.01 Determination of Time to Receive Bids; Form of Notice of Sale.

(a) The Bonds shall be sold at public sale on such terms as may be prescribed by the State Treasurer. Bids shall be received until such time and date to be selected by the State Treasurer. The form of the notice of sale shall be substantially similar to that set forth in Exhibit G attached hereto (the "Notice of Sale") and made a part hereof. The Notice of Sale, or, at the election of the State Treasurer, a summary thereof, shall be published in a financial paper published in the City of New York, New York, which regularly publishes notices of sale of state or municipal bonds, which Notice of Sale shall each appear at least once and not less than seven (7) days before the date set for said sale. The Notice of Sale may be combined with a notice of sale for other general obligation bonds of the State being offered for sale at the same time, if any.

(b) The Bonds authorized hereby, if so determined by the State Treasurer, may be issued in the form of a single instrument, subject to the following terms and conditions: (i) the Dated Date of the Bond shall be the date determined by the State Treasurer, and the Bond shall bear interest from such date; (ii) the references to "Bonds" throughout the Resolution shall be understood to refer to the single instrument authorized by this Section 5.01(b); (iii) the State Treasurer may require that the Bond bear a single, fixed rate of interest; (iv) the form of the Bonds as set forth in Exhibit F hereto and the Notice of Sale as set forth in Exhibit G hereto shall be appropriately modified; (v) the State Treasurer may determine that the State will not undertake any obligation to deliver a Continuing Disclosure Undertaking as provided in Exhibit H hereto; (vi) the State Treasurer may determine that the Bond shall not be issued in book-entry-only form, and, in lieu thereof, shall be registered directly in the name of the Holder as directed by the purchaser thereof; and (vii) the State Treasurer may determine that an official statement shall not be prepared in connection with the sale of the Bond.

Section 5.02 Award of Bonds.

Upon receipt of bids for the Bonds, the Governor and the State Treasurer shall, and they are hereby authorized to, award the Bonds to the bidder offering the lowest interest cost therefor, the method of calculation of which shall be set forth in the Notice of Sale and determined at the State Treasurer's discretion, without further action on the part of the State Authority if the Governor and the State Treasurer shall determine that it is in the interest of the State to make such award. The State shall have the right to reject all proposals and to re-advertise the Bonds for sale. Any proposal not conforming to the Notice of Sale may be rejected, but the State shall have the right to waive technicalities.

Section 5.03 Official Statement.

The State Authority hereby authorizes the State Treasurer to prepare or cause to be prepared and to "deem final," within the meaning of Rule 15c2-12 of the United States Securities and Exchange Commission, a preliminary official statement relating to the Bonds and to prepare or cause to be prepared and to approve a final official statement following the sale of the Bonds. The State Authority hereby authorizes the use of said preliminary official statement and final official statement and the information contained therein in connection with the public offering and sale of the Bonds.

Section 5.04 Combined Sales.

If the State Treasurer deems it prudent, the Bonds may be sold in combination with other series of general obligation bonds of the State, the issuance of which shall have been properly authorized and the form and details for which may be provided for in the same preliminary official statement and same final official statement as that for the Bonds.

[End of Article V]

ARTICLE VI
DISPOSITION OF PROCEEDS OF SALE OF BONDS

Section 6.01 Disposition of Bond Proceeds Including Temporary Investments.

(a) The proceeds derived from the sale of the Bonds shall be applied and disposed of as follows:

(i) accrued interest, if any, shall be applied to the payment of the first installment of interest to become due on the Bonds;

(ii) the premium, if any, shall be applied as determined by the State Treasurer;

(iii) amounts sufficient to pay the principal, premium, if any, and interest due on the 2003 Refunded Bonds shall be used on such date as established by the State Treasurer to redeem the 2003 Refunded Bonds; provided, pending the use of such proceeds, the State Treasurer shall hold such proceeds in such manner that the 2003 Refunded Bonds are defeased in accordance with the resolution pursuant to which the 2003 Refunded Bonds were issued;

(iv) there shall be deposited in escrow with the Escrow Agent for the 2006 Refunded Bonds, which are not subject to redemption on the date of delivery of the Bonds, amounts sufficient to defease the 2006 Refunded Bonds in accordance with the provisions of the resolution(s) pursuant to which the 2006 Refunded Bonds were issued; such deposit being made pursuant to one or more escrow deposit agreements; and

(v) any remaining proceeds may be used for the payment of the costs of issuing the Bonds.

(b) Pending the use of Bond proceeds as provided in Sections 6.01(a) of this Section, the same shall be invested and reinvested by the State Treasurer in Authorized Investments. The investment earnings therefrom may be used either for any lawful purpose of the State, including for the purposes described in Section 6.01(a) above, or, if so required by the Code, to make any necessary rebate to the United States Government.

(c) Neither the purchaser of the Bonds nor any registered Holder of the Bonds shall be liable for the proper application of the proceeds of the Bonds.

[End of Article VI]

ARTICLE VII
DEFEASANCE OF BONDS

Section 7.01 Discharge of Resolution; Where and How Bonds Are Deemed to Have Been Paid and Defeased.

If all of the Bonds issued pursuant to this Resolution, and all interest thereon shall have been paid and discharged, then the obligations of the State under this Resolution and all other rights granted herein shall cease and determine. The Bonds shall be deemed to have been paid and discharged within the meaning of this Article under each of the following circumstances, viz.:

(a) An Escrow Agent shall hold, at the stated maturities of the Bonds, in trust and irrevocably appropriated thereto, sufficient moneys for the payment of the Principal Installment and interest thereof; or

(b) The Escrow Agent shall hold in an irrevocable trust moneys which shall be sufficient, or Government Obligations, the principal of and interest on which when due will provide moneys, which together with moneys, if any, deposited with said Escrow Agent at the same time, shall be sufficient to pay when due the principal of and interest on the Bonds; or

(c) If default in the payment of the principal of the Bonds or the interest thereon shall have occurred on any Bond Payment Date, and thereafter tender of such payment shall have been made, and at such time as the Escrow Agent shall hold in trust and irrevocably appropriated thereto, sufficient moneys for the payment thereof to the date of the tender of such payment; or

(d) Subject to the provisions of Section 59-107-200 of the Enabling Act, if applicable, if the State shall elect to provide for the payment of the Bonds prior to their stated maturities and shall have deposited with the Escrow Agent in an irrevocable trust moneys which shall be sufficient, or Government Obligations, the principal of and interest on which when due will provide moneys, which together with moneys, if any, deposited with said Escrow Agent at the same time, shall be sufficient to pay when due the Principal Installment or Redemption Price to become due on their maturity dates or redemption dates, as the case may be, on the Bonds on and prior to their maturity dates or redemption dates, and interest due on the Bonds on or prior to their maturity or redemption dates, as the case may be. In the event that the State shall elect to redeem Bonds prior to their stated maturities, the State shall proceed in the manner prescribed by Article IV hereof, subject to the provisions of Section 3.20 in the event that at the time of such election the Bonds Outstanding are issued in book-entry only form.

Neither the Government Obligations nor moneys deposited with the Escrow Agent pursuant to this Section nor the principal or interest payments thereon shall be withdrawn or used for any purpose other than, and shall be held in trust for, the payment of the Principal Installment or Redemption Price, and interest on said Bonds; provided, however, that any cash received from such principal or interest payments on Government Obligations deposited with the Escrow Agent, if not then needed for such purpose, shall, to the extent practicable, be invested and reinvested in Government Obligations maturing at times and in amounts sufficient to pay when due the Principal Installment or Redemption Price, and interest to become due on said Bonds on and prior to the maturity date or redemption date thereof, as the case may be, and interest earned from such reinvestments not required for the payment of the Principal Installment or Redemption Price, and interest may be paid over to the State, as received by the Escrow Agent, free and clear of any trust, lien or pledge.

Section 7.02 Notice of Defeasance.

Upon the defeasance of the Bonds, all notices required by the South Carolina Code and the Continuing Disclosure Undertaking shall be given.

[End of Article VII]

ARTICLE VIII
CONCERNING THE FIDUCIARIES

Section 8.01 Fiduciaries; Appointment and Acceptance of Duties.

Each Fiduciary shall accept the duties and trusts imposed upon it by this Resolution and shall agree in writing to perform such trusts but only upon the terms and conditions set forth in this Article VIII. Similarly, each financial institution appointed as a successor Registrar, a successor Paying Agent or successor Escrow Agent shall signify its acceptance of the duties and trusts imposed by this Resolution by a written acceptance.

Section 8.02 Responsibilities of Fiduciaries.

