

## OHIO PUBLIC FACILITIES COMMISSION

### Minutes of January 8, 2014 Meeting

The Ohio Public Facilities Commission held a meeting commencing at 3:00 p.m. on Wednesday, January 8, 2014, in the 35th Floor Conference Room, Office of Budget and Management, James A. Rhodes State Office Tower, 30 East Broad Street, Columbus, Ohio, pursuant to notice of meeting given by the Secretary pursuant to the Bylaws.

[Copies of the items marked \* are attached hereto and made a part of these minutes.]

Mr. Scurlock reported for the Secretary that a new written designation of Seth Metcalf and Dana Wasserman, in the alternative, for the Treasurer of State, pursuant to Section 151.02 of the Revised Code and Section 2.1 of the Bylaws, was filed with the Secretary since the last meeting of the Commission.

Pursuant to the Bylaws, Mr. Grodhaus presided as Chair of the meeting and called the meeting to order. Upon roll call, the Chair declared a quorum to be present. The following member and designees of the members of the Commission, eligible to vote at the meeting, were present during the meeting:

Michael Grodhaus, Office of the Governor  
Seth Metcalf, Office of Treasurer of State  
David Yost, Auditor of State  
Kimberly Murnieks, Office of the Attorney General  
Veronica Sherman, Office of the Secretary of State  
Kurt Kauffman, Office of Budget and Management

Among others present were Larry Scurlock (Assistant Secretary), Cassie Sanfrey (Office of Budget and Management); Dana Wasserman and Phil Mulroy (Office of the Treasurer); from Bond Counsel, William Conard (Bricker & Eckler LLP), and Steve Grassbaugh and Allison Binkley (Benesch Friedlander Coplan & Aronoff LLP); from the Financial Adviser, Noreen White (Acacia Financial Group, Inc.); and from Issuer/Disclosure Counsel, Greg Stype (Squire Sanders (US) LLP).

Mr. Scurlock filed the certificate\* of compliance with the Commission's rule for notification of meetings to the public and news media.

Mr. Grodhaus then asked for consideration and approval of the minutes of the Commission's December 18, 2013 meeting. After discussion, Mr. Metcalf moved, seconded by Mr. Grodhaus, to amend those minutes on page 1 to reflect that Ms. Brey was not in attendance at that meeting, to correct the misspelling of a name and to more clearly reflect Mr. Kauffman's confirmation that the wording of the certification as to compliance with applicable law in the qualifications submitted by U.S. Bank had been revised to match the language required by the Commission. Upon roll call, the motion was approved as follows: Ayes – Grodhaus, Metcalf, Yost, Murnieks, Sherman and Kauffman; Nays – None. Mr. Metcalf then moved, seconded by Ms.

Sherman, to approve the minutes of the December 18, 2013 Commission meeting as so amended. There being no further discussion, upon roll call, the motion was approved as follows: Ayes – Grodhaus, Metcalf, Yost, Murnieks, Sherman and Kauffman.; Nays – None. The Chair declared the motion passed and the minutes approved.

At the request of the Chair, Mr. Metcalf presented to the Commission the tabulations\* of bids received until 10:30 a.m. for the State of Ohio Infrastructure Improvement General Obligation Bonds, Series 2014A, for which the State had received the good faith deposit from the winning bidder in the amount and in the manner, and by the time, specified in the Official Notice of Sale, and Ms. White commented on the results of the sale indicating it was well received by institutional investors, in particular, State Farm Insurance and JP Morgan. She said that these institutional investors, who do their own credit work, noted as a reason to purchase these Bonds the improving credit position of the State which is evidenced from both the 2012 rating outlook upgrades in addition to their own credit assessment. Ms. White also said that the winning bidder, Citi, indicated that these two institutions were anchor orders that allowed Citi to submit an aggressive bid. Ms. White concluded that the continued improvement in the credit of the State had a direct and positive impact on interest rate bids the Commission received on this sale.

There was then presented to the Commission completed Resolution No. 2014-1\*, entitled “Resolution of Award, awarding \$150,000,000 State of Ohio

RESOLUTION NO. 2014-1  
RESOLUTION OF AWARD  
(INFRASTRUCTURE 2014A)

Infrastructure Improvement General Obligation Bonds, Series 2014A.” It was moved by Mr. Kauffman, and Mr. Grodhaus seconded the motion, that Resolution No. 2014-1 be adopted. Upon roll call, the motion was approved as follows: Ayes – Grodhaus, Metcalf, Yost, Murnieks, Sherman and Kauffman; Nays – None. The Chair declared the motion passed and Resolution No. 2014-1 adopted.

Ms. Sherman then moved, seconded by Mr. Metcalf, that the Director of Budget and Management, as Secretary of the Commission and as that Director, is authorized and directed to make or cause to be made, with the assistance of his staff and advisers or others, all necessary and appropriate arrangements for the competitive sale and issuance by the Commission of \$300,000,000 Higher Education General Obligation Bonds, Series 2014A, with Benesch Friedlander Coplan & Aronoff LLP serving as bond counsel and Public Financial Management, Inc. serving as financial adviser, with formal authorization and award being subject to the Commission’s adoption of the Series Resolution providing for the issuance, sale and award of those Bonds. After explanation by Mr. Scurlock of this motion and the resolution that follows, the motion was approved on roll call as follows: Ayes – Grodhaus, Metcalf, Yost, Murnieks, Sherman and Kauffman; Nays – None. The Chair declared the motion passed.

There was then presented to the Commission Resolution No. 2014-2\*, entitled "Series Resolution Providing for the Competitive Sale and Issuance of \$300,000,000 State of Ohio Higher Education General

RESOLUTION NO. 2014-2  
SERIES 2014A RESOLUTION  
(HIGHER EDUCATION 2014A)

Obligation Bonds, Series 2014A." It was moved by Mr. Kauffman, and Mr. Grodhaus seconded the motion, that Resolution No. 2014-2 be adopted. Upon roll call, the motion was approved as follows: Ayes – Grodhaus, Metcalf, Yost, Murnieks, Sherman and Kauffman; Nays – None. The Chair declared the motion passed and Resolution No. 2014-2 adopted.

In response to an inquiry from Mr. Metcalf, Mr. Scurlock provided an update and information on the status of the implementation of the interest rate hedge agreement changes authorized in Resolution No. 2013-19 adopted December 18, 2013. Mr. Scurlock also mentioned the next meeting of the Commission would likely be in April.

There being no further business, the meeting was adjourned.

  
Secretary