

Progress reports were given by President Thompson on the new 6-story Residence Hall for Women, the Academic Athletic Building, the proposed 10-story dormitory for men, and the proposed 4-story dormitory for women. He stated that awards in the amount of \$173,000.00 for the excavation and installation of steam distribution, sewer, water, and electrical lines in the area of Dogwood Drive and the Russellville Road, were within the estimate of the College and that work had already started on these projects.

The Board was informed of the recent purchase by the College Heights Foundation of the L. E. Powell property, consisting of three brick units, and located on Fifteenth and College Streets, adjacent to Western campus. The President stated that the property, which was purchased for \$55,000.00, would be held for the College until such time as funds were made available by the State for its purchase from the Foundation. He added that work would start immediately to convert certain areas into a seminar center and additional faculty offices.

On motion of Mr. Lawrence, seconded by Dr. Edds, the meeting adjourned.

Wendell P. Butler
Chairman

Etta J. Runner
Secretary

MINUTES OF THE BOARD OF REGENTS OF WESTERN
KENTUCKY STATE COLLEGE, BOWLING GREEN,
KENTUCKY HELD ON OCTOBER 27, 1962

The Board of Regents of Western Kentucky State College convened in regular quarterly session in the office of the President of the College at Bowling Green, Kentucky, on October 27, 1962, at 9:00 A.M., CST, pursuant to KRS 164.340 and notice duly mailed by the Chairman to each member of the Board 20 days in advance. Chairman The Honorable Wendell P. Butler was in the Chair presiding and upon call of the roll it was ascertained that the following members of the Board were present: Mr. H. Bemis Lawrence, Vice Chairman; Mr. Douglas Keen; Mr. Owen C. Hammons; Mr. Hugh Poland; Mr. Maxey B. Harlin.

Absent: Dr. Gerald Edds.

Also present were Dr. Kelly Thompson, President of the College; Mr. Billy Smith, Business Manager; Miss Etta J. Runner, Secretary of the

Board; Miss Georgia Bates, Secretary to the President; and Mr. and Mrs. Cornelius W. Grafton, of Louisville, Kentucky, members of the law firm of Grafton, Ferguson & Fleischer, employed by the Board as Bond Counsel in connection with the proposed authorization and issuance of the Board's \$5,420,000 "Housing and Dining System Revenue Bonds of 1962."

In having been determined that a quorum was present for the transaction of business, the Chairman called the meeting to order.

The invocation was given by Mr. Harlin.

Mr. Lawrence moved that the minutes of the meeting of the Board held on June 29, 1962, be approved without a reading by the secretary inasmuch as each member had previously been furnished a copy. The motion, seconded by Mr. Poland, carried unanimously.

At this point the President of the College suggested to the Chairman of the Board that it might be in order for the Board to suspend its usual order of business and consider at this time the matter of the proposed Loan Agreement dated October 1, 1962, tendered by Housing and Home Finance Agency (Project No. CH-Ky-64(D) relating to \$1,382,000 of Bonds for the new 10-story dormitory for men students, and consolidation of all financing of the Board's housing and dining facilities, including the Student Union Building, through the creation of a "Housing and Dining System" as provided in said Loan Agreement. Board Member Lawrence moved that these matters be made the next order of business, which motion was seconded by Board Member Harlin. After full discussion, the Chairman put the question and the motion was unanimously carried.

The Chairman then requested that Bond Counsel take the floor, explain in general terms the Housing and Home Finance Agency (HHFA) Loan Agreement and the business proposed to be transacted thereunder, and tender for examination and consideration by the Board such instruments and documents as were ready for submission.

Mr. Grafton made a presentation, which is summarized, as follows:

(1) The General Assembly customarily makes an appropriation to the College, but each General Assembly is constitutionally free to exercise its legislative judgment in this connection, and it is impossible to arrange long term financing in anticipation of how future General Assemblies may choose to act. Accordingly when the Board of Regents deems it necessary or desirable to finance necessary projects over a period of years in the future, resort must be had to the issuance of bonds which are payable from revenues, rentals and other income which are derived from outside sources and are not subject to biennial appropriation by the General Assembly. Income, revenues and rentals from outside sources may be anticipated and pledged, whereas legislative appropriations may not.

