



UWF Business Enterprises, Inc. Board of Directors Teleconference

Building 18 Room 133B

July 24, 2013 Minutes – Approved August 23, 2013

Present

Chair Judy Bense, Vice-chair K. C. Clark, Secretary Jay Patel, Treasurer John Todorovich, Member C. Ray Jones, Associate General Counsel Pat Lott, ICEO James Barnett, Susan Stephenson, and Staff Support Secretary Marie Glass. Absent: Member Suzanne Lewis.

Guests: Brendan Kelly, Martha Saunders, Jim Hurd, Kevin Bailey, Megan Gonzalez, Ruth Davison, Hal White, Betsy Bowers, Ellen Till, Kim Brown, Tiffany Nisewonger, and Erin Kourkounis from the PNJ.

Welcome/Opening Remarks

Chair Bense called the meeting to order at 11:00 a.m. Ms. Glass called roll and confirmed that a quorum was present.

Report of the Chair

Dr. Bense asked Dr. Barnett to give a discussion on the updates.

BEI Updates

Dr. Barnett explained the purpose of the meeting was to update the Board of Directors on four projects, primarily the Argonaut Village on the East Campus.

1. Questions have arisen over the past few weeks, so the purpose of this meeting is to address those questions.
2. Staff believe this is a good project and will continue the vision for the long term interest of the University of West Florida. Brailsford & Dunlavey completed the housing study update, and HVS Advisory Solutions, completed the hotel update, which are currently being used by Vieste Development to update their business plan/pro forma.
3. August 1 is the expiration of the development conditions as identified within the affiliation agreement that the board approved and staff executed February 10 between Vieste Development and BEI. That agreement essentially said BEI would be presented with an acceptable financing plan by that date.
4. Project development is dynamic:
 - a. Within the past 30 days, Vieste Development's funding has changed from a taxable to a tax-exempt structure due to the bond market changes.
 - b. Provident Resources Group, a 501(c)(3), was asked by Vieste Development to join their team to pursue tax-exempt financing. He stated their presence strengthened the Vieste team.
 - c. Staff expects to receive an updated business pro forma Thursday or Friday.
 - d. There will probably be schedule changes. The occupancy will probably be identified August 1, 2015, instead of the previously identified date of August 1, 2014.
 - e. Vieste Development and BEI will continue working together to deliver the project as quickly as possible while ensuring it progresses with the right business deal to support the vision and mission of the university.

VP Stephenson added that Staff plans to provide the Board with briefings on a regular basis. The dynamic nature of the project demands that the Board bear with Staff as to what is enclosed in those briefings and what may change from one day to the next.

Ms. Lott reiterated BEI has the right to approve any financing structure that is proposed for this project. There has not yet been a final structure proposed. If the structure that is finally presented deviates in any substantial respect from what has been proposed in the past, it will come back to the Board for approval.

Dr. Stephenson clarified that if the new financing proposal deviated significantly from what the BEI and BOT had approved in the affiliation agreement, then it would be brought before Board for input. Currently, the Affiliation Agreement is in force with Vieste Development and BEI. Staff expects Vieste to move from owner to developer and Provident Resources Group would be the owner/borrower. Dr. Barnett expected the developer fees to decrease and the project expenses for the construction would increase.

Dr. Stephenson asked the Board if they were satisfied with the format of the briefings. Vice-chair Clark suggested including the name of the resident expert in that area. Member Jones asked how often there would be updates. VP Stephenson said Staff's intention was no less than bi-weekly or following any significant development.

Dr. Barnett asked if there were any questions concerning University Park, Northwest Retirement Village, Electric Car Solar Project, or Parking and Transportation assignment that the board might have. None were raised.

Dr. Bense closed by thanking Ms. Kourkounis from the PNJ for attending and assured her that by extending this project out by a year, the Board was doing its necessary due diligence. Dr. Stephenson included that Provident Resources Group has only been on Vieste Development's team for 30 days. They are going to be the holder of the bond and their request for additional time seems reasonable.

Chair Bense adjourned the meeting at 11:22 p.m.

Respectfully submitted,
Tiffany Nisewonger, Assistant Staff Support Secretary