

COMMITTEE ON ADMINISTRATION, BUILDINGS AND GROUNDS

September 26, 2013

9:30 – 10:30 a.m.

Board Conference Room - Blow Memorial Hall

Ann Green Baise, Chair

John Charles Thomas, Vice Chair

- I. Introductory Remarks – Ms. Baise
- II. Approval of Minutes – April 18, 2013
- III. Report from Building Official – Robert P. Dillman.
- IV. Report from Virginia Institute of Marine Science – Dean/Director John T. Wells
  - A. Capital Outlay Project Progress Report. Enclosure D.
- V. Report from Vice President for Administration - Anna B. Martin
  - A. College Energy Management
  - B. Capital Outlay Project Progress Report. Enclosure E.
  - C. Resolution of the Board of Visitors of the College of William and Mary - 9(D) Pooled Bond Program: Improve Athletic Facilities, Improve Auxiliary Facilities, Improve Marshall Wythe School of Law and Acquire Property & Repair Requirements. **Resolution 4**.
  - D. Resolution of the Rector and the Board of Visitors of the College of William and Mary - 9(C) Revenue Bond Program: Renovate Dormitories. **Resolution 5**.
  - E. Resolution of the Board of Visitors of the College of William and Mary Declaring the Intention to Reimburse the Cost of Certain Expenditures **Resolution 6**.
- VI. Closed Session (if necessary)
- VII. Discussion
- VIII. Adjourn

COMMITTEE ON ADMINISTRATION,  
BUILDINGS AND GROUNDS

MINUTES - APRIL 18, 2013

**MINUTES**  
**Committee on Administration, Buildings & Grounds**  
**April 18, 2013**  
**Board Room – Blow Memorial Hall**

Attendees: Charles A. Banks III, Chair; Dennis H. Liberson, Vice Chair; Ann Green Baise, Thomas R. Frantz, Sue H. Gerdelman, L. Robert E. Scott, Clifford Schroeder, Sr., Peter A. Snyder, Michael Tang, John Charles Thomas. Other Board members present: Rector Jeffrey B. Trammell, John E. Little, Leigh A. Pence, Robert E. Scott, Todd A. Stottlemeyer, Michael Tang, faculty representative William J. Hausman, student representative Curtis A. Mills and staff liaison Lydia A. Whittaker. Others present: President W. Taylor Reveley III; Provost Michael R. Halleran, Dean John T. Wells, Vice President Anna B. Martin, Vice President Virginia M. Ambler, Vice President Samuel E. Jones, Vice President Matthew T. Lambert, University Counsel Deborah A. Love, Chief Information Officer Courtney M. Carpenter, Auditor Michael L. Stump, Building Official Robert P. Dillman, and other administrative staff.

Chair Charles Banks called the meeting to order at 10:50 a.m. Recognizing that a quorum was present, Mr. Banks requested a motion to approve the minutes of the February 7, 2013, meeting of the Committee on Administration/Buildings & Grounds. The motion was made by Mr. Thomas, seconded by Mr. Snyder, and approved by voice vote of the Committee.

Chief Information Officer Courtney Carpenter gave Information Technology's annual report. Mr. Carpenter discussed many projects in which IT is engaged, among them the installation of an e-commerce solution to simplify financial transactions on campus, installation of an ID card/all access system, and initiation of paperless workflow for various departments and functions. IT is also building the infrastructure now for expansion of e-learning in advance of senior management decision-making. The Committee asked about continuous operations / disaster recovery, software license restrictions, high performance computing, and staffing. A brief discussion ensued.

Staff Liaison Lydia Whitaker gave an annual report on the activities of the Staff Assembly, including employee appreciation day and other events, many of them collaborative with other representative assemblies.

College Building Official Robert Dillman gave his report, noting that he will no longer be the Building Official for Richard Bland College as of this summer. The Code Review group expects to be very busy over summer 2013 between projects at VIMS and the main campus.

Virginia Institute of Marine Science Dean John Wells updated the Committee on highlights in the VIMS written report, detailed in Enclosure F. VIMS has selected a marine architect to design the research vessel that will replace the *Bay Eagle*. Per Ms. Baise's request, Mr. Wells provided aerial views of Wachapreague, and reviewed research activities at the remote operation. He also reviewed education, outreach, and public service activities.

Committee on Administration, Buildings and Grounds

MINUTES

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Mr. Wells also discussed the final draft of the capital plan, detailed in **Resolution 21**, Resolution to Approve 2014-2020 Capital Outlay Plan. Mr. Banks requested a motion to forward the resolution to the full board for approval. Motion was made by Mr. Thomas, seconded by Mr. Snyder, and approved by voice vote of the Committee.

Mr. Banks asked about the arson activity in Wachapreague. According to Dean Wells, the VIMS Seaside Hall fire is still considered “suspicious” but there has been no break in that case.

Vice President Anna Martin updated the Committee on capital project progress from the College’s written report, detailed in Enclosure G. Summer 2013 will be extremely challenging due to the Hospitality House purchase. Ms. Martin reviewed the timeline necessary to achieve student occupancy for fall 2013. The Building Official has granted a Temporary Certificate of Occupancy (TCUO) to allow such occupancy. An internal working group will determine future use of non-residential spaces.

Ms. Martin reviewed the College’s capital plan, detailed in **Resolution 22**, Resolution to Approve 2014-2020 Capital Outlay Plan. Ms. Martin reviewed the priorities of the plan, and reminded the Committee that completion of the Campus Master Plan in Fall 2014, including its assessment of space utilization, will inform robust development of the next capital plan for 2016-2022.

At the request of the President in accordance with the Bylaws, Ms. Martin distributed **Resolution 34**, Resolution to Approve Renaming the Hospitality House: “One Tribe Place,” as well as **Resolution 23**, Resolution to Approve Property Acquisition: 415 Richmond Road, to approve its purchase. She also discussed **Resolution 24**, Resolution to Approve Renaming the Old Fraternity Complex: “Green & Gold Village.”

Following discussion, Mr. Banks requested a motion to approve as a block **Resolutions 22 through 24** and **HANDOUT Resolution 34**. Motion was made by Mr. Thomas, seconded by Mr. Snyder, and approved by voice vote of the Committee. (**Resolution 34** is appended.)

Mr. Snyder asked for a point of personal privilege and expressed his concern regarding how the civil liberties and safety of personnel on campus are being impacted by the campus weapons regulation and requested that the Committee take another look at the regulation, approved in Resolution 8 adopted at the December 2011 meeting. Following brief comments by Mr. Banks and the Rector, the Rector stated that he would take Mr. Snyder’s concerns under advisement.

The reports completed, and there being no further business, the Committee moved to adjourn at 11:55 a.m.

**COLLEGE OF WILLIAM AND MARY  
RESOLUTION TO APPROVE  
RENAMING THE HOSPITALITY HOUSE:  
“ONE TRIBE PLACE”**

**WHEREAS**, from time to time, the Board of Visitors and the College of William and Mary have the opportunity to re-purpose and rename an existing building or complex of buildings; and

**WHEREAS**, the College will open in Fall 2013 the soon-to-be-purchased Hospitality House, a hotel with over 318 rooms, 294 parking spaces, located at 415 Richmond Road, across from Zable Stadium; and

**WHEREAS**, the Hospitality House was in the undergraduate student housing lottery held this Spring 2013; and will open for student occupancy in Fall 2013; and

**WHEREAS**, the hotel requires renaming to reflect its new identity as a student housing facility on the main campus, with the understanding that the name may be changed again at any time by Board action; and

**WHEREAS**, the College administration recommends for Board approval renaming the 1974 structure: “One Tribe Place;”

**THEREFORE, BE IT RESOLVED**, That upon recommendation of the President, the Board of Visitors of The College of William and Mary in Virginia hereby approves the renaming of the Hospitality House as “One Tribe Place” as recommended.

## **VIRGINIA INSTITUTE OF MARINE SCIENCE CAPITAL OUTLAY PROJECT PROGRESS REPORT**

### **268-18088 Facilities Management Building**

Appropriation Amount: \$250,000  
Design Team: TBD  
Fund Sources: Central Capital Planning Fund

Biennium: 2014-2016  
Obligated to Date: \$0  
Contractor: TBD

This appropriation funds the preplanning of a new 15,000 square-foot building to provide space for the Facilities Management Department including administrative offices, trade shops, vehicle repair, grounds, housekeeping, storage, and shipping and receiving. Planning is expected to be underway Fall 2013.

### **268-17950 Research Vessel**

Appropriation Amount: \$8,050,000  
Design Team: JMS Naval Architects  
Fund Sources: VCBA Bonds

Biennium: 2012-2014  
Obligated to Date: \$30,883  
Contractor: TBD

This appropriation funds the planning and construction of a new custom designed research vessel to replace the R/V Bay Eagle. A contract has been awarded to JMS Naval Architects for the concept and preliminary design. The initial design meeting took place in mid-September.

### **268-17993 Consolidated Scientific Research Facility**

Appropriation Amount: \$823,438  
Design Team: TBD  
Fund Sources: Central Capital Planning Fund  
Higher Education Operating

Biennium: 2012-2014  
Obligated to Date: \$0  
Contractor: TBD

This appropriation funds the planning of a new 32,000 square-foot building to provide research, study, office and technology space for the following units: Information Technology, Marine Advisory Services, Center for Coastal Resources Management, and the Publications/Communications Center in a single facility. Planning is expected to be underway Fall 2013.

**268-16634 Property Acquisition: VA-NERRS**

Appropriation Amount: \$350,000  
Fund Source: Federal Funds

Biennium: 2000-2002  
Obligated to Date: \$193,000

This appropriation funds the purchase of properties by the Virginia Estuarine & Coastal Research Reserve System using federal grants. The appropriation remains open for future acquisitions.

**268-16299 Property Acquisition: Master Plan Properties**

Appropriation Amount: \$1,100,000  
Fund Sources: VCBA Bonds  
Higher Education Operating

Biennium: 2000-2002  
Obligated to Date: \$1,099,331

This appropriation funds the purchase of properties contiguous to the Gloucester Point campus. VIMS purchased the Abrahamson property in June 2013 and the appropriation remains open for future acquisitions.

**268-16149 Property Acquisition: Wachapreague**

Appropriation Amount: \$743,926  
Fund Sources: Private Funds  
Higher Education Operating

Biennium: 1998-2000  
Obligated to Date: \$733,028

This appropriation funds the purchase of properties contiguous to the Eastern Shore Laboratory campus at Wachapreague, Virginia. No purchases have been made since June 2011; however the appropriation remains open for future acquisitions.

**268-12331 Maintenance Reserve**

Appropriation Amounts:

Fund Source: VCBA Bonds	\$442,895	June 30, 2012 Balance
	\$193,060	2013
	\$193,060	2014

Current Maintenance Reserve projects under construction:

- Replace Boilers in Chesapeake Bay Hall
- Replace Boiler in Andrews Hall

Completed Maintenance Reserve projects:

- Point Up Exterior of Three Buildings
- Dredge the Boat Basin Channel at Gloucester Point

**COLLEGE OF WILLIAM AND MARY  
CAPITAL OUTLAY PROJECT PROGRESS REPORT**

**204-17650 Construct: Integrated Science Center Ph 3**

Design Team: EYP

Biennium: 2008-2010

Budget: \$85 million (\$74.18 proposed by BCOM)

Contractor: Whiting Turner

Funding Source: VCBA

Obligated to date: \$8,459,689

Description: The project constructs a 113,000 GSF facility, designed for scientific research in existing applications (applied science, biology, chemistry, and psychology), future inter-disciplinary programs (STEM), and computer modeling. The project is included in the Commonwealth's VCBA pooled project program.

Progress: Cost data submitted to BCOM on November 9<sup>th</sup> yielded a Dec 13<sup>th</sup> (2012) Funding Report recommending \$74.180M in lieu of the \$85.0 M requested. The Project Team conducted a face to face meeting with BCOM on March 4<sup>th</sup> (2013) to discuss researched design changes that can be made without impacting program. The College together with the architects have gone through a rigorous exercise to reduce the budget without damaging the program. While BCOM insists the \$74.180M project budget is sufficient, there remains a \$3 million gap. The College, after consideration and incorporation of numerous design changes to reduce the budget, will proceed with development of construction drawings for November code and cost review.

**204-17652 Renovate: Tucker Hall**

Design Team: Cunningham-Quill

Biennium: 2008-2010

Budget: \$11,530,576

Contractor: Donley's

Funding Source: VCBA

Obligated to date: \$10,577,441

Description: The project reconfigures and improves the 1909 era Tucker Hall, last upgraded in 1980 when the Law School moved to its South Henry Street campus, and the department of English moved in. Building systems, instructional space, access, and technology will be modernized.

Progress: The project was completed in time to hold classes on Aug 28<sup>th</sup>. The faculty was moved into the facility over the following Labor Day Weekend. Execution of punch list items is underway and near completion.

**204-17809 Improve: Athletic Facilities (Umbrella)**

Design Team: Multiple

Biennia: 2012-2014

Budget: \$2,589,437 (\$6.5M in authority)

Contractor: Multiple

Funding Source: 9d bonds

Obligated to Date: \$1,834,053



Description: Three sub-projects will address long-standing athletic facility deficiencies. The sub-projects are William & Mary Hall Roof Replacement, Busch Field Lighting Repairs, and Zable Stadium Window Replacement. Project savings have allowed three additional sub-projects: W&M Hall HVAC Controls, W&M Hall Fall Protection (cable/harness/catwalks system for above ceiling work), and W&M Hall Ceiling Cleaning.

Progress: In 2012, Busch Field lighting repairs were completed, as well as the W&M Hall Roof replacement. In 2013, Replacement of Zable Stadium Windows was completed on Sept 6<sup>th</sup>. Design for Fall Protection is underway for a Spring 2014 installation. HVAC Controls replacement design is also underway. A vendor has been selected for the Ceiling Cleaning, which will take place during Summer 2014.

#### **204 – 17934 Sadler Center Dining Addition**

Design Team: Clark-Nexsen

Biennium: 2012-2014

Budget: \$9,000,000

Contractor: Whiting Turner

Funding Source: VCBA (9d bond)

Obligated to date: \$7,956,732

Description: The project added 300 seats, increased serving stations, created a partition system that will allow for a late night dining option, and completely renovate the kitchen in order to meet demand resulting from implementation of the mandatory meal plan program in 2011-12.

Progress: Construction was completed in time to serve the first meal to the Class of 2017 and their families on Aug 23<sup>rd</sup>. Punch list execution is nearing completion.

#### **204 – 17994 Renovate: Tyler Hall**

Design Team: Mitchell-Matthews

Biennium: 2012-2014

Budget: \$16.36M (requested)

Contractor: W.M. Jordan

Funding Source: VCBA (state)

Obligated to date: \$1,375,758

Description: The project will reconfigure and improve the 1909 era Tyler Hall, last upgraded in 1980. Building systems, instructional space, and technology will be modernized. The attic level will be built-out as faculty office space.

Progress: BCOM issued a revised Schematic Cost Review Report in January (2013), restoring a portion of the funds deducted, and increasing their project budget recommendation from \$13.56M to \$15.2M. The College met with BCOM cost reviewers on March 4<sup>th</sup>, 2013, to review College analysis of BCOM suggested scope reductions. Based on this discussion, the College is proceeding with preliminary design based on a budget of \$15.96M. Preliminary design drawings were submitted for code and cost

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review on Sept 11<sup>th</sup> , 2013.

Completion of construction drawings is estimated for February, 2014. Construction will commence in Summer 2014, once final funding is approved. Substantial and final completion are scheduled for September and November, 2015, respectively.

#### **204 – 18001 Renovate: The Brafferton and Brafferton Kitchen**

Design Team: GWWO

Biennium: 2012-2014

Budget: \$3.4M

Contractor: Virtexco

Funding Source: Private funds/VCBA funds

Obligated to Date: \$3,274,610

Description: The project renews building systems within the Brafferton and Brafferton kitchen. The project will seal the exterior envelope (roof, windows, foundation), install state of the art building systems (HVAC, Fire systems, HA access), and restore affected building brick and materials.

Progress: Substantial completion was achieved on Aug 6<sup>th</sup>, 2013, and the staff reoccupied the facility the following day. Punch list execution and project close-out are underway.

#### **204 – 18002 Improve: Accessibility Infrastructure**

Design Team: Clark-Nexsen

Biennium: 2012-2014

Budget: \$3,000,000

Contractor: TBD

Funding Source: \$1.4M GF/\$1.6M VCBA

Obligated to date: \$64,127

Description: Study to examine and improve accessibility issues at facilities not currently targeted for renovation within the next decade, and to assess and improve various campus pathway conditions.

Progress: Design is underway for seven projects, including Adair Hall vertical lift and restrooms, and campus pathways. Construction is scheduled to start in Summer, 2014.

#### **204 – 18003 Improve: Lake Matoaka Dam Spillway**

Design Team: Draper Aden

Biennium: 2012-2014

Budget: \$3,169,182

Contractor: TBD

Funding Source: VCBA

Obligated to date: \$236,500

Description: State Dam Safety Regulations now require that the spillways of all high hazard dams must pass a nine times (9x) the probable maximum flood (PMF) and withstand overtopping. An "Evaluation of Alternatives to Address Deficiencies at Lake Matoaka Dam" recommended three potential options to harden the downstream face of

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the dam against overtopping – articulated concrete block (ACB) armoring, roller compacted concrete (RCC) armoring, and spillway replacement. The alternatives are listed in the order of increasing design/construction complexity and cost.

Progress: Analysis of the preferred alternative of cladding the downstream face with articulated concrete blocks (ACB) proved technically unfeasible as modeling has determined that ACB cannot withstand the hydraulic force and pressure created by overtopping. The Department of Conservation and Recreation (DCR) Division of Dam Safety has approved a change in the method of slope stabilization to use of a roller compacted concrete facing on the downstream face of the dam. This alternative is more expensive and may require additional state funds from the 2014 General Assembly. The architect is preparing a schematic level design and cost estimate to support a 2014 request.

#### **204 – 18004 Improve: Campus Stormwater Infrastructure**

Design Team: Draper Aden

Biennium: 2012-2014

Budget: \$3,391,198

Contractor: TBD

Funding Source: VCBA

Obligated to date: \$254,902

Description: The College will create a new Stormwater Management Plan to achieve compliance with new state stormwater regulation and emerging federal Total Maximum Daily Limit (TMDL) pollutant guidelines for the protection of the Chesapeake Bay. The plan will ensure future projects achieve regulatory compliance. Planning will include inventory of existing stormwater structures, and “watershed modeling” to determine existing stormwater flow and sediment/contaminant loadings.

Progress: The initial funds for stormwater master-planning were approved by BCOM in early 2013. The plan will map future campus growth and determine the College's Total Maximum Daily Load (TMDL) waste load allocation, while developing compliance designs to retrofit existing BMPs. The study is in the midst of determining future growth, associated impermeable footprints, associated increases in storm water contaminants and contaminant reduction requirements. Upon completion of this task, the design team will develop strategy alternatives capable of achieving contaminant reduction sufficient to satisfy regulatory requirements. The evaluation phase will continue through Fall 2013 to enable development and evaluation of compliance strategies during Spring, 2014, followed by Master Plan Development and design of specific compliance projects.

#### **204 – 18005 Construct: Cooling Plant and Replace Utilities, Phase IV**

Design Team: RMF

Biennium: 2012-2014

Budget: \$3,500,000

Contractor: TBD

Funding Source: VCBA

Obligated to date: \$268,688

Description: Fit out of the Power Plant cooling addition with a 400 ton thermal storage "ice" plant to provide "peak shaving" capability during periods of peak power demand for campus cooling. The Thermal Storage will also provide operating redundancy for the three existing 900 ton chillers.

Progress: Preliminary design and associated code review are complete. BCOM approved the release of funds for construction drawing development and construction funding on Aug 19<sup>th</sup>, 2013. Construction drawings are underway, and expected to be complete by December, 2013, to enable a spring 2014 start. Estimated construction duration is six months.

**204-17555 Improve: Dormitory Renovations**

Design Team: Multiple

Budget: \$2.5M

Funding Source: 9c bonds

Biennium: 2008-2010

Contractor: Multiple

Obligated to Date: \$2,420,178

Description: The last project is design of Barrett Hall window replacement and chilled water piping to accommodate future air-conditioning.

Progress: Design, code review, and bidding are complete. Window replacement is complete. Chilled water piping connections will be installed in summer 2014.

**204-17808 Construct: New Fraternity Housing**

Design Team: Moseley-Treanor Associates

Budget: \$26.8M

Funding Source: 9c Bonds

Biennium: 2010-2012

Contractor: WM Jordan

Obligated to date: \$25,841,564

Description: Design of a Fraternity Complex consisting of eleven 17-bed fraternity houses (total bedspaces: 187) and a community building.

Progress: All houses are complete and were occupied during the week of Aug 20<sup>th</sup>. Community Building construction is in progress. It was delayed to focus on house construction given the impact of wet weather during the spring and summer of 2013. Completion is scheduled for mid-October.

**204-17811 Improve: Dormitory Renovations (Umbrella)**

Design Team: Multiple

Budget: \$4.5M

Funding Source: 9c bonds

Biennium: 2010-2012

Contractor: Multiple

Obligated to Date: \$4,015,130

Description: Final project: Reves Hall Fire Alarm/HVAC modifications.

Progress: Reves Fire Alarm construction in complete. HVAC design to eliminate condensation issues is complete and is in code review. The project is on schedule for Summer, 2014, construction.

**204-17933 Improve: Dormitory Renovations (Umbrella)**

Design Team: Multiple

Biennium: 2010-2012

Budget: \$14.65M

Contractor: Multiple

Funding Source: 9c bonds

Obligated to Date: 9,036,193

Description: Projects include Old Dominion window replacement; Landrum roof replacement; renovation of Chandler Hall, and renovation design of Landrum Hall if funding permits.

**204-17933-01 Renovate: Chandler Hall**

Design Team: Boynton-Rothschild-Rowland

Biennium: 2012-2014

Budget: \$10,497,734

Contractor: TBD

Funding Source: 9c bonds

Obligated to date: \$8,413,430

Description: A full interior & exterior renovation of the 151 bed Chandler Hall, including roof replacement, window replacement, building systems replacement, and interior finishes.

Progress: Construction drawings have been reviewed for code compliance. Final revisions are in progress in parallel with Construction Manager GMP development. Construction is scheduled to start after commencement 2014, and will be complete by July, 2015.

**204-180XX Construct: Law School Expansion**

Design Team: TBD

Biennium: 2012-2014

Budget: \$14.0M

Contractor: TBD

Funding Source: 0302; 9(d) debt

Obligated to date: \$0

Description: Proposed project includes expansion and renovation to accommodate small seminars, law practicums/legal clinics, and food & dining for students. Despite national trends, enrollment has grown nearly 20%, and the demand for additional programming & support space along with it. Law Students do not have access to food facilities, either on or off-campus.

Progress: The 2013 General Assembly approved non-general fund support, with authorization to issue \$12.0M in debt, which will be supported by student fees. A project feasibility study to reconcile scope and cost was completed in April, 2013. As a

result of the study, an increase in project funding to \$18.5M will be submitted to the 2014 General Assembly. Design is in progress and schematic design will be complete by the first week of October to enable immediate cost estimating by a Construction Manager (CM) scheduled for selection the same week. Design and construction are estimated to take 12 and 18 months, respectively, to enable the start of construction in Summer, 2014 and completion in Winter, 2016.

#### **204 - 00019 - 001 - 13 Performing Arts Quarter Feasibility Study**

Design Team: Moseley/HGA

Biennium: 2012-2014

Budget: \$239,438

Contractor: TBD

Funding Source: HEO/0306

Obligated to Date: \$202,863

Description: Using data from previous studies, the study will develop options for the adaptive reuse of PBK Hall in conjunction with the construction of new space to the south and east of PBK to house Music, Theater and Dance.

Progress: The A/E team of Moseley/Hammel Green Abrahamson (HGA) was selected in December, 2012, and following three intensive on-campus workshops, developed and refined the space program, and associated costs, to support a phased, three-project / three- biennia program to address facility needs in Music, Theater, Speech and Dance, and Art and Art History, in that order. Current cost data was included in the 2014 - 2020 Capital Plan. The final study was completed in July, 2013, and submitted to BCOM in support of the project request.

#### **204 - 0000 - 003 - 13 Campus Master Plan**

Design Team: Cannon Design

Biennium: 2012-2014

Budget: \$100,000 (FY 13)

Contractor: TBD

Funding Source: College O&M

Obligated to date: \$100,000

Description: A Campus Master Plan will be created to replace the plan developed in 1987 and updated in 2003. The plan will develop a long range vision for growth and renewal strategies, including land use development, facility programming, sustainability, infrastructure development, real estate, transportation, and parking strategies. The plan will comply with state guidelines established in the 2004 Virginia Construction and Professional Services Manual, Chapter 13: Site and Utility Plans, and the College's 2006 Restructuring Management Agreement.

Progress: Cannon Design was selected to perform the study. The study will feature five phases:

- Phase 1 – Investigation and Research (Summer/Fall, 2013)
- Phase 2 – Condition Assessment (Fall, 2013)
- Phase 3 – Concept Alternative Development (Winter, 2013 – 2014)

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- Phase 4 – Recommended Plan Development (Spring/Summer, 2014)
- Phase 5 – Plan Documentation (Summer/Fall, 2014)

A kick-off meeting with the steering committee initiated working group meetings during August and September across nine functional areas in order to determine the College facilities context & general assessment, current issues and future needs. The final plan will be complete no later than Fall, 2014, in order to support development of the 2016 – 2022 Six Year Plan in winter, 2015.

**2012 – 2014 Major Repair and Maintenance Reserve: \$2,825,634 Appropriation**

2013 (Carry Forward):                     \$1,041,724

2014 Appropriation:                     \$1,412,817

**Grand Total:                     \$2,454,541**

2010 - 2012

Project Commitments/Spent to Date: \$ 399,508

2012 - 2014

Projects Completed: \$ 612,082

- 204 – 00050     Replace: Halon Systems (Blow Hall)
- 204 – 00073 - 2 Hoke House Addition Repairs
- 204 – 13004 -1 Reves Fire Alarm
- 204 – 13004 -1 Muscarelle Fire Alarm/Fire Sprinkler Repl

Projects ready for bid/award: \$ 117,951

- 204 – 00007 - 2 Ewell Hall Attic Fire Alarm Replacement

Projects in design: \$ 800,000

- 204 – 00076     ADA Accessibility (Jones Hall Elevator)
- 204 – 00009 - 5 McGlothlin Utility Tunnel Repair
- 204 – 13005     Swem Pavilion A&B Roof Repair

Project in construction: \$ 525,000

- 204 – 00009 - 6 W&M Hall Area Street Lighting Repairs
- 204 – 00075     Storm Water System Repairs
- 204 – 00076     Monroe Walkway Repairs
- 204 – 00078     Classroom Renovations
- 204 – 06014     Jones Hall DDC Controls

**Grand Total:                     \$ 2,454,541**

**RESOLUTION OF THE BOARD OF VISITORS OF  
THE COLLEGE OF WILLIAM AND MARY  
9(D) POOLED BOND PROGRAM: IMPROVE ATHLETIC FACILITIES, IMPROVE  
AUXILIARY FACILITIES, IMPROVE MARSHALL-WYTHE SCHOOL OF LAW AND  
ACQUIRE PROPERTY & REPAIR REQUIREMENTS**

**WHEREAS**, pursuant to and in furtherance of Chapter 3.2, Title 23 of the Code of Virginia of 1950, as amended (the “Act”), the Virginia College Building Authority (the “Authority”) developed a program (the “Program”) to purchase debt instruments issued by public institutions of higher education in the Commonwealth of Virginia (“Participating Institutions” and each a “Participating Institution”) to finance or refinance projects of capital improvement (“Capital Projects” and each a “Capital Project”) included in a bill passed by a majority of each house of the General Assembly of Virginia (the “General Assembly”);

**WHEREAS**, under the Program the Authority from time to time issues its Educational Facilities Revenue Bonds (Public Higher Education Financing Program) (“Pooled Bonds”) to finance the purchase or refunding of debt instruments issued by Participating Institutions to finance or refinance Capital Projects;

**WHEREAS**, if a Participating Institution desires to finance or refinance a Capital Project through the Program it must enter into a loan agreement with the Authority, under which: (i) the Participating Institution will issue its promissory note pursuant to Chapter 3, Title 23 of the Code of Virginia of 1950, as amended, to evidence a loan to it by the Authority; (ii) the Authority will agree to issue Pooled Bonds and use proceeds thereof to purchase the promissory note; (iii) the Participating Institution will agree to use proceeds of Pooled Bonds, loaned to it and received in exchange for its promissory note, to finance or refinance the Capital Project and to not take actions that may jeopardize any federal tax-exempt status of interest on Pooled Bonds allocable to financing or refinancing the Capital Project; and (iv) the Participating Institution will agree to make payments under the promissory note in sums sufficient to pay, together with certain administrative and arbitrage rebate payments, the principal of, premium, if any, and interest due on such Pooled Bonds;

**WHEREAS**, the Board of Visitors (the “Board”) of *THE COLLEGE OF WILLIAM AND MARY* (the “Institution”) from time to time desires to finance or refinance Capital Projects for the Institution as a Participating Institution under the Program, and now proposes that the Institution issue its promissory note or notes (collectively, the “Note”) to be sold to the Authority in accordance with a loan agreement or loan agreements between the Institution and the Authority (collectively, the “Loan Agreement”), under which proceeds of Pooled Bonds will be loaned to and received by the Institution in exchange for the Note, to finance or refinance costs of the following Capital Projects authorized for bond financing by the General Assembly: the *Improve Athletic Facilities, 204-17809; Improve Auxiliary Facilities, 204-17934; Improve Marshall-Wythe School of Law, 204-18046; Acquire Property & Repair Requirements, 204-18047*; ([collectively,] the “Project”); and



**WHEREAS** the Board desires to designate certain Institution officers (i) delegated the authority to approve the forms of and to execute and deliver the Loan Agreement, the Note and any amendments thereto, and any other documents necessary or desirable in connection with financing or refinancing costs of the Project through and participation in the Program; and (ii) responsible for monitoring post-issuance compliance with covenants of the Institution related to maintaining any federal tax-exempt status of interest on Pooled Bonds.

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD:**

**Section 1.** The Project is hereby designated to be undertaken and financed or refinanced by the Authority and, accordingly, *the President, the Provost, the Vice President for Administration and the Vice President for Finance* (the "Authorized Officers") are each hereby delegated and invested with full power and authority to approve the forms of the Loan Agreement, the Note and any amendments thereto (in connection with any refunding of Pooled Bonds financing or refinancing the Project or otherwise), and any pledge to the payment of the Note and any amendment thereto of total gross university sponsored overhead, unrestricted endowment income, tuition and fees, indirect cost recoveries, auxiliary enterprise revenues, general and nongeneral fund appropriations and other revenues not required by law or previous binding contract to be devoted to some other purpose, restricted by a gift instrument for another purpose or excluded from such pledge as provided in the Loan Agreement, subject to the provisions of Section 3 hereof.

**Section 2.** Subject to the provisions of Section 3 hereof, the Authorized Officers are each hereby delegated and invested with full power and authority to execute, deliver and issue, on behalf of the Institution, (a) the Loan Agreement, the Note and any amendments thereto (in connection with any refunding of Pooled Bonds financing or refinancing the Project or otherwise), with approval of such documents in accordance with Section 1 hereof evidenced conclusively by the execution and delivery of the respective document, and (b) any other documents, instruments or certificates as may be deemed necessary or desirable to finance or refinance costs of the Project through and participate in the Program, and to further carry out the purposes and intent of this resolution. The Authorized Officers are directed to take such steps and deliver such certificates in connection with delivery of the Note, and any amendment thereto, as may be required under any existing obligations, including bond resolutions relating to any outstanding general revenue pledge bonds.

**Section 3.** The authorizations given above as to the approval, execution, delivery and issuance of the Loan Agreement, the Note and any amendments thereto (in connection with any refunding of Pooled Bonds financing or refinancing the Project or otherwise) are subject to the following parameters: (a) the principal amount to be paid under the Note allocable to any component of the Project, together with the principal amount of any other indebtedness with respect to such component, shall not be greater than the amount authorized for such component by the General Assembly plus amounts needed to fund issuance costs, original issue discount, other financing (including without limitation refunding) expenses and any other

increase permitted by law; (b) the aggregate principal amount of the Note shall in no event exceed \$ 32,400,000.00 as the same may be so increased; (c) the aggregate interest rate payable under the Note shall not exceed a “true” or “Canadian” interest cost more than 50 basis points higher than the interest rate for “AA” rated securities with comparable maturities, as reported by Thomson Municipal Market Data (MMD) or another comparable service or index, as of the date that the interest rates are determined, taking into account any original issue discount or premium; (d) the weighted average maturity of the principal payments due under the Note shall not exceed 20 years after the original issue date of the Note; (e) the last principal payment date under the Note shall not extend beyond the reasonably expected weighted economic life of the Project; and (f) subject to the foregoing, the actual amount, interest rates, principal maturities, and date of the Note shall be approved by an Authorized Officer, as evidenced by the execution thereof.

**Section 4.** The Board acknowledges that if there is a failure to make, as and when due, any payment of the principal of, premium, if any, and interest on any promissory note issued by the Institution as a Participating Institution to the Authority under the Program, including without limitation the Note and any amendments thereto, the State Comptroller is authorized under the Program and Section 23-30.29:3 of the Code of Virginia of 1950, as amended, to charge against appropriations available to the Institution all future payments of principal of, premium, if any, and interest on such promissory note when due and payable and to make such payments to the Authority or its designee, so as to ensure that no future default will occur on such promissory note.

**Section 5.** The Board agrees that if the Authority determines the Institution as a Participating Institution shall be subject to continuing disclosure obligations under Rule 15c2-12 of the federal Securities and Exchange Commission with respect to any Pooled Bonds, (a) an Authorized Officer shall, and is hereby authorized and directed to, enter into a continuing disclosure undertaking in form and substance reasonably satisfactory to the Authority, and (b) the Institution will comply with the provisions and disclosure obligations contained therein.

**Section 6.** The Board designates the *The College of William and Mary Vice President for Finance* to be responsible for implementing procedures to monitor post-issuance compliance with covenants in any loan agreement between the Institution as a Participating Institution and the Authority, including the Loan Agreement and any amendments thereto, related to maintaining tax-exempt status for federal income tax purposes of interest on any Pooled Bonds, including without limitation monitoring the use of any portion of all Institution Capital Projects financed or refinanced with such Pooled Bonds and compliance with any applicable federal income tax remedial action requirements in connection with certain changes in such use. Such officer shall review such post-issuance compliance at least annually for so long as such Pooled Bonds remain outstanding.

**Section 7.** This resolution shall take effect immediately upon its adoption.

Board of Visitors

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September 25-27, 2013

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Adopted: \_\_\_\_\_, 2013

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Thomas R. Frantz, Secretary  
The Board of Visitors  
The College of William and Mary in Virginia

**RESOLUTION OF THE RECTOR AND THE BOARD OF VISITORS OF THE  
COLLEGE OF WILLIAM AND MARY - 9(C) REVENUE BOND PROGRAM:  
RENOVATE DORMITORIES**

WHEREAS, there have been passed by the General Assembly of Virginia and signed by the Governor acts entitled “Commonwealth of Virginia Higher Educational Institutions Bond Act of 2013” (the “2013 Act”), “Commonwealth of Virginia Higher Educational Institutions Bond Act of 2012” (the “2012 Act”), “Commonwealth of Virginia Higher Educational Institutions Bond Act of 2011” (the “2011 Act”), “Commonwealth of Virginia Higher Educational Institutions Bond Act of 2010” (the “2010 Act”), “Commonwealth of Virginia Parking Facilities Bond Act of 2009” (the “2009 Act”), “Commonwealth of Virginia Higher Educational Institutions Bond Act of 2009” (the “2009 Act”), “Commonwealth of Virginia Higher Educational Institutions Bond Act of 2008” (the “2008 Act”), “Commonwealth of Virginia Higher Educational Institutions Bond Act of 2007” (the “2007 Act”), and “Commonwealth of Virginia Higher Educational Institutions Bond Act of 2006” (the “2006 Act” and, together with the 2007 Act, 2008 Act, 2009 Acts, 2010 Act, 2011 Act, 2012 Act and the 2013 Act, the “Acts”);

WHEREAS, pursuant to the Acts, the Treasury Board of the Commonwealth of Virginia (the “Treasury Board”) is authorized, by and with the consent of the Governor, to sell and issue bonds or bond anticipation notes of the Commonwealth of Virginia (the “Commonwealth”) for the purpose of providing funds, together with other available funds, for paying the cost of acquiring, constructing, renovating, enlarging, improving and equipping certain revenue-producing capital projects at certain institutions of higher learning of the Commonwealth and for paying issuance costs, reserve funds and other financing expenses (the “Financing Expenses”), all in accordance with the provisions of Section 9(c) of Article X of the Constitution of Virginia;

WHEREAS, for **The College of William and Mary** (the “Institution”), such revenue-producing capital projects include **Renovate Dormitories, 204-17933**; (each individually, a “Project” and, collectively, the “Projects”); and

WHEREAS, the Treasury Board is proposing to sell and issue bonds or bond anticipation notes pursuant to the Acts for such revenue-producing capital projects, in one or more series;

NOW, THEREFORE, BE IT RESOLVED BY THE RECTOR AND VISITORS OF [Institution]:

Section 1. The Board of Visitors of the Institution (the “Board”) requests the Treasury Board to sell and issue bonds (the “Bonds”) or bond anticipation notes (“BANs”) in an aggregate principal amount not to exceed \$ 9,650,000 to finance all or a portion of the costs of each

Project plus Financing Expenses (for each individual Project, the “Individual Project Bonds” or “Individual Project Notes” and, collectively, the “Individual Project Borrowing” and for all Projects, the “Project Bonds” or “Project Notes” and, collectively, the “Project Borrowings”). The Individual Project Borrowings will be identified by amount by the State Treasurer upon issuance of any Bonds or BANs.

Section 2. With respect to each Project, the Board (a) covenants to fix, revise, charge and collect in **the fall and spring semesters room rent revenue by individual bed-space** and other rates, fees and charges, for or in connection with the use, occupation and services of such Project and (b) pledges such rates, fees and charges remaining after payment of (i) the expenses of operating such Project and (ii) the expenses related to all other activities funded by the **room rent revenue** fee (“Individual Project Net Revenues”) to the payment of the principal of, premium, if any, and interest on the Individual Project Borrowing relating thereto. The Board further covenants that it will fix, revise, charge and collect such rates, fees and charges in such amounts so that Individual Project Net Revenues will at all times be sufficient to pay, when due, the principal of, premium, if any, and interest on the related Individual Project Borrowing and on any other obligations secured by such Individual Project Net Revenues (such payments collectively the “Required Payments”). Each Individual Project Borrowing shall be secured on a parity with other obligations secured by the Individual Project Net Revenues relating to such Individual Project Borrowing (other than any obligations secured by a prior right in Individual Project Net Revenues). Any Individual Project Net Revenues pledged herein in excess of the Required Payments for an Individual Project Borrowing may be used by the Institution for any other lawful purpose.

Section 3. It is hereby found, determined and declared that, based upon responsible engineering and economic estimates and advice of appropriate officials of the Institution, as shown on the Financial Feasibility [Study/Studies] attached hereto as Exhibit[s] A [ ], with respect to each Project, the anticipated Individual Project Net Revenues pledged herein will be sufficient to pay the Required Payments for such Project so long as the aggregate amount of net debt service on the Individual Project Borrowing for such Project actually payable in any bond year does not exceed the amounts assumed in the Financial Feasibility Study relating thereto.

Section 4. The Board covenants that the Institution will furnish the Treasury Board its general purpose financial statements, within 30 days of their issuance and receipt, audited by a firm of certified public accountants or the Auditor of Public Accounts which shall include a schedule of revenues and expenditures for auxiliary enterprise systems. If Individual Project Net Revenues for any Project are insufficient to pay Required Payments for such Project during such period, the Institution shall provide evidence of a plan to generate Individual Project Net Revenues for such Project sufficient to make such Required Payments in the future.

Section 5. The Board covenants that so long as any of the Project Notes are outstanding, the Institution will pay to the State Treasurer, not less than 30 days before each interest payment date, an amount estimated by the State Treasurer to be due and payable on such date as interest on the Project Notes. The Board covenants that so long as any of the Project Bonds are outstanding, the Institution will pay to the State Treasurer, not less than 30 days before each interest or principal payment date, the amount certified by the State Treasurer to be due and payable on such date as principal of, premium, if any, and interest on the Project Bonds.

Section 6. The Board covenants that the Institution will pay from time to time its proportionate share of all expenses incurred in connection with the sale and issuance of any series of Bonds that includes Project Bonds or Project Notes and all expenses thereafter incurred in connection with the Bonds, including without limitation the expense of calculating any rebate to the United States of the earnings derived from the investment of gross proceeds of the Bonds, all as certified by the State Treasurer to the Institution.

Section 7. The Board covenants that the Institution will not take or omit to take any action the taking or omission of which will cause the Bonds to be “arbitrage bonds” within the meaning of Section 148 of the Internal Revenue Code of 1986, as amended, including regulations issued pursuant thereto (the “Code”), or otherwise cause interest on the Bonds to be includable in the gross income of the owners thereof for federal income tax purposes under existing laws. Without limiting the generality of the foregoing, the Institution will pay from time to time its proportional share of any rebate to the United States of the earnings derived from the investment of the gross proceeds of the Bonds.

Section 8. The Board covenants that the Institution will proceed with due diligence to undertake and complete the Projects and that the Institution will spend all of the available proceeds derived from the sale of the Project Borrowings for costs associated with the Projects and appropriated for the Projects by the General Assembly.

Section 9. The Board covenants that the Institution will not permit the proceeds of each Individual Project Borrowing to be used in any manner that would result in (a) 5% or more of such proceeds being used in a trade or business carried on by any person other than a governmental unit, as provided in Section 141(b) of the Code, (b) 5% or more of such proceeds being used with respect to any output facility within the meaning of Section 141(b)(4) of the Code, or (c) 5% or more of such proceeds being used directly or indirectly to make or finance loans to any persons other than a governmental unit, as provided in Section 141(c) of the Code. The Institution need not comply with such covenants if the Institution obtains the written approval of the State Treasurer and an opinion of nationally recognized bond counsel acceptable to the Treasury Board that such covenants need

not be complied with to prevent the interest on the Bonds from being includable in the gross income of the owners thereof for federal income tax purposes.

Section 10. The Board covenants that for so long as any of the Bonds are outstanding the Institution will not enter into any operating lease, management contract or similar agreement with any person or entity, other than a state or local governmental unit, for all or any portion of any of the Projects without first obtaining the written approval of the State Treasurer and an opinion of nationally recognized bond counsel acceptable to the Treasury Board that entering into such agreement will not cause the interest on the Bonds to be included in the gross income of the owners thereof for federal income tax purposes.

Section 11. The Board covenants that for so long as any of the Bonds are outstanding, the Institution will not sell or dispose of all or any part of any of the Projects without first obtaining the written approval of the State Treasurer and an opinion of nationally recognized bond counsel acceptable to the Treasury Board that such sale or disposition will not cause interest on the Bonds to be included in the gross income of the owners thereof for federal income tax purposes.

Section 12. The officers of the Institution are authorized and directed to execute and deliver all certificates and instruments and to take all such further action as may be considered necessary or desirable in connection with the sale and issuance of the Bonds.

Section 13. The Board acknowledges that the Treasury Board will rely on the representations and covenants set forth herein in issuing the Bonds, that such covenants are critical to the security for the Bonds and the exclusion of the interest on the Bonds from the gross income of the owners thereof for federal income tax purposes, that the Board will not repeal, revoke, rescind or amend any of such covenants without first obtaining the written approval of the Treasury Board, and that such covenants will be binding upon the Board so long as any of the Bonds are outstanding.

Section 14. This resolution shall take effect immediately.

The undersigned Secretary of the Board of Visitors of **the College of William and Mary** does hereby certify that the foregoing is a true and correct copy of a resolution adopted at a meeting of the Board of Visitors of **the College of William and Mary** duly convened and held on   September 27  , 2013 at which a quorum was present and voting, and that such resolution is now in full force and effect.

Board of Visitors

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IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of   The College of William and Mary in Virginia   the \_\_\_\_\_ day of \_\_\_\_\_, 2013.

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Thomas R. Frantz, Secretary  
The Board of Visitors  
The College of William and Mary in Virginia



**RESOLUTION OF THE BOARD OF VISITORS OF  
THE COLLEGE OF WILLIAM AND MARY  
DECLARING THE INTENTION TO REIMBURSE  
THE COST OF CERTAIN EXPENDITURES**

**WHEREAS**, The College of William and Mary (the “Institution”) has undertaken the construction of its dining hall, “Improve Auxiliary Facilities”, 204-17934-01, sub-project Expand Sadler Center (the “Project”); and

**WHEREAS**, The Institution has made or will make expenditures (the “Expenditures”) in connection with the Project; and

**WHEREAS**, The Institution may determine that the funds advanced and to be advanced to pay Expenditures will be reimbursed to the Institution from the proceeds of one or more obligations to be issued by or on behalf of the Institution (the “Indebtedness”).

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF VISITORS OF THE INSTITUTION:**

1. The Board of Visitors of the Institution hereby adopts this declaration of official intent under Treasury Regulations Section 1.150-2 and declares that the Institution intends to reimburse itself, in accordance with such Section 1.150-2, with the proceeds of Indebtedness for Expenditures made on, after or within 60 days prior to the date of the adoption of this Resolution with respect to the Project, except that Expenditures made more than 60 days prior to the date hereof may be reimbursed as to certain *de minimis* or preliminary expenditures described in Treasury Regulations Section 1.150-2(f) and as to other expenditures permitted under applicable Treasury Regulations.
2. The maximum principal amount of Indebtedness expected to be issued for the Project is \$1,000,000.00 (one million dollars).
3. This Resolution shall take effect immediately upon its adoption.

Adopted: \_\_\_\_\_

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Thomas R. Frantz, Secretary  
The Board of Visitors  
The College of William and Mary in Virginia