The recitals of fact herein and in the Bonds contained shall be taken as the statements of the State and no Fiduciary assumes any responsibility for the correctness of the same except in respect of the authentication certificate of the Registrar endorsed on the Bonds. No Fiduciary makes any representations as to the validity or sufficiency of this Resolution or of any Bonds or as to the security afforded by this Resolution, and no Fiduciary shall incur any liability in respect thereof. No Fiduciary shall be under any responsibility or duty with respect to the application of any moneys paid to any other Fiduciary. No Fiduciary shall be under any obligation or duty to perform any act which would involve it in expense or liability or to institute or defend any suit in respect hereof or to advance any of its own moneys, unless indemnified to its reasonable satisfaction. No Fiduciary shall be liable in connection with the performance of its duties hereunder except for its own negligence or willful misconduct.

Section 8.03 Evidence on Which Fiduciaries May Act.

(a) Each Fiduciary, upon receipt of any notice, resolution, request, consent order, certificate, report, opinion, bond, or other paper or document furnished to it pursuant to any provision of this Resolution, shall examine such instrument to determine whether it conforms to the requirements of this Resolution and shall be protected in acting upon any such instrument believed by it to be genuine and to have been signed or presented by the proper party or parties. Each Fiduciary may consult with counsel, who may or may not be counsel to the State, and the opinion of such counsel shall be full and complete authorization and protection in respect of any action taken or suffered by it under this Resolution in good faith and in accordance therewith.

(b) Whenever any Fiduciary shall deem it necessary or desirable that a matter be proved or established prior to taking or suffering any action under this Resolution, such matter (unless other evidence in respect thereof be therein specifically prescribed) may be deemed to be conclusively proved and established by a certificate of an Authorized Officer, and such certificate shall be full warrant for any action taken or suffered in good faith under the provisions of this Resolution upon the faith thereof; but in its discretion the Fiduciary may in lieu thereof accept other evidence of such fact or matter or may require such further or additional evidence as it may deem reasonable.

(c) Except as otherwise expressly provided in this Resolution any request, order, notice or other direction required or permitted to be furnished pursuant to any provision hereof by the State to any Fiduciary shall be sufficiently executed if executed in the name of the State by an Authorized Officer.

Section 8.04 Compensation.

The State shall pay to each Fiduciary from time to time reasonable compensation based on the then standard fee schedule of the Fiduciary for all services rendered under this Resolution, and also all reasonable expenses, charges, counsel fees and other disbursements, including those of its attorneys, agents, and employees, incurred in and about the performance of their powers and duties under this Resolution; provided, however, that any specific agreement between the State and a Fiduciary with respect to the compensation of such Fiduciary shall control the compensation to be paid to such Fiduciary.

Section 8.05 Certain Permitted Acts.

Any Fiduciary may become the Owner or underwriter of any Bonds, notes or other obligations of the State or conduct any banking activities with respect to the State, with the same rights it would have if it were not a Fiduciary. To the extent permitted by law, any Fiduciary may act as depository for, and permit any of its officers or directors to effect or aid in, any reorganization growing out of the enforcement of the Bonds or this Resolution.

Section 8.06 Resignation of Any Fiduciary.

Any Fiduciary may at any time resign and be discharged of the duties and obligations created by this Resolution by giving not less than 60 days written notice to the State and not less than 30 days written notice to the Holders of the Bonds as established by the books of registration prior to the next succeeding Bond Payment Date and such resignation shall take effect upon the date specified in such notice unless previously a successor shall have been appointed by the State pursuant to Section 8.08 hereof, in which event such resignation shall take effect immediately on the appointment of such successor. In no event, however, shall such a resignation take effect until a successor has been appointed.

Section 8.07 Removal of Fiduciary.

Any Fiduciary may be removed at any time by an instrument or concurrent instruments in writing, filed with the State and such Fiduciary and, as the case may be, signed by an Authorized Officer or the Bondholders representing a majority in principal amount of the Bonds then Outstanding or their attorneys in fact duly authorized, excluding any Bonds held by or for the account of the State.

Section 8.08 Appointment of Successor Fiduciaries.

(a) In case any Fiduciary hereunder shall resign or be removed, or be dissolved, or shall be in the course of dissolution or liquidation, or otherwise become incapable of acting hereunder, or in case it shall be taken under the control of any public officer or officers, or of a receiver appointed by a court, a successor shall be appointed by the State Treasurer. Every such Fiduciary appointed pursuant to the provisions of this Section shall be a trust company or bank organized under the laws of the United States of America or any state thereof and which is in good standing, within or outside the State, having a stockholders' equity of not less than \$75,000,000 if there be such an institution willing, qualified and able to accept the trust upon reasonable and customary terms.

(b) If in a proper case, no appointment of a successor Fiduciary shall be made by the State Treasurer pursuant to the foregoing provisions of this Section within 45 days after any Fiduciary shall have given to the State Treasurer written notice as provided in Section 8.06 hereof or after a vacancy in the office of such Fiduciary shall have occurred by reason of its removal or inability to act, the former Fiduciary or any Bondholder may apply to any court of competent jurisdiction to appoint a successor. Said court may thereupon, after such notice, if any, as such court may deem proper, appoint a successor.

Section 8.09 Transfer of Rights and Property to Successor.

Any successor Fiduciary appointed under this Resolution shall execute, acknowledge and deliver to its predecessor, and also to the State, an instrument accepting such appointment, and thereupon such successor, without any further act, deed or conveyance, shall become fully vested with all moneys, estates, properties, rights, powers, duties and obligations of such predecessor Fiduciary, with like effect as if originally named in such capacity; but the Fiduciary ceasing to act shall nevertheless, upon State Request, or of the successor, execute, acknowledge and deliver such instruments of conveyance and further assurance and do such other things as may reasonably be required for more fully and certainly vesting and confirming in such successor all the right, title and interest of the predecessor Fiduciary in and to any property held by it under this Resolution, and shall pay over, assign and deliver to the successor Fiduciary any money or other property subject to the trusts and conditions herein set forth. Should any deed, conveyance or instrument in writing from the State be required by such successor Fiduciary for more fully and certainly vesting in and confirming to such successor any such estates, rights, powers and duties, any and all such deeds, conveyances and instruments in writing shall, on request, and so far as may be authorized by law, be executed, acknowledged and delivered by the State. Any such successor Fiduciary shall promptly notify the other Fiduciaries, if any, and any depository of its appointment as Fiduciary.

Section 8.10 Merger or Consolidation.

Any company into which any Fiduciary may be merged or converted or with which it may be consolidated or any company resulting from any merger, conversion or consolidation to which it may be party or any company to which any Fiduciary may sell or transfer all or substantially all of its corporate trust business shall be the successor to such Fiduciary without the execution or filing of any paper or the performance of any further act; provided, however, such company shall be a bank or trust company organized under the laws of any state of the United States of America or a national banking association, and shall be authorized by law to perform all the duties imposed upon it by this Resolution; and further provided, however, that such company otherwise meets the qualifications for successor Fiduciaries set forth in Section 8.08 herein.

Section 8.11 Adoption of Authentication.

In case any of the Bonds contemplated to be issued under this Resolution shall have been authenticated but not delivered, any successor Registrar may adopt the certificate of authentication of any predecessor Registrar so authenticating such Bonds and deliver such Bonds so authenticated. In case any such Bonds shall not have been authenticated, any successor Registrar may authenticate such Bonds in the name of the predecessor Registrar or in the name of the successor Registrar, and in all such cases such certificate shall be of full force and effect.

[End of Article VIII]

ARTICLE IX
FEDERAL TAX CONSIDERATIONS

Section 9.01 Compliance with the Code.

The State will comply with all requirements of the Code in order to preserve the tax-exempt status of the Bonds, including without limitation, (i) the requirement to file Form 8038-G, *Information Return for Tax-Exempt Government Obligations*, with the Internal Revenue Service, and (ii) the requirement to rebate certain arbitrage earnings to the United States Government pursuant to Section 148(f) of the Code. In this connection, the State covenants to execute any and all agreements, certificates and other documentation as it may be advised by bond counsel will enable it to comply with this Article IX, and such agreements, certificates and other documentation may be executed by an Authorized Officer.

Section 9.02 Tax Representations and Covenants.

The State hereby represents and covenants that it will not take any action which will, or fail to take any action which failure will, cause interest on the Bonds to become includable in the gross income of the Holders thereof for federal income tax purposes pursuant to the provisions of the Code and the United States Treasury Regulations (the "Regulations"). Without limiting the generality of the foregoing, the State represents and covenants that:

(a) All property financed or refinanced with the proceeds of the Bonds will be owned by the State or a political subdivision thereof in accordance with the rules governing the ownership of property for federal income tax purposes.

(b) The State shall not use, and will not permit any party to use, the proceeds of the Bonds in any manner that would result in (i) five percent (5%) or more of such proceeds being considered as having been used in a Private Business Use; or (ii) an amount greater than the lesser of five percent (5%) of such proceeds or \$5,000,000 being considered as having been used directly or indirectly to make or finance loans to any person other than a governmental unit as provided in Section 141(c) of the Code.

(c) The State is not a party to, and will not enter into or permit any other party to enter into, any contract with any person involving the management of any facility financed or refinanced with the proceeds of the Bonds or by notes paid by the Bonds that does not conform to the guidelines set forth in Revenue Procedure 97-13, as amended by Revenue Procedure 2001-39, or a successor revenue procedure, Code provision or Regulations.

(d) The State will not sell, or permit any other party to sell, any property financed or refinanced with the Bonds to any person unless it obtains an opinion of nationally recognized bond counsel that such sale will not affect the tax-exempt status of the Bonds.

(e) The Bonds will not be "federally guaranteed" within the meaning of Section 149(b) of the Code. The State shall not enter into, or permit any other party to enter into, any leases or sales or service contract with any federal government agency with respect to any facility financed or refinanced with the proceeds of the Bonds and will not enter into any such leases or contracts unless it obtains the opinion of nationally recognized bond counsel that such action will not affect the tax-exempt status of the Bonds.

Section 9.03 Arbitrage Bonds.

The State hereby covenants and agrees with the Holders of the Bonds that no use of the proceeds of the Bonds shall be made which, if such use had been reasonably expected on the date of issue of the Bonds, would have caused the Bonds to be "arbitrage bonds," as defined in the Code, and to that end the State hereby shall:

(a) comply with the applicable provisions of Section 103 and Sections 141 through 150 of the Code and any Regulations so long as the Bonds are Outstanding;

(b) establish such funds, make such calculations and pay such amounts, in the manner and at the times required in order to comply with the requirements of the Code and Regulations relating to required rebate of certain amounts to the United States Government;

(c) make such reports of such information at the time and places required by the Code and Regulations; and

(d) take such other action as may be required to assure that the tax-exempt status of the Bonds will not be impaired.

Section 9.04 Taxable Series; Inapplicability of this Article.

The State Treasurer is hereby authorized to designate a Series of Bonds as a Taxable Series. The provisions of the preceding Sections of this Article IX shall not apply to Bonds of a Taxable Series.

[End of Article IX]

ARTICLE X
MISCELLANEOUS

Section 10.01 Failure to Present Bonds.

Any money held by the Paying Agent in trust for the payment and discharge of any of the Bonds, or the interest thereon, which remains unclaimed for such period of time, after the date when such Bonds have become due and payable, either at their stated maturity dates or by call for earlier redemption, that the Holder thereof shall no longer be able to enforce the payment thereof, the Paying Agent shall at the written request of the State pay such money to the State as its absolute property and free from trust, and the Paying Agent shall thereupon be released and discharged with respect thereto and the Bondholders shall look only to the State for the payment of such Bonds; provided, however, the Paying Agent shall forward to the State all moneys which remain unclaimed during a period five (5) years from a Bond Payment Date; and further provided, however, that before being required to make any such payment to the State, the Paying Agent, at the expense of the State, may conduct such investigations as may in the opinion of the Paying Agent be necessary to locate the Holders of those who are entitled to take such funds.

Section 10.02 Severability of Invalid Provisions.

If any one or more of the covenants or agreements provided in this Resolution should be contrary to law, then such covenant or covenants or agreement or agreements shall be deemed severable from the remaining covenants and agreements, and shall in no way affect the validity of the other provisions of this Resolution.

Section 10.03 Resolution to Constitute Contract.

In consideration of the purchase and acceptance of the Bonds by those who shall purchase and hold the same from time to time, the provisions of this Resolution, with the exception of the findings of fact in Article I hereof, shall be deemed to be and shall constitute a contract between the State and the Holders from time to time of the Bonds, and such provisions are covenants and agreements with such Holders which the State hereby determined to be necessary and desirable for the security and payment thereof. The pledge hereof and the provisions, covenants, and agreements herein set forth to be performed on behalf of the State shall be for the equal benefit, protection, and security of the Holders of any and all of the Bonds, all of which shall be of equal rank without preference, priority or distinction of any Bonds over any other Bonds.

Section 10.04 Execution of Closing Documents and Certificates.

The Governor, the State Treasurer, the Secretary of State and any other officers or employees of the State are fully authorized and empowered to take such further action and to execute and deliver such closing documents and certificates as may be necessary and proper in order to complete the issuance of the Bonds herein authorized and the action of such officers or any one or more of them in executing and delivering any of such documents, in such form as he or they shall approve, is hereby fully authorized.

Section 10.05 Filing of Copies of Resolution.

Copies of this Resolution shall be filed in the offices of the State Authority, the office of the Secretary of State (as a part of the Transcript of Proceedings filed for each Series of Bonds), and with the offices of each Paying Agent and Registrar for each Series of Bonds.

Section 10.06 Benefits of Resolution Limited to the State and Holders of the Bonds.

With the exception of rights or benefits herein expressly conferred, nothing expressed or mentioned in or to be implied from this Resolution or the Bonds is intended or should be construed to confer upon or give to any Person other than the State and the Holders of the Bonds, any legal or equitable right, remedy or claim under or by reason of or in respect to this Resolution or any covenant, condition, stipulation, promise, agreement or provision herein contained. This Resolution and all of the covenants, conditions, stipulations, promises, agreements and provisions hereof are intended to be and shall be for and inure to the sole and exclusive benefit of the State and the Holders from time to time of the Bonds as herein and therein provided.

Section 10.07 No Personal Liability.

No recourse shall be had for the enforcement of any obligation, covenant, promise or agreement of the State contained in this Resolution or the Bonds, against any member of the State Authority, any officer or employee, as such, in his or her individual capacity, past, present or future, of the State, either directly or through the State, whether by virtue of any constitutional provision, statute or rule of law, or by the enforcement of any assessment or penalty or otherwise, it being expressly agreed and understood that this Resolution and the Bonds are solely corporate obligations, and that no personal liability whatsoever shall attach to, or be incurred by, any member, officer or employee as such, past, present or future, of the State, either directly or by reason of any of the obligations, covenants, promises or agreements entered into between the State and Bondholders or to be implied therefrom as being supplemental hereto or thereto, and that all personal liability of that character against every such member, officer and employee is, by the adoption of this Resolution and the execution of the Bonds, and as a condition of, and as a part of the consideration for, the adoption of this Resolution and the execution of the Bonds, expressly waived and released. The immunity of members of the State Authority, officers and employees of the State under the provisions contained in this Section shall survive the termination of this Resolution.

Section 10.08 Continuing Disclosure.

(a) In accordance with Section 11-1-85 of the South Carolina Code, the State Authority hereby covenants to file with a central repository for availability in the secondary bond market when requested: (i) an annual independent audit, within thirty days of the State's receipt of the audit; and (ii) event specific information, within thirty days of an event adversely affecting more than five percent of the State's revenue or tax base. The only remedy for failure by the State to comply with the covenant in this Section 10.08 shall be an action for specific performance of this covenant. The State Authority specifically reserves the right to amend this covenant to reflect any change in said Section 11-1-85 without the consent of any Bondholder.

(b) In addition, the State hereby covenants and agrees that it will comply with and carry out all of the provisions of the Continuing Disclosure Undertaking. Failure of the State to comply with the Continuing Disclosure Undertaking shall not be considered an event of default hereunder; provided, however, any Bondholder may take such actions as may be necessary and appropriate, including seeking mandamus or specific performance by court order, to cause the State to comply with its obligations under this Section 10.08(b). The Continuing Disclosure Undertaking shall be executed by the State Treasurer prior to the delivery of the Bonds and shall be substantially in such form as is set forth in Exhibit H hereto, together with such modifications and amendments thereto as shall be deemed necessary by the State Treasurer upon advice of counsel. Additionally, the form of the Continuing Disclosure Undertaking

shall be amended and modified as necessary to comply with any rules or regulations promulgated by the United States Securities and Exchange Commission. The execution of the Continuing Disclosure Undertaking shall constitute conclusive evidence of the approval by the State Treasurer of any and all modifications and amendments thereto.

Section 10.09 Law and Place of Enforcement of the Resolution.

This Resolution shall be construed and interpreted in accordance with the laws of the State and all suits and actions arising out of this Resolution shall be instituted in a court of competent jurisdiction in the State.

Section 10.10 Effect of Article and Section Headings and Table of Contents.

The heading or titles of the several Articles and Sections hereof, and any table of contents appended hereto or to copies hereof, shall be solely for convenience of reference and shall not affect the meaning, construction, interpretation or effect of this Resolution.

Section 10.11 Repeal of Inconsistent Resolutions.

All resolutions of the State Authority, and any part of any resolution, inconsistent with this Resolution are hereby repealed to the extent of such inconsistency.

Section 10.12 Effectiveness of this Resolution.

This Resolution shall become effective upon its adoption.

[End of Article X]

EXHIBIT A

DEBT SERVICE REQUIREMENTS
ON ALL STATE INSTITUTION BONDS
ISSUED BY THE STATE OF SOUTH CAROLINA
ON BEHALF OF SOUTH CAROLINA STATE UNIVERSITY

Fiscal Year Ending	Existing Debt Service		Total Debt Service
	Principal	Interest	
June 30, 2016	\$ 220,000	\$ 548,163	\$ 768,163
June 30, 2017	1,710,000	971,869	2,681,869
June 30, 2018	1,780,000	888,369	2,668,369
June 30, 2019	1,860,000	808,969	2,668,969
June 30, 2020	1,940,000	733,894	2,673,894
June 30, 2021	2,025,000	652,713	2,677,713
June 30, 2022	2,115,000	565,650	2,680,650
June 30, 2023	2,210,000	473,597	2,683,597
June 30, 2024	2,315,000	371,597	2,686,597
June 30, 2025	2,425,000	272,319	2,697,319
June 30, 2026	2,540,000	166,813	2,706,813
June 30, 2027	2,655,000	56,419	2,711,419
Total	\$ 23,795,000	\$ 6,510,369	\$ 30,305,369

EXHIBIT B

SOUTH CAROLINA STATE UNIVERSITY
SCHEDULE OF TUITION FEES IN EFFECT FOR PURPOSES OF
SECTION 59-107-10 ET SEQ., CODE OF LAWS OF
SOUTH CAROLINA, 1976, AS AMENDED

	<u>In-State</u>	<u>Out-of-State</u>
Undergraduate and Graduate Full-Time Tuition ¹	\$ 3,645.00	\$ 8,529.00
Undergraduate Part-Time Tuition ²	303.75	710.75
Graduate Tuition ²	405.00	948.00

¹ Per Semester

² Per Credit Hour

For the fiscal year ended June 30, 2015, the amount of receipts designated as tuition for state institution bonds purposes was the sum of \$2,719,000. The tuition and fees generated for the 2015 summer term are not included.

The maximum principal and interest debt service payment prior to the issuance contemplated herein is \$2,711,419, which occurs in the fiscal year ending June 30, 2027.

The maximum principal and interest debt service payment after the issuance contemplated herein is anticipated to be \$2,394,457, which is anticipated to occur in the fiscal year ending June 30, 2018.

EXHIBIT C

SOUTH CAROLINA STATE UNIVERSITY
 PRO-FORMA DEBT SERVICE REQUIREMENTS OF
 NOT EXCEEDING \$23,500,000 STATE OF SOUTH CAROLINA GENERAL
 OBLIGATION STATE INSTITUTION REFUNDING BONDS,
 AT PREVAILING RATES OF INTEREST

Fiscal Year Ending	Refunding Debt Service		Total Debt Service
	Principal	Interest	
June 30, 2016	\$ -	\$ 68,537	\$ 68,537
June 30, 2017	-	411,223	411,223
June 30, 2018	1,990,000	404,457	2,394,457
June 30, 2019	2,005,000	388,167	2,393,167
June 30, 2020	2,025,000	366,291	2,391,291
June 30, 2021	2,050,000	338,871	2,388,871
June 30, 2022	2,080,000	306,436	2,386,436
June 30, 2023	2,115,000	269,504	2,384,504
June 30, 2024	2,155,000	228,390	2,383,390
June 30, 2025	2,195,000	183,683	2,378,683
June 30, 2026	2,245,000	135,606	2,380,606
June 30, 2027	2,295,000	83,835	2,378,835
June 30, 2028	2,345,000	28,492	2,373,492
Total	\$ 23,500,000	\$ 3,213,491	\$ 26,713,491

EXHIBIT D

SCHEDULE SHOWING PRO-FORMA
TOTAL PRINCIPAL AND INTEREST REQUIREMENTS OF
ALL GENERAL OBLIGATION STATE INSTITUTION BONDS
ISSUED BY THE STATE OF SOUTH CAROLINA ON BEHALF OF
SOUTH CAROLINA STATE UNIVERSITY INCLUDING THE PROPOSED ISSUE OF
TWENTY-THREE MILLION FIVE HUNDRED THOUSAND DOLLARS (\$23,500,000) OF
GENERAL OBLIGATION STATE INSTITUTION REFUNDING BONDS, AT PREVAILING RATES
OF INTEREST AFTER GIVING EFFECT TO THE DEFEASANCE OF THE REFUNDED BONDS

Fiscal Year Ending	Existing Debt Service		Debt Service on the Refunding Bonds		Total Debt Service
	Principal	Interest	Principal	Interest	
June 30, 2016	\$ 220,000	44,825	\$ -	\$ 68,537	\$ 333,362
June 30, 2017	1,485,000	37,125	-	411,223	1,933,348
June 30, 2018	-	-	1,990,000	404,457	2,394,457
June 30, 2019	-	-	2,005,000	388,167	2,393,167
June 30, 2020	-	-	2,025,000	366,291	2,391,291
June 30, 2021	-	-	2,050,000	338,871	2,388,871
June 30, 2022	-	-	2,080,000	306,436	2,386,436
June 30, 2023	-	-	2,115,000	269,504	2,384,504
June 30, 2024	-	-	2,155,000	228,390	2,383,390
June 30, 2025	-	-	2,195,000	183,683	2,378,683
June 30, 2026	-	-	2,245,000	135,606	2,380,606
June 30, 2027	-	-	2,295,000	83,835	2,378,835
June 30, 2028	-	-	2,345,000	28,492	2,373,492
Total	\$ 1,705,000	\$ 81,950	\$ 23,500,000	\$ 3,213,491	\$ 28,500,441

EXHIBIT E

SOUTH CAROLINA STATE UNIVERSITY
PROOF SHOWING COMPLIANCE WITH
TITLE 59, CHAPTER 107, CODE OF LAWS OF
SOUTH CAROLINA, 1976, AS AMENDED

Aggregate of tuition fees received by the University during preceding fiscal year ended June 30, 2015	\$ 2,719,000
Multiplied by	90%
Produces	2,447,100
Maximum annual debt service on all State Institution Bonds of the University (including the proposed issue of not exceeding Twenty-Three Million Five Hundred Thousand Dollars (\$23,500,000) General Obligation State Institution Refunding Bonds issued on behalf of the University after giving effect to the defeasance of the Refunded Bonds)	<u>2,394,457</u>
Margin	\$ 52,643

(FORM OF BOND)
(FACE OF BOND)

UNITED STATES OF AMERICA
GENERAL OBLIGATION STATE INSTITUTION REFUNDING BOND
(ISSUED ON BEHALF OF SOUTH CAROLINA STATE UNIVERSITY), SERIES 2015
OF THE STATE OF SOUTH CAROLINA

No. R-1

Rate of Interest	Maturity Date	Original Issue Date	CUSIP
	___ 1, 20__	___ 1, 20__	

Registered Holder: CEDE & CO.

Principal Amount: _____ DOLLARS (\$ _____)

THE STATE OF SOUTH CAROLINA (the "State") acknowledges itself indebted and for value received hereby promises to pay, solely as hereinafter provided, to the Registered Holder named above, or registered assigns, the Principal Amount stated above, on the Maturity Date set forth above, unless this Bond be subject to redemption and shall have been redeemed prior thereto as hereinafter provided, upon presentation and surrender of this Bond at the Corporate Trust Office of _____, in the City of _____, State of _____ (the "Paying Agent"), and to pay interest on such Principal Amount at the Rate of Interest set forth above (calculated on the basis of a 360-day year consisting of twelve 30-day months), until the obligation of the State with respect to the payment of such Principal Amount shall be discharged.

This Bond is one of an issue of Bonds in the aggregate principal amount of _____ million dollars (\$_____,000) of like tenor, except as to registered owner, numbering, rate of interest, redemption provisions, and date of maturity, issued pursuant to and in accordance with the Constitution and Statutes of the State of South Carolina, including, particularly the provisions of Chapter 107, Title 59 and Chapter 21, Title 11 of the Code of Laws of South Carolina 1976, as amended and a resolution (the "Resolution") duly adopted by the South Carolina State Fiscal Accountability Authority on _____, 20__.

[Insert Redemption Provisions]

Certain capitalized terms used herein and not otherwise defined shall have the meanings ascribed thereto in the Resolution. Certified copies of the Resolution are on file in the office of the Registrar, in the office of the Paying Agent and in the office of the Secretary of State of South Carolina.

So long as Cede & Co., as nominee of The Depository Trust Company ("DTC"), is the Registered Owner of the Bonds, references in this Bond to the Bondholders or Registered Owners of the Bonds shall mean Cede & Co. and shall not mean the beneficial owners.

The State, the Registrar and the Paying Agent may treat DTC (or its nominee) as the sole and exclusive owner of the Bonds registered in its name for the purpose of the payment of the principal of or interest or premium, if any, on the Bonds, giving any notice permitted or required to be given to

Bondholders under the Resolution, hereinafter defined, registering the transfer of Bonds, obtaining any consent or action to be taken by Bondholders and for all other purposes whatsoever, and shall not be affected by any notice to the contrary. The State, the Registrar and the Paying Agent shall not have any responsibility or obligation to any direct participant, any person claiming a beneficial ownership in the Bonds under or through DTC or any other person which is not shown on the registration books of the State (kept by the Registrar) as being a Bondholder with respect to: the accuracy of any records maintained by DTC or any direct participant; the payment by DTC or any direct participant of any amount in respect of the principal of or interest or premium, if any, on the Bonds; any notice which is permitted or required to be given to Bondholders thereunder or under the conditions for transfers or exchanges adopted by the State; or any consent given or other action taken by DTC as a Bondholder.

Interest on the Bonds is payable on ____ 1 and ____ 1 of each year (the "Bond Payment Dates") beginning ____ 1, 20__. The interest payable on any Bond Payment Date for any Bond shall be paid to the person in whose name the Bond is registered at the close of business on the 15th day next preceding such Bond Payment Date.

Each Bond shall bear interest from _____, 20__, if no interest has yet been paid; otherwise from the last Bond Payment Date to which interest has been paid and which Bond Payment Date is on or prior to the authentication date thereof.

Interest hereon will be payable by check or draft mailed at the times provided herein from the office of the Paying Agent to the person in whose name this Bond is registered at the address shown on the registration books. The principal of and interest on this Bond are payable in any coin or currency of the United States of America which at the time of payment is legal tender for the payment of public and private debts.

For the payment of the principal of and interest on this Bond as the same respectively matures, the full faith, credit and taxing power of the State are hereby irrevocably pledged and in addition thereto, but subject to the provisions of the Enabling Act, all Tuition Fees received by the University are also pledged.

This Bond and the interest hereon are exempt from all State, county, municipal, school district, and all other taxes or assessments imposed within the State of South Carolina, direct or indirect, general or special, whether imposed for the purpose of general revenue or otherwise, except inheritance, estate or transfer taxes.

This Bond is issuable only as a fully registered Bond without coupons in denominations of \$1,000 or in any whole multiple of \$1,000. This Bond is transferable, as provided in the Resolution, only upon the registration books kept for that purpose at the Corporate Trust Office of the Registrar by the Registered Holder in person or by his duly authorized attorney, upon (i) surrender of this Bond together with a written instrument of transfer satisfactory to the Registrar duly executed by the Registered Holder or his duly authorized attorney; and (ii) payment of the charges, if any, prescribed in the Resolution. Thereupon a new fully registered Bond or Bonds of like series designation, maturity and interest rate, and in a like aggregate principal amount will be issued to the transferee in exchange therefor as provided in the Resolution. The State, the Paying Agent and the Registrar may deem and treat the person in whose name this Bond is registered as the absolute owner hereof for the purpose of receiving payment of or on account of the principal hereof and interest due hereon and for all other purposes.

The State shall not be obligated to issue, exchange or transfer this Bond during the 15 days next preceding any Bond Payment Date. For every exchange or transfer of the Bonds, the State, the Paying

Agent, or the Registrar may make a charge sufficient to reimburse it for any tax, fee or other governmental charge required to be paid with respect to such exchange or transfer.

It is hereby certified and recited that all conditions, acts and things required by the Constitution and Statutes of the State of South Carolina to exist, be performed or happen precedent to or in the issuance of this Bond, exist, have been performed and have happened, that the amount of this Bond, together with all other indebtedness of the State of South Carolina, does not exceed any limit prescribed by such Constitution or Statutes, and that provision has been made for the allocation, on an annual basis, of sufficient tax revenues to provide for the punctual payment of the principal of and interest on this Bond and the issue of Bonds of which this Bond is one.

This Bond shall not be valid or obligatory for any purpose until the Certificate of Authentication hereon shall have been duly executed by the Registrar.

IN WITNESS WHEREOF, the State of South Carolina has caused this Bond to be signed in its name by the manual or facsimile signatures of the Governor of South Carolina and the State Treasurer of South Carolina, the Great Seal of the State of South Carolina to be reproduced or impressed hereon and the same to be attested by the manual or facsimile signature of the Secretary of State of South Carolina.

THE STATE OF SOUTH CAROLINA

SEAL

Nikki R. Haley
Governor

Curtis M. Loftis, Jr.
State Treasurer

Attest:

Mark Hammond
Secretary of State

CERTIFICATE OF AUTHENTICATION

This Bond is one of the Bonds of the issue described in the within mentioned Resolution.

[REGISTRAR], as Registrar

By: _____
Authorized Signatory

Date: _____, 20__

(FORM OF ASSIGNMENT)

FOR VALUE RECEIVED, the undersigned hereby sells, assigns and transfers unto

_____ (please print or type name and address of Transferee and Social Security or other identifying number of Transferee)

the within Bond and all rights and title thereunder, and hereby irrevocably constitutes and appoints _____ attorney to transfer the within Bond on the books kept for registration thereof, with full power of substitution in the premises.

Date: _____

NOTE: The signature to this assignment must correspond with the name(s) on the face of the foregoing bond in every particular, without alteration.

Signature Guaranteed:

NOTICE: Signature(s) must be guaranteed by an institution which is a participant in the Securities Transfer Agent Medallion Program ("Stamp") or similar program.

The following abbreviations shall be construed as though they were written out in full according to applicable laws or regulations:

TEN COM --	as tenants in common	UNIF GIFT MIN ACT _____	Custodian _____
TEN ENT --	as tenants by the entireties	(Cust)	(Minor)
JT TEN --	as joint tenants with right of survivorship and not as tenants in common	Under Uniform Gift to Minors Act of the State of _____	

Additional abbreviations may be used though not in the list above.

(FORM OF OFFICIAL NOTICE OF SALE)

OFFICIAL NOTICE OF SALE

\$ _____

STATE OF SOUTH CAROLINA
GENERAL OBLIGATION STATE INSTITUTION REFUNDING BONDS
(ISSUED ON BEHALF OF SOUTH CAROLINA STATE UNIVERSITY),
SERIES _____

(BOOK-ENTRY ONLY)

ELECTRONIC BIDS for the purchase of \$ _____ General Obligation State Institution Refunding Bonds (Issued on Behalf of South Carolina State University), Series 2015, of the State of South Carolina (the "Series _____ Bonds") will be received by the Governor of the State of South Carolina (the "Governor") and the State Treasurer of the State of South Carolina (the "State Treasurer"), in the Office of the State Treasurer, Room 121, in the Wade Hampton Office Building, Capitol Complex, Columbia, South Carolina, 29201, until _____ (South Carolina time) on _____, or on such other date and time as may be established by the Governor and the State Treasurer and communicated by Thomson Municipal Market Monitor not later than 48 hours prior to the time the bids are to be received.

PARITY® Only. All bids must be submitted through BiDCOMP/Parity Electronic Bid Submission System ("PARITY®"). No electronic bids from any other providers of electronic bidding services will be accepted. Information about the electronic bidding services of PARITY® may be obtained from IPREO, Municipal Services, telephone (212) 404-8102, or parity@ipreo.com.

Authorization and Security. The Bonds are issued pursuant to the constitution and laws of the State, including Article X, Section 13 of the South Carolina Constitution and Title 59, Chapter 107 and Title 11, Chapter 21 of the Code of Laws of South Carolina, 1976, as amended, and constitute general obligations of the State.

Description of the Bonds. The Bonds will initially be subject to a system of book-entry registration maintained by The Depository Trust Company, New York, New York ("DTC"). Principal of the Bonds when due will be paid upon presentation and surrender of such Bonds at the Corporate Trust Office of the Paying Agent. The Bonds will be dated and bear interest from _____ 1, 20__, at a rate or rates to be named by the successful bidder. Interest on the Bonds will be payable on _____ 1 and _____ 1 of each year commencing _____ 1, 20__, at which time interest for _____ () months will be due. Interest on the Bonds will be calculated on the basis of a 360-day year consisting of twelve 30-day months. Both principal of and interest on the Bonds will be paid in any coin or currency of the United States of America, which, at the time of payment, is legal tender for the payment of public and private debts. The Bonds will be issued in denominations of \$1,000 or any multiple thereof. The Bonds will mature on _____ 1 (the "Annual Principal Payment Date") in the years and principal amounts as follows:

* Subject to adjustment as set forth herein.

_____ 1

Principal
Amount¹

_____ 1

Principal
Amount

Optional Redemption. The Bonds maturing on and prior to ____, 20 __, will not be subject to optional redemption prior to their maturity date. The Bonds maturing after ____, 20 __ are subject to redemption, in whole or in part, at any time in any order of maturity to be determined by the State, on and after ____, 20 __, at par plus accrued interest to the date fixed for redemption.

Term Bonds. Bidders may designate in their bid two or more consecutive annual principal payments as a term bond which matures on the last Annual Principal Payment Date of the sequence. Any term bond so designated must be subject to mandatory sinking fund redemptions in each year on the Annual Principal Payment Dates such that the principal amounts subject to mandatory sinking fund redemption match the principal amounts scheduled to mature as set forth in the table above* and equal, together with the principal amount of such term bond due at its maturity, the principal amount of the term bond. There is no limitation on the number of term bonds.

Adjustments to Principal Amounts of the Bonds. As promptly as reasonably possible after the bids are received, the State will notify the bidder to whom the Bonds will be awarded, if and when such award is made, and such bidder, upon such notice, shall advise the State of the initial public offering prices of each maturity of the Bonds (the "Initial Reoffering Prices"). The Initial Reoffering Prices of the Bonds will be used to calculate the final maturity schedule and the final aggregate principal amount of the Bonds (the "Final Amounts") to accommodate objectives of the State, such as to limit net bond proceeds, maintain compliance with constitutional and statutory debt limitations, maintain level annual debt service within each fiscal year, achieve a more favorable interest rate at the sale of the Bonds, and achieve any savings objectives, as applicable. The successful bidder may not withdraw its bid or change the interest rates bid or the Initial Reoffering Prices as a result of any changes made to the revised amounts.

The dollar amount bid by the successful bidder will be adjusted to reflect any adjustments in the aggregate principal amount of the Bonds. Such adjusted bid price will reflect changes in the dollar amount of the underwriter's discount and original issue discount or premium, if any, but will not change the selling compensation per \$1,000 of par amount of the Bonds from the selling compensation that would have been received based on the purchase price of the winning bid and the Initial Reoffering Prices. The interest rate specified by the successful bidder for each maturity at the Initial Reoffering Price for such maturity will not change.

The Final Amounts and the adjusted purchase price will be communicated to the successful bidder as soon as possible, but no later than 4:00 p.m. (Eastern Time) on the day of the sale.

Electronic Bidding Procedures. Bids to purchase Bonds (all or none) must be submitted electronically via PARITY®. Bids will be communicated electronically to the State at _____ a.m. (Eastern Time) on _____, _____. Prior to that time, a prospective bidder may (1) submit the proposed terms of its bid via PARITY®, (2) modify the proposed terms of its bid, in which event the proposed terms as last modified will (unless the bid is withdrawn as described herein) constitute its bid for the Bonds or (3) withdraw its proposed bid. Once the bids are communicated electronically via PARITY® to the State, each bid will constitute an irrevocable and unconditional offer to purchase the Bonds on the terms therein provided. For purposes of the electronic bidding process, the time as maintained on PARITY® shall constitute the official time. The State will not accept bids by any means other than electronically via PARITY®.

Disclaimer. Each prospective bidder shall be solely responsible to submit its bid via PARITY® as described above. Each prospective bidder shall be solely responsible to make necessary arrangements to access PARITY® for the purpose of submitting its bid in a timely manner and in compliance with the requirements of this Notice of Sale. Neither the State nor PARITY® shall have any duty or obligation to provide or assure access to PARITY® to any prospective bidder, and neither the State nor PARITY® shall be responsible for proper operation of, or have any liability for any delays or interruptions of, or any damages caused by, PARITY®. The State is using PARITY® as a communication mechanism, and not as the State's agent, to conduct the electronic bidding for the Bonds. The State is not bound by any advice and determination of PARITY® to the effect that any particular bid complies with the terms of this Notice of Sale and in particular the "Conditions of Sale" hereinafter set forth. All costs and expenses incurred by prospective bidders in connection with their submission of bids via PARITY® are the sole responsibility of the bidders; and the State is not responsible, directly or indirectly, for any of such costs or expenses. If a prospective bidder encounters any difficulty in submitting, modifying, or withdrawing a bid for the Bonds, the bidder should telephone PARITY® at (212) 404-8102 and notify the State's Financial Advisor, Public Resources Advisory Group, Inc., by telephone at (212) 566-7800. To the extent any instructions or directions set forth in PARITY® conflict with this Notice of Sale, the terms of this Notice of Sale shall control. For further information about PARITY®, potential bidders may contact PARITY® at i-Deal (212) 404-8102.

CONDITIONS OF SALE

Bidders are invited to name the rate or rates of interest which the Bonds are to bear, and unless all bids are rejected, they will be awarded to the bidder offering to purchase all of the Bonds at the lowest interest cost (as defined below) to the State at a price of not less than the par amount of the Bonds, plus accrued interest to the date of delivery, if any. Bidders may name any number of rates of interest, in any variations selected by the bidder except that:

- (a) All Bonds of the same maturity shall bear the same rate of interest;
 - (b) No rate of interest named shall be more than six (6) percentage points;
 - (c) A zero (0.0) percentage point rate of interest is not permitted;
 - (d) Each interest rate named shall be a multiple of 1/8th or 1/20th of one (1) percentage point;
- and
- (e) Any premium offered must be paid in cash as a part of the purchase price.

By submitting a bid, each bidder represents that the bidder's proposal is genuine, and not a sham or collusive, and is not made in the interest of or on behalf of any person not therein named, the bidder has not directly or indirectly induced or solicited any other bidder to submit a sham bid or any other person, firm or corporation to refrain from bidding, and the bidder has not in any manner sought by collusion to secure for it an advantage over any other bidder. No good faith deposit will be required.

Basis of Award. The Bonds will be awarded to the bidder offering to purchase all of the Bonds at the lowest interest cost to the State. The lowest interest cost shall be determined in accordance with the true interest cost (TIC) method by doubling the semiannual interest rate, compounded semiannually, necessary to discount the debt service payments from the payment dates to the date of the Bonds and to the amount bid, not including interest accrued to the date of delivery (expected to be on or about _____, ____).

Acceptance or Rejection of Bids. Bids will be accepted or rejected promptly after receipt and not later than by 2:00 p.m. (Eastern Time) on the day of the sale. In the event of tie low bids, the State shall select the successful bidder or bidders.

Rights Reserved. The State reserves the right to reject any and all bids and to reject any bids not complying with this Notice of Sale. The State also reserves the right to waive any irregularity or informality with respect to any bid.

Right to Change this Notice of Sale and to Postpone Offering. The State reserves the right to make changes to this Notice of Sale and also reserves the right to postpone, from time to time, the date and time established for the receipt of bids. Any such postponement will be announced via TM3. If any date and time fixed for the receipt of bids and the sale of the Bonds is postponed, an alternative sale date and time will be announced via TM3 at least 48 hours prior to such alternative sale date. On any such alternative sale date and time, any bidder may submit an electronic bid for the purchase of the Bonds in conformity in all respects with the provisions of this Notice of Sale, except for the date and time of sale and except for any changes announced over TM3 at the time the sale date and time are announced.

Delivery of the Bonds. The Bonds will be delivered through the facilities of DTC on or about _____, _____, against payment of the purchase price therefor in federal funds.

Documents to be Delivered at Closing. The State will furnish, without cost to the successful bidder, the Bonds and the opinions of The Honorable Alan Wilson, Attorney General of the State of South Carolina; and Pope Flynn, LLC, Bond Counsel with respect to the Bonds. The opinion of Bond Counsel will be attached to the back of each of the Bonds.

Tax Opinion. With respect to the Bonds, the opinion of Bond Counsel will state that (a) interest on the Bonds is excludable from gross income for federal income tax purposes under the Internal Revenue Code of 1986, as amended (the "Code"), and is not an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals and corporations; provided, however, it is taken in to account in determining adjusted current earnings of certain corporations; and (b) the Bonds and the interest thereon are exempt from all State, county, municipal, school district and all other taxes or assessments imposed within the State of South Carolina, direct or indirect, general or special, whether imposed for the purpose of general revenue or otherwise, except inheritance, estate, transfer or certain franchise taxes. The opinion will further state that the Code establishes certain requirements which must be met subsequent to the issuance and delivery of the Bonds in order that interest on the Bonds remains excludable from gross income for federal income tax purposes. Noncompliance may cause interest on the Bonds to be included in gross income retroactive to the date of issuance of the Bonds, regardless of the date on which such noncompliance occurs or is ascertained. The State has covenanted to comply with the requirements of the Code in the resolutions pursuant to which the Bonds are issued and, in rendering its opinion, Bond Counsel will assume compliance with such covenants.

Undertakings of the Successful Bidder. The successful bidder (hereafter, the "Purchaser") agrees to provide certificates, including, but not limited to, the issue price certificate attached hereto as Exhibit A.

CUSIP Numbers. It is anticipated that CUSIP identification numbers will be printed on the Bonds, but neither the failure to print such numbers on any Bonds nor any error with respect thereto shall constitute

cause for a failure or refusal by the Purchaser to accept delivery of and pay for the Bonds. Each maturity of the Bonds must have a separate CUSIP number, which shall be the responsibility of and shall be paid by the Purchaser.

Official Statement. A Preliminary Official Statement dated _____, _____, with respect to the Bonds has been prepared by the State, and such Preliminary Official Statement is deemed final by the State for purposes of Rule 15c2-12 of the United States Securities and Exchange Commission (the "Rule"). The only information omitted from the Preliminary Official Statement are those items permitted to be omitted under the Rule. The Preliminary Official Statement is available at <http://www.i-dealprospectus.com>. The State designates the Purchaser as its agent for purposes of distributing copies of the final Official Statement. The Purchaser agrees to (1) accept such designation, and (2) assure proper dissemination of the final Official Statement. The State will prepare and provide to the Purchaser, within 7 business days after the sale date, a mutually agreed upon number of printed copies of the final Official Statement. The final Official Statement shall be in substantially the same form as the Preliminary Official Statement, subject to any additions, deletions or revisions that the State believes are necessary.

Continuing Disclosure. In order to assist the Purchaser in complying with the Rule, the State will undertake, in accordance with the authorizing resolutions pursuant to which the Bonds are issued and Continuing Disclosure Undertakings, to provide annual reports and notices of certain events. A description of this undertaking is set forth in the Preliminary Official Statement and will also be set forth in the final Official Statement.

Additional Information. Prospective purchasers may obtain, in advance of the sale, copies of the Preliminary Official Statement relating to the Bonds from (i) the i-dealprospectus website, <http://www.i-dealprospectus.com>; (ii) Kevin Kibler, Senior Assistant State Treasurer, 122 Wade Hampton Office Building, Columbia, South Carolina, 29201 (telephone: (803) 734-1391; email: kevin.kibler@sto.sc.gov); or (iii) Samuel W. Howell IV, Disclosure Counsel, Howell Linkous & Nettles, LLC, The Lining House, 106 Broad Street, Charleston, South Carolina, 29401 (telephone: (843) 266-3801; email: samhowell@bond-law.com).

Nikki R. Haley, Governor of South Carolina

Curtis M. Loftis, Jr., State Treasurer of South Carolina

Dated _____, _____

CERTIFICATE AS TO ISSUE PRICE

The undersigned, a duly authorized officer of [Purchaser], as the purchaser (the "Purchaser") of the \$ _____ General Obligation State Institution Refunding Bonds (Issued on Behalf of South Carolina State University), Series _____, of the State of South Carolina (the "Bonds"), represents and certifies, to establish the "issue price" of the Bonds within the meaning of Section 148 of the Internal Revenue Code of 1986, as amended (the "Code"), and certain other matters, that:

1. The Purchaser has made a bona fide public offering of each maturity of the Bonds to the public (excluding bond houses, brokers or similar persons or organizations acting in the capacity of underwriters or wholesalers) (the "Public") at the initial public offering price (the "Initial Public Offering Price") set forth on the inside cover pages of the Official Statement, dated _____, _____, related to the Bonds.

2. The Purchaser reasonably expected to sell each maturity of the Bonds, and [; except as described in Section 3 hereof,] first sold at least 10% of each maturity of the Bonds to the Public as of _____, _____, the first day on which there was an acceptance of bid in writing for the sale of the Bonds (the "Sale Date"), at the applicable Initial Public Offering Price. The Initial Public Offering Prices for the Bonds were established by a bona fide public offering of each maturity of the Bonds to the Public. The Initial Public Offering Price of each maturity of the Bonds did not exceed the fair market value of each such maturity of the Bonds as of the Sale Date.

[3. Notwithstanding the Purchaser's reasonable expectations, the Purchaser was unable to sell the first 10% of the [list of undersold maturities] of the Bonds to the Public on the Sale Date at the Initial Public Offering Price.]

4. The Purchaser realized total selling compensation (the aggregate total anticipated compensation to the Purchaser expressed in dollars, based on the expectation that all of the Bonds are sold at prices or yields at which the Purchaser advised the State of South Carolina (the "State") that the Bonds were initially offered to the public) in the amount of \$ _____.

The Purchaser acknowledges that the State will rely on the information set forth in this Certificate with respect to certain representations made by the State in its Arbitrage and Tax Regulatory Certificate entered on the date hereof in connection with the issuance of the Bonds; and that Bond Counsel to the State will rely on the representations contained in this Certificate for certain purposes in connection with the issuance of the Bonds and its opinion as to the exclusion of the interest on the Bonds from gross income for federal income tax purposes, including without limitation, the determination that the Bonds do not constitute "arbitrage bonds" within the meaning of Section 148 of the Code.

Signed this ____ day of _____, _____.

[Purchaser]

By: _____
Name: _____
Title: _____

FORM OF CONTINUING DISCLOSURE UNDERTAKING

This Continuing Disclosure Undertaking (this "Disclosure Undertaking") is executed and delivered this ___ day of _____, 20__, by the State of South Carolina (the "State") in connection with the issuance of the State's \$ _____ General Obligation State Institution Refunding Bonds (Issued on Behalf of South Carolina State University), Series ____ (the "Bonds").

The Bonds are being issued pursuant to a resolution adopted on _____, 20__ (the "Resolution"), by the South Carolina State Fiscal Accountability Authority authorizing the issuance of the Bonds. The State covenants and agrees as follows:

Section 1. Purpose of the Disclosure Undertaking. This Disclosure Undertaking is being executed and delivered by the State for the benefit of the holders and Beneficial Owners of the Bonds and in order to assist the Participating Underwriters in complying with the United States Securities and Exchange Commission (the "SEC") Rule 15c2-12(b)(5).

Section 2. Definitions. In addition to the definitions set forth in the Resolution, which apply to any capitalized terms used in this Section, the following capitalized terms shall have the following meanings:

"Annual Report" means the annual report provided by the State pursuant to, and as described in, Sections 3 and 4 of this Disclosure Undertaking.

"Beneficial Owner" means any person which (a) has the power, directly or indirectly, to vote or consent with respect to, or to dispose of ownership of, any Bonds (including persons holding Bonds through nominees, depositories or other intermediaries), or (b) is treated as the owner of any Bonds for federal income tax purposes.

"Dissemination Agent" means any person designated in writing by the State and which has filed with the State a written acceptance of such designation.

"EMMA" means the Electronic Municipal Market Access system described in SEC Release No. 34-59062 (or any successor electronic information system) and maintained by MSRB as the sole repository for the central filing of electronic disclosure pursuant to the Rule.

"Listed Events" means any of the events listed in Section 5(a) or (b) of this Disclosure Undertaking.

"MSRB" means the Municipal Securities Rulemaking Board or any other entity designated or authorized by the SEC to receive reports pursuant to the Rule. Unless otherwise designated by MSRB or the SEC, filings with the MSRB are to be made through EMMA.

"Official Statement" means the Official Statement dated _____, 20__, prepared in connection with the Bonds.

"Participating Underwriter" means any of the original underwriters of the Bonds required to comply with the Rule in connection with the offering of the Bonds.

"Rule" means Rule 15c2-12(b)(5) adopted by the SEC under the Securities Exchange Act of 1934, as the same may be amended from time to time.

“State” means the State of South Carolina.

Section 3. Provision of Annual Reports. (a) The State shall, not later seven (7) months after the end of the State’s fiscal year (which shall be January 31 of each year, so long as the State’s fiscal year ends on June 30), commencing with the report for the fiscal year ending June 30, 20__, provide to the MSRB an Annual Report which is consistent with the requirements of Section 4 of this Disclosure Undertaking. The Annual Report may be submitted as a single document or as separate documents comprising a package, and may cross-reference other information as provided in Section 4 of this Disclosure Undertaking; provided, however, that the audited financial statements of the State for the fiscal year ending June 30, 20__, and for each subsequent fiscal year may be submitted separately from the remainder of the Annual Report, and later than the date required for the filing of the Annual Report if they are not available by that date. If the State’s fiscal year changes, it shall give notice of such change in the same manner as for a Listed Event under Section 5(a) hereof.

(b) If the State is unable to provide to the MSRB an Annual Report by the date required in subsection (a) above, the State shall, in a timely manner, send or cause to be sent to the MSRB, a notice in substantially the form attached hereto as Exhibit A.

(c) In the event that there is a Dissemination Agent, then not later than fifteen (15) business days prior to each due date, commencing _____, _____, the State shall provide the Annual Report to the Dissemination Agent for distribution to the MSRB. In connection with this distribution of the Annual Report, the Dissemination Agent, if any, shall file a report with the State certifying that the Annual Report has been provided pursuant to this Disclosure Undertaking, and stating the date it was provided to the MSRB.

Section 4. Contents of Annual Reports. The Annual Report shall contain or incorporate by reference the following:

(a) The audited Comprehensive Annual Financial Report of the State for the fiscal year ended on the previous June 30, prepared in accordance with accounting principles generally accepted within the United States of America as promulgated to apply to governmental entities from time to time by the Governmental Accounting Standards Board. If the State’s audited financial statements are not available by the time the Annual Report is required to be provided to the MSRB pursuant to Section 3(a) hereof, the Annual Report shall contain unaudited financial statements in a format similar to the financial statements contained in the Official Statement, and the audited financial statements shall be provided to the MSRB in the same manner as the Annual Report when they become available;

(b) Revenue by sources in the preceding fiscal year for all governmental fund types, as indicated in Note 1 of the Audited Financial Statements contained as Appendix A in the Official Statement;

(c) Computation of the legal debt margin for General Obligation Bonds as set forth in the Official Statement under the heading “DEBT OF THE STATE OF SOUTH CAROLINA”; and

(d) Total outstanding general obligation bonds and annual debt service as set forth in the Official Statement under the headings “DEBT OF THE STATE” and “TABLES RELATING TO THE BONDS AND THEIR EFFECT ON THE DEBT OF THE STATE”; and

(e) Total general obligation bonds per capita as set forth in the Official Statement under the heading “RELATIONSHIP OF POPULATION AND PERSONAL INCOME TO GENERAL OBLIGATIONS OF THE STATE.”

The Annual Report may consist of one or more documents. Any or all of the items listed above may be included by specific reference to other documents, including official statements of debt issues of the State, which have been made available to the public on EMMA. The State shall clearly identify each such other document so included by reference.

Section 5. Reporting of Significant Events. (a) The State shall give or cause to be given notice of the occurrence of any of the following events with respect to the Bonds in a timely manner not later than ten business days after the occurrence of the event:

- (i) principal and interest payment delinquencies;
- (ii) non-payment related defaults, if material;
- (iii) unscheduled draws on debt service reserves reflecting financial difficulties;
- (iv) unscheduled draws on credit enhancements reflecting financial difficulties;
- (v) substitution of credit or liquidity providers, or their failure to perform;
- (vi) adverse tax opinions, the issuance by the Internal Revenue Service of proposed or final determinations of taxability Notices of Proposed Issue (IRS Form 5701-TEB) or other material notices of determinations with respect to the tax status of the Bonds, or other material events affecting the tax status of the Bonds;
- (vii) modifications to rights of security holders, if material;
- (viii) Bond calls, if material and tender offers;
- (ix) defeasances;
- (x) release, substitution, or sale of property securing repayment of the Bonds, if material;
- (xi) rating changes;
- (xii) bankruptcy, insolvency, receivership or similar event of any obligated person, which event is considered to occur when any of the following occur: the appointment of a receiver, fiscal agent, or similar officer for an obligated person in a proceeding under the U.S. Bankruptcy Code or in any other proceeding under state or federal law in which a court or governmental authority has assumed jurisdiction over substantially all of the assets or business of the obligated person, or if such jurisdiction has been assumed by leaving the existing governing body and officials or officers in possession but subject to the supervision and orders of a court or governmental authority, or the entry of an order confirming a plan of reorganization, arrangement or liquidation by a court or governmental authority having supervision or jurisdiction over substantially all of the assets or business of the obligated person;
- (xiii) the consummation of a merger, consolidation or acquisition involving an obligated person or the sale of all or substantially all of the assets of the obligated person, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms, if material; and

(xiv) appointment of a successor or additional trustee or the change of name of trustee, if material.

Section 6. Format for Filing With the MSRB. All documents provided to the MSRB pursuant to this Disclosure Undertaking shall be submitted in electronic format and shall identify the Bonds by name and CUSIP number or shall be accompanied by such identifying information as described from time to time by the MSRB.

Section 7. Termination of Reporting Obligation. This Disclosure Undertaking shall remain in full force and effect until such time as all principal, redemption premiums, if any, and interest on the Bonds shall have been paid in full or the Bonds shall have otherwise been paid or legally defeased; provided, however, that if the Rule (or any successor provision) shall be amended, modified, or changed so that all or any part of the information currently required to be provided thereunder shall no longer be required to be provided thereunder, then such information shall no longer be required to be provided hereunder; and provided further that if and to the extent the Rule (or any successor provision), or any provision thereof, shall be declared by a court of competent and final jurisdiction to be, in whole or in part, invalid, unconstitutional, null and void, or otherwise inapplicable to the Bonds, then the information required to be provided hereunder, insofar as it was required to be provided by a provision of the Rule so declared, shall no longer be required to be provided hereunder. Upon any legal defeasance, the State shall electronically file notice of such defeasance with the MSRB, and such notice shall state whether the Bonds have been defeased to maturity or to redemption and the timing of such maturity or redemption.

Section 8. Dissemination Agent. The State may, from time to time, appoint or engage a Dissemination Agent to assist in its carrying out its obligations under this Disclosure Undertaking, and may discharge any such Dissemination Agent, with or without appointing a successor Dissemination Agent. The Dissemination Agent shall not be responsible in any manner for the content of any notice or report prepared by the State pursuant to this Disclosure Undertaking.

Section 9. Amendment; Waiver. The State may amend this Disclosure Undertaking, and any provision of this Disclosure Undertaking may be waived, provided that the following conditions are satisfied:

(a) If the amendment or waiver relates to the provisions of Sections 3(a), 4 or 5(a) hereof, it may only be made in connection with a change in circumstances that arises from a change in legal requirements or change in law;

(b) This Disclosure Undertaking, as amended or taking into account such waiver, would, in the opinion of nationally recognized bond counsel, have complied with the requirements of the Rule at the time of the original issuance of the Bonds, after taking into account any amendments or interpretations of the Rule, as well as any change in circumstances; and

(c) The amendment or waiver does not, in the opinion of nationally recognized bond counsel, materially impair the interests of the holders or Beneficial Owners of the Bonds.

In the event of any amendment or waiver of a provision of this Disclosure Undertaking, the State shall describe such amendment in the next Annual Report, and shall include, as applicable, a narrative explanation of the reason for the amendment or waiver and its impact on the type (or in the case of a change of accounting principles, on the presentation) of financial information or operating data being presented by the State. In addition, if the amendment relates to the accounting principles to be followed in preparing financial statements, (i) notice of such change shall be given by filing with the MSRB and (ii) the Annual

Report for the year in which the change is made should present a comparison (in narrative form and also, if feasible, in quantitative form) between the financial statements as prepared on the basis of the new accounting principles and those prepared on the basis of the former accounting principles.

Section 10. Additional Information. Nothing in this Disclosure Undertaking shall be deemed to prevent the State from disseminating any other information, using the means of dissemination set forth in this Disclosure Undertaking or any other means of communication, or including any other information in any Annual Report or notice of occurrence of a Listed Event, in addition to that which is required by this Disclosure Undertaking. If the State chooses to include any information in any Annual Report or notice of occurrence of a Listed Event in addition to that which is specifically required by this Disclosure Undertaking, the State shall have no obligation under this Disclosure Undertaking to update such information or include it in any future Annual Report or notice of occurrence of a Listed Event or any other event required to be reported.

Section 11. Default. In the event of a failure of the State to comply with any provision of this Disclosure Undertaking, any holder or Beneficial Owner of the Bonds may take such actions as may be necessary and appropriate, including seeking *mandamus* or specific performance by court order, to cause the State to comply with its obligations under this Disclosure Undertaking; provided, however that any such action may be instituted only in the Federal or State courts located in Columbia, South Carolina. A default under this Disclosure Undertaking shall not be deemed an event of default under the Resolution, and the sole remedy under this Disclosure Undertaking in the event of any failure of the State to comply with this Disclosure Undertaking shall be an action to compel performance.

Section 12. Beneficiaries. This Disclosure Undertaking shall inure solely to the benefit of the State, the Dissemination Agent, the Participating Underwriters and holders and Beneficial Owners from time to time of the Bonds, and shall create no rights in any other person or entity. This Disclosure Undertaking is not intended to create any monetary rights on behalf of any person.

THE STATE OF SOUTH CAROLINA

By: _____
State Treasurer

Date: _____

EXHIBIT A

NOTICE TO MUNICIPAL SECURITIES RULEMAKING BOARD
OF FAILURE TO FILE ANNUAL REPORT

Issuer: State of South Carolina

Obligations: \$ _____ General Obligation State Institution Refunding Bonds (Issued on Behalf of South Carolina State University), Series _____

Date of Issuance: _____, 20__

CUSIPs: _____

NOTICE IS HEREBY GIVEN that the Issuer has not provided an Annual Report with respect to the above-named Bonds as required by the Resolution adopted on _____, 20__. The State anticipates that the Annual Report will be filed by _____.

STATE OF SOUTH CAROLINA

By: _____
State Treasurer

Date: _____

STATE FISCAL ACCOUNTABILITY AUTHORITY
MEETING OF October 27, 2015

REGULAR SESSION
ITEM NUMBER 8

AGENCY: State Fiscal Accountability Authority

SUBJECT: Future Meeting

The next regular meeting of the State Fiscal Accountability Authority will be held at 10:00 a.m. on Tuesday, December 15, 2015, in Room 252, Edgar A. Brown Building.

State Fiscal Accountability Authority Meetings Remaining in 2015

Tuesday, December 15

AUTHORITY ACTION REQUESTED:

Agree to meet at 10:00 a.m. on Tuesday, December 15, 2015, in Room 252, Edgar A. Brown Building.

ATTACHMENTS: