

**KENTUCKY STATE PROPERTY AND BUILDINGS COMMISSION**  
**MINUTES**  
**DECEMBER 5, 2019**  
**1:00 PM**

The Kentucky State Property and Buildings Commission ("SPBC" or the "Commission") meeting was called to order on Thursday, December 5, 2019, at 1:00 PM. ET in Room 182 of the Capitol Annex by Melinda Hill permanent proxy for William M. Landrum III, Secretary of the Finance and Administration Cabinet ("FAC") and Executive Director to the Commission. Other members present were Secretary Scott Brinkman, permanent proxy for Governor Matt Bevin; Justin McNeil, permanent proxy for Attorney General Andy Beshear; Edgar C. Ross, State Controller, Office of the Controller; and Katie Smith, proxy for Vivek K. Sarin, Interim Secretary for the Cabinet for Economic Development ("CED").

The Office of Financial Management ("OFM") Staff Members Present: Ryan Barrow, Executive Director of OFM and Secretary to the Commission; Sandy Williams, Deputy Executive Director; Billy Aldridge, John Brady, Steve Starkweather, and Jennifer Yount.

Other Guests Present: Carla Wright, Office of the State Budget Director ("OSBD"); Jenny Wells Lathrem, Legislative Research Commission ("LRC"); Tracy Thurston, Kentucky Housing Corporation ("KHC").

Ms. Hill verified with staff a quorum was present and the press had been notified of the meeting.

Ms. Hill introduced the first item for business, which was the approval of the minutes from the October 2, 2019, meeting. A motion to accept the minutes of the October 2, 2019, meeting was made by Ms. Smith and seconded by Mr. Ross. There being no further discussion, the motion **CARRIED**.

Ms. Hill recognized John Brady to present **Resolution 2019-19**:

**A RESOLUTION OF THE STATE PROPERTY AND BUILDINGS  
COMMISSION OF THE COMMONWEALTH OF KENTUCKY  
APPROVING THE ISSUANCE BY THE KENTUCKY HOUSING  
CORPORATION OF ITS MULTIFAMILY HOUSING REVENUE BONDS  
IN ONE OR MORE SERIES IN AN AGGREGATE PRINCIPAL AMOUNT  
NOT TO EXCEED \$48,000,000.**

Mr. Brady presented Resolution 2019-19 for the approval of the Donerail Run Apartments Project in an amount not to exceed \$48 million. Proceeds of the bonds will be used to finance the acquisition, rehabilitation, construction, and equipping of a multifamily residential rental project containing approximately 312 units, located at 11312, 11314, and 11404 Taylorsville Road, Louisville, Kentucky. The proposed date of sale is March 30, 2020. The anticipated rating from Standard & Poor's is A-1+. The estimated total project cost is approximately \$61 million. The anticipated net interest rate is 4.20 % over a term of 18 years. The method of sale is a private placement. Bond counsel is Frost Brown Todd LLC, and the developer is LDG Multifamily LLC.

KHC Board of Directors approved the transaction on August 29, 2019. Staff recommended approval.

Ms. Hill called for a motion to approve Resolution **2019-19**. Ms. Smith made a motion and was seconded by Secretary Brinkman. The motion **CARRIED** and Resolution **2019-19** was **ADOPTED**.

Ms. Hill recognized Billy Aldridge to present **Resolution 2019-20**:

**RESOLUTION OF THE STATE PROPERTY AND BUILDINGS  
COMMISSION OF THE COMMONWEALTH OF KENTUCKY  
APPROVING THE ISSUANCE OF UNIVERSITY OF KENTUCKY  
GENERAL RECEIPTS BONDS IN ONE OR MORE SERIES.**

Mr. Aldridge presented Resolution 2019-20 for the approval to issue University of Kentucky General Receipt Bonds in one or more series. The approximate principal amount is \$125 million. Bond proceeds will be used to (i) finance the projects listed as "Renew / Modernize Facilities" in H. B. 200 of the 2018 Regular Session of the Kentucky General Assembly; and (ii) pay costs of issuance. The project was included in OFM's December submittal to Capital Projects and Bond Oversight Committee, scheduled to meet on December 17, 2019. The proposed date of sale for the General Receipts Bonds is January 22, 2020, and the proposed closing date is February 19, 2020. For the Tax Exempt Series A, the anticipated all in true interest cost is 2.808%. This will be a 20-year financing with a final maturity date of April 1, 2040. For the Taxable Series B, the anticipated all in true interest cost is 3.006%. This will be a 5-year financing with a final maturity date of April 1, 2025. The method of sale is a competitive sale. Bond counsel is Dinsmore & Shohl, and the financial advisor is Baird. The tax-exempt to taxable split will be determined pending final tax analysis. Staff recommends approval.

Ms. Hill called for a motion to approve Resolution **2019-20**. Secretary Brinkman made a motion and was seconded by Mr. Ross. The motion **CARRIED** and Resolution **2019-20** was **ADOPTED**.

Ms. Hill called for Other Business for the Commission.

With no further business before the Commission, Ms. Hill asked for a motion to adjourn. Ms. Smith made a motion and was seconded by Mr. Ross. Motion **CARRIED** and the meeting adjourned at 1:07 PM.

Respectfully submitted,



Ryan Barrow  
Secretary

