



UNIVERSITY OF CENTRAL FLORIDA

**Minutes
Board of Trustees Workshop
University of Central Florida
March 28, 2024**

Chair Alex Martins called the Board of Trustees Workshop to order at 9:00 a.m.

He reminded the board that the meeting was covered by the Florida Sunshine Law and that the public and press were invited to attend.

Lauren Ferguson, Assistant Vice President for Board Relations, called the roll and determined a quorum was present.

The following board members attended the meeting: Chair Alex Martins, Vice Chair Harold Mills and Trustees Tiffany Altizer, Rick Cardenas, Bill Christy, Jeff Condello, Joseph Conte, Brandon Greenaway, Stephen King, Caryl McAlpin, John Miklos, and Michael Okaty. Trustee Danny Gaekwad was absent.

At Martins' request, Youndy Cook, Vice President and General Counsel, confirmed that there were no disclosures of a conflict of interest from the Trustees.

WELCOME AND REMARKS

Martins conveyed his deep appreciation for the generosity of UCF donors, highlighting significant contributions to athletic facilities and programs. He outlined the agenda for the workshop and provided Trustees with a framework for the meeting's discussion items and formal actions. Concluding his opening remarks, Martins extended a warm welcome to Ben Watkins, Director of the Division of Bond Finance.

Martins recognized President Alexander Cartwright, who provided insights into the progress of UCF's masterplan and the transformative potential of the Athletics Village project for both the university and surrounding community. He expressed gratitude to Orange County for their substantial \$90 million investment in the football stadium tower expansion project through tourism development tax (TDT) funds. Cartwright concluded his comments by announcing Michael Harding as the Associate Vice President for Partnerships.

Cartwright yielded the floor to Janet Owen, Vice President for Government and Community Relations, who provided a comprehensive overview of the 2024 Legislative Session.

DISC-1: ATHLETICS VILLAGE UPDATE

Martins recognized Terry Mohajir, Vice President, and Director of Athletics, who reviewed the development of the UCF Athletics Village and UCF Athletics' Mission XII goals and objectives.

DISC-2: STADIUM TOWER EXPANSION

A. Stadium Tower Expansion: Demand Study

Mohajir provided a comprehensive overview of the market study by Legends/CSL International, and the strategic analysis of demand and pricing factors for premium areas in the renovated Roth Tower.

B. Stadium Tower Expansion: Design

Mohajir and Jon Varnell, Vice President for Administrative Operations, provided information on the project's design development and projected timeline.

C. Tourism Development Tax Agreement

Michael A. Kilbride, Executive Chief of Staff, provided a historical overview of the approval process leading to the Tourist Development Tax (TDT) funding agreement for the stadium tower expansion project. Kilbride said following approval by the Board of Trustees, the agreement will be signed and sent to Orange County for final consideration during a Board of County Commissioners meeting prior to June 2024.

Youndy C. Cook, Vice President and General Counsel, highlighted the terms of the TDT agreement between Orange County, the university, and the UCF Stadium Corporation.

Key terms of the agreement include:

- A \$90 million commitment over a 10-year period, with flexibility for makeup payments and adjustments based on annual funding availability.
- The requirement for a custodian agreement to ensure proper handling and disbursement of Tourist Development Tax (TDT) dollars, with the university's custodians overseeing the funds.
- The funds can be used for project expenses, construction costs, and financing, within the scope of the TDT authorization.
- Adherence to standard restrictions on fund usage, with provisions for regular reporting, audits, and presentations to stakeholders.
- Regular reporting will be made to ensure transparency and accountability throughout the duration of the project.

D. Stadium Tower Expansion: Debt Package

Albert Francis, Assistant Vice President for Debt Management and University Treasurer, and Gerald Hector, Sr. Vice President for Administration & Finance, provided an overview of the proposed debt package for the stadium tower expansion project, outlining the funding structure and sources. The total project funding targeted is \$88 million, to be structured with two separate debt issuances. The proposed debt package aims to secure the necessary funding for the stadium tower expansion project while implementing safeguards to mitigate financial risks and uncertainties.

Martins called on President Cartwright to share his perspective on the project. Cartwright highlighted the careful consideration given to the financial estimates, ensuring they were as conservative as possible to mitigate risks.

Cartwright concluded with his expressed confidence in meeting the financial estimates and revenue streams outlined in the proposal, noting that contingencies were adequately

addressed. He commended the collaborative efforts to secure the funding and the approaches taken with stakeholders, including Ben Watkins, to protect the university's interests and ensure responsible decision-making.

FORMAL CONSIDERATIONS

BOT-1: Campus Master Plan Minor Amendment – Football Campus

Greenway moved to approve the proposed minor amendment to the UCF 2020-30 Campus Master Plan. Altizer provided a second. The motion passed unanimously.

BOT-2: Roth Tower Expansion and Renovation Project Approval

Cardenas moved to approve up to \$88M to design and construct the Roth Tower Expansion and Renovation project. McAlpin provided a second. The motion passed unanimously.

BOT-3: Tourism Development Tax Agreement

Christy moved to approve the multi-year funding agreement between the University of Central Florida, the UCF Stadium Corporation, and Orange County Government and delegate to the President the authority to finalize the agreement with the Board of County Commissioners. Greenway provided a second. The motion passed with majority approval. Vice Chair Mills abstained (form attached).

BOT-4: Resolution Authorizing Issuance of Debt

Altizer moved to adopt the Resolution Authorizing the Issuance of Debt and Requesting the Florida Board of Governors to Approve the Issuance of Such Debt to Finance the Construction of Certain Stadium Expansions to the FBC Mortgage Stadium on the Campus of the University of Central Florida. Trustee Christy provided a second. The motion passed unanimously.

BOT-5: Board of Trustees Reimbursement Resolution

McAlpin moved to adopt the Resolution of the University of Central Florida Board of Trustees to Declare Intent to Be Reimbursed for Expenditures Related to Certain Capital Projects. Altizer provided a second. The motion passed unanimously.

BOT-6: Auxiliary Loan to UCF Athletics Association

Trustee King moved approve a loan for the UCF Stadium Tower Expansion Project. Greenway provided a second. The motion passed unanimously.

DISC-3: BOND FINANCING IN THE STATE OF FLORIDA

Martins called on Hector to introduce guest Ben Watkins, Director of the Division of Bond Finance for the State of Florida. Watkins commended UCF for their excellent work in putting together the funding package. He expressed confidence in the leadership provided by President Cartwright and highlighted the alignment of interests across various university departments. Watkins affirmed that UCF is well-positioned as an organization and institution.

ANNOUNCEMENTS

Martins announced the next regular meeting cycle will be held June 24-25,2024, in the UCF Student Union. He also noted that UCF will host the Board of Governors meetings on June 27-28, 2024.

ADJOURNMENT

Martins adjourned the board workshop at 11:59 a.m.

Reviewed by: _____
Alex Martins, Chair, UCF Board of Trustees

Date: _____

Respectfully submitted: _____
Michael A. Kilbride,
Associate Corporate Secretary

Date: _____

DRAFT