(2) There have been times in the past when the cost of dormitory construction has been low enough to permit financing of construction by pledging no more than the income and rental revenues to be generated by the specific dormitory involved. Thus the Board of Regents found in 1947 that it was possible to finance McLean Hall on the open financial market without difficulty; as evidenced by the issuance of the Board's \$160,000 "Dormitory Building Revenue Bonds of 1947." These bonds were authorized by a certain resolution which the Board adopted at a meeting held on March 15, 1947, and \$50,000 principal amount are outstanding and unpaid at this time, subject to redemption at the option of this Board on April 1, 1963, at face value and accrued interest plus a redemption premium at the rate of 1/4 of 1% for each year, or fraction of a year, that the bonds are called in advance of their respective maturity dates.

Similarly in 1950 the Board financed the Student Union Building by issuing its \$160,000 "Student Union Building Revenue Bonds," and \$76,000 thereof are outstanding subject to redemption on February 1, 1963, upon the same basis.

In 1955 costs had increased, but by extending bond maturities to a period of 40 years from date of issue, and by taking advantage of favorable interest rates made available in a financing program authorized by the Congress of the United States, the Board of Regents found it possible to finance the construction of two dormitory buildings, now known and designated as East Hall and North Hall through the issuance of the Board's "Dormitory Revenue Bonds of 1955" dated December 1, 1955, in the principal amount of \$980,000 of which \$64,000 have matured and have been paid, leaving outstanding at this time \$916,000 of which \$16,000 will mature on December 1, 1962, and for the payment of which on that date revenues from said dormitories have been duly set aside (HHFA Project Ky-15-CH-11(D)).

(3) As the cost of construction continued to increase, it was found to be impossible to finance the same from the rentals and other revenues alone, even at advantageous Government rates and even by extension of serial maturities over the maximum legal period of 40 years, unless the rentals and other revenues were increased beyond the level which was deemed to be within the average student's ability to pay. Accordingly when the Board undertook the financing of what is now known and designated as "Regents Hall," in 1958 (being a dormitory to accommodate approximately 180 women students and 4 faculty apartments with necessary appurtenant facilities, HHFA Project KY-15-CH-23(D)), it was necessary that the Board pledge for the retirement of the bonds not only the rental income and other revenues of the project dormitory, but also

a portion of the fees charged by the Board to student occupants for academic instruction - then designated "incidental fees" and more recently designated "registration fees."

Again, in the case of the Board's financing of the dormitory now known and designated as South Hall (HHFA Project Ky-15-CH-32(D)), it was necessary that the Board pledge not only the rental income and other revenues of the project itself, but also a portion of the incidental (registration) fees of student occupants of the project; and the same pattern was followed in the Board's Loan Agreement with HHFA for the financing of West Hall and the Grill operated therein (Project CH-Ky-41(D)), although the Bonds have not been sold for reasons hereinafter stated.

(4) In 1960 the Board of Regents, in common with the Board of Regents of the other four State Colleges, and the Board of Trustee of the University of Kentucky, entered upon a program for the financing of buildings for academic purposes, involving the creation of a "Consolidated Educational Buildings Project," including all existing and future buildings for academic purposes, to be financed through the issuance of "Consolidated Educational Buildings Revenue Bonds," secured by and payable from a pledge of and first lien upon all student registration fees (previously designated student incidental fees); but necessarily subject to any pledges of said fees which had previously been made by the Board of Regents as in the cases of the 1958 and 1959 bond issues and the 1960 Loan Agreement referred to above.

The Board of Regents has heretofore issued its "Consolidated Educational Buildings Revenue Bonds, Series A" in the principal amount of \$1,300,000, dated August 1, 1960; and its "Consolidated Educational Buildings Revenue Bonds, Series B," dated February 1, 1962. In each instance it was acknowledged that the bonds were payable solely from the pledged "student registration fees" and that such pledge was subordinate and inferior to the pledge of a portion of such fees paid by the student occupants of the dormitory projects for the bond issues referred to in paragraph (3) above. It became apparent at the time of the issuance of the "Consolidated Educational Buildings Revenue Bonds, Series B" that the financial capacity of the Board of Regents to under take financing of academic buildings was severely limited by the existing pledges of a portion of such fees to the above-mentioned "Dormitory Building Revenue Bonds of 1958" and "Dormitory Building Revenue Bonds of 1959," and the agreement to pledge the same in the financing of West Hall.

(5) Upon examination of various outstanding commitments of the Board of Regents with reference to the pledges of dormitory and dining hall rentals and other revenues, and the aforesaid pledges of portions of the registration fees of student occupants of the above-mentioned projects, it was obvious that this limitation upon the financing of academic buildings would be substantially and materially relaxed if it could be possible to obtain the consent of HHFA as the holder of all of the outstanding "Dormitory Revenue Bonds of 1958" and Dormitory Revenue Bonds of 1959," and as a party to the 1960 Loan Agreement, to a release of the pledged registration fees of student occupants of said projects by substituting therefor a pledge of dormitory rentals from other dormitories of the College which were either free of incumbrances or could be made free of incumbrances.

Meanwhile, the Board had filed its application with HHFA for the financing of the six-story dormitory for women students (Project CH-Ky-48(D), recently completed and occupied. In order to avoid any more encroachment upon the student registration fees, HHFA was requested to accept, instead, a pledge of the rentals of Potter Hall, which was unencumbered.

(6) Against this background, the President of the College, acting under authority from the Board, employed Grafton, Ferguson & Fleischer, nationally recognized municipal bond counsel, of Louisville, Kentucky, to consult with the President and business staff of the College, investigate the factual and legal considerations, and assist in the formulation of a financing and refinancing program relating to housing and dining facilities, which might be presented to HHFA in an effort to obtain a release of previously pledged student registration fees of occupants of the projects financed by the 1958 and 1959 bond issues, and to be financed under the terms of the 1960 Loan Agreement.

(7) In making application to HHFA for a loan commitment in the amount of \$1,382,000 to finance the new ten-story dormitory, with the appurtenant facilities, to house approximately 408 men students and two directors' apartments (HHFA Project No. CH-Ky-64(D), Bond Counsel suggested that the Board of Regents request consideration by HHFA of a reorganization of the whole financing of the College's housing and dining facilities (a) through establishment by the Board of Regents of a "Housing and Dining System" which would include all of the existing housing and dining facilities of the College and the related Paul L. Garrett Student Union Building; and (b) through the issuance by the Board of Regents

of its \$5,420,000 "Housing and Dining System Revenue Bonds of 1962," Series A, B, C, D, E, and F," secured by a pledge of all rentals and other income from all housing and dining facilities, and the Student Union Building; but without any pledge of student registration fees. Series A in the principal amount of \$900,000 would be exchanged with HHFA for all of the outstanding "Dormitory Revenue Bonds of 1955" of the same principal amount and interest rate; Series B in the amount of \$648,000 would be exchanged with HHFA for all of the outstanding "Dormitory Revenue Bonds of 1958," of like principal amount and interest rate; Series C in the amount of \$615,000 to be exchanged with HHFA for all of the outstanding "Dormitory Revenue Bonds of 1959" of like principal amount and interest rate; Series D in the principal amount of \$675,000 would be offered at public sale as provided in the HHFA Loan Agreement for Project CH-Ky-41(DS); Series E in the sum of \$1,200,000 would be offered at public sale according to HHFA Loan Agreement for Project CH-Ky-48(D), Amendment No.1; and Series F in the amount of \$1,382,000 would be offered at public sale according to the HHFA Loan Agreement for Project CH-Ky-64(D).

(8) With the assistance of Bond Counsel, such a proposal was submitted to HHFA, and pending financial analysis thereof by HHFA it was requested that the Board's public offering of the Bonds for West Hall (Project 41(D), and the new 6-story women's dormitory Project 48(D), be held in abeyance, which has been done.

(9) HHFA has approved the application for such financial reorganization, and has incorporated the same in a Loan Agreement relating to the new 10-story dormitory for accommodation of approximately 408 men students, with necessary appurtenant facilities; the same being dated October 1, 1962, and designated as HHFA Project CH-Ky-64(D), Contract No. H-302-947.

The Loan Agreement contemplates establishment by the Board of a "Housing and Dining System" of the College, initially consisting of the following:

(a) the two existing dormitories for men known as East Hall and North Hall, constructed under HHFA Project Ky-15-CH-11(D);

(b) the existing dormitory for women known as Regents Hall, constructed under HHFA Project Ky-15-CH-23(D);

(c) the existing dormitory for men known as South Hall, constructed under HHFA Project Ky-15-CH-32(D);

(d) the existing dormitory for men known as West Hall, together with the grill or snack bar operated therein, constructed under HHFA Project CH-Ky-41(DS);

(e) the existing 6-story dormitory for women recently completed and occupied, constructed under HHFA Project CH-Ky-48(D);

(f) the three existing dormitories for women known as White Stone Hall, Potter Hall, and McLean Hall, (requiring redemption and retirement of all outstanding Bonds of the 1947 Bond issue, in order that the rentals thereof may be pledged);

(g) the existing Paul L. Garrett Student Center Building, together with the cafeteria and snack bar operated therein (requiring redemption and retirement of all bonds of the 1950 Bond issue, in order that the income and revenues may be pledged); and

(h) the new 10-story dormitory for men, which is the new Project to be constructed under HHFA Project CH-Ky-64(D).

Additionally the Board would be permitted to add to the "Housing and Dining System" in the future such housing and dining facilities as may hereafter be erected.

(10) Upon establishment of the "Housing and Dining System" and the freeing of McLean Hall and the Paul L. Garrett Student Center Building of existing encumbrances, HHFA will agree to the Board's issuance of \$5,420,000 "Western Kentucky State College Housing and Dining System Revenue Bonds of 1962, Series A, B, C, D, E, and F." Among these Bonds Series A in the sum of \$900,000, Series B in the sum of \$648,000, and Series C in the sum of \$615,000 would be set up with the same maturities and bearing the same rates of interest, respectively, as in the cases of the outstanding Bonds for HHFA Project 11 (D) (East and North Halls), HHFA Project 23 (D) (Regents Hall), and HHFA Project 32 (D) (South Hall), and HHFA will accept these Bonds in exchange for the aforesaid outstanding Bond issues, with adjustments to prevent duplication of interest. Series D in the sum of \$675,000 would be set up to conform to the existing Loan Agreement for HHFA Project 41 (D); Series E in the sum of \$1,200,000 would be set up to conform to the existing Loan Agreement for HHFA Project 48 (D); and Series F in the sum of \$1,382,000 would be set up to conform to the specifications provided in the new HHFA Loan Agreement 64 (D). These last three Series (D, E, and F) would be offered at public sale at not less than par and accrued interest with HHFA agreeing to submit a bid for each of them, with Series D

to bear interest at not exceeding 3-1/8% per annum, Series E to bear interest at not exceeding 3-1/2% per annum, and Series F to bear interest at not exceeding 3-3/8% per annum, conforming to the respective Loan Agreements.

(11) If the Board of Regents sees fit to approve and accept the presently tendered HHFA Loan Agreement for Project No. CH-Ky-64(D), then upon reorganization of the housing and dining facilities of the College there would be a single "Housing and Dining System," including all of the buildings and facilities listed in paragraph (9) above, financed collectively from a pledge of all rentals and other income therefrom, completely self-liquidating and self-sustaining (including expenses of operation and maintenance) with permission to the Board to use for its general purposes any such rentals and other income to the extent they are surplus to requirements of the Housing and Dining System, and with permission to finance additional housing and dining facilities in the future through the issuance of additional series of similarly designated bonds ranking on a basis of equality and parity with Series A to F, inclusive, providing revenues and sufficient to comply with a financial formula which is set forth in the Loan Agreement. Although this financial formula is necessarily restrictive in order to safeguard the security of the Bonds, nevertheless the Loan Agreement gives special recognition to applications of the Board which are pending or in the course of preparation -- these being for a new dormitory for women (\$800,000) and expansion of the Paul L. Garrett Student Center Building (\$1,200,000), providing such Bonds are issued prior to June 30, 1965.

On the other hand, all of the academic buildings on the campus of the College are included in the Consolidated Educational Buildings Project, which is supported by a pledge of the student registration fees, with provision for future financing of additional academic buildings to the extent the revenues from that source are sufficient to comply with financial formula prescribed in connection with the issuance of additional Series of Consolidated Educational Buildings Revenue Bonds.

Upon completion of the reorganization of the financing of the housing and dining facilities, the existing pledges of a portion of the registration fees of student occupants of Regents Hall and South Hall would be released, and the existing commitment to pledge a portion of such fees of the student occupants of West Hall would be released, thus materially enhancing the Board's financial capacity to undertake the financing of new academic buildings by the issuance of Consolidated Educational Buildings Revenue Bonds.

(12) Upon the assumption that the Board of Regents will desire to approve and accept the tendered Loan Agreement for HHFA Project No. CH-Ky-64(D), and put into effect the financial reorganization which has been described, President Thompson instructed Bond Counsel to prepare all necessary instruments and documents for submission to the Board of Regents at this meeting.

Upon these instructions, Bond Counsel submitted for consideration the following instruments:

(a) The Loan Agreement tendered by HHFA for Project CH-Ky-64(D), dated as of the 1st day of October, 1962 (relating to the new 10-story dormitory for housing approximately 408 men students and two directors' apartments, and appurtenant facilities), embodying in the aggregate a proposal that the Board create a "Housing and Dining System" as above outlined, and authorize the issue its \$5,420,000 "Housing and Dining System Revenue Bonds of 1962," consisting of the following:

\$900,000 Series A Bonds bearing interest at the fixed rate of 2-3/4% per annum to be exchanged with HHFA for the "Dormitory Revenue Bonds of 1955," in the same principal amount and bearing interest at the same rate.

\$648,000 Series B Bonds bearing interest at the fixed rate of 2-7/8% per annum to be exchanged for the "Dormitory Revenue Bonds of 1958," in the same principal amount and bearing interest at the same rate.

\$615,000 Series C Bonds bearing interest at the fixed rate of 2-7/8% per annum to be exchanged with HHFA for "Dormitory Revenue Bonds of 1959," in the same principal amount and bearing interest at the same rate.

\$675,000 Series D Bonds for financing the costs of the new men's dormitory (not otherwise provided) to be offered at public sale but with a commitment on the part of HHFA to bid par and accrued interest therefor at a uniform interest rate of 3-1/8% per annum subject to acceptance by the Board of equal or better bids which may be received from others.

\$1,200,000 Series E Bonds to provide the costs (not otherwise provided) of the new 6-story dormitory for women students, such Series E Bonds to be offered at public sale with a commitment on the part of HHFA to bid par and accrued interest therefor at a uniform interest rate of 3-1/2% per annum subject to acceptance by the Board of equal or better bids which may be received from others.

\$1,382,000 Series F Bonds to provide the costs of the new 10-story dormitory to house approximately 408 men students and two Directors' apartments, with appurtenant

facilities, such Series F Bonds to be offered at public sale with a commitment on the part of HHFA to bid par and accrued interest therefore at a uniform interest rate of 3-3/8% per annum, subject to acceptance by the Board of equal or better bids which may be received from others.

(b) Bond Counsel's draft of a proposed Resolution of the Board creating the aforesaid "Housing and Dining System," authorizing the issuance of \$5,420,000 "Housing and Dining System Revenue Bonds of 1962," dated December 1, 1962, conforming to the specifications set forth in the Loan Agreement; and providing for the redemption and retirement of the outstanding Bonds on McLean Hall and the outstanding Bonds on the Paul L. Garrett Student Center Building, each from funds accumulated and available in its "Bond and Interest Redemption Fund;"

(c) "Notice of Sale of Bonds" for the public offering of the "Housing and Dining System Revenue Bonds of 1962, Series D, E, and F;"

(d) "Statement of Terms and Conditions of Bond Sale," supplemental thereto;

(e) Official Bid Form, relating to the said public offering thereof.

After Bond Counsel's presentation, the various instruments and documents so tendered to the Board were in succession read in full and made the subject of full discussion.

Board Member Lawrence moved immediate adoption of a proposed Resolution, as follows, seconded by Board Member Harlin:

RESOLUTION

A RESOLUTION of the Board of Regents of Western Kentucky State College approving and accepting the Loan Agreement tendered to the Board by Housing and Home Finance Agency, dated as of the 1st day of October, 1962, in substance providing for the establishment by the Board of a Housing and Dining System of Western Kentucky State College, Bowling Green, Kentucky, and issuance of \$5,420,000 of the Board's "Housing and Dining System Revenue Bonds of 1962, Series A, Series B, Series C, Series D, Series E, and Series F," to be dated December 1, 1962 (Loan Agreement for Project CH-Ky-64(D)).

THE BOARD OF REGENTS OF WESTERN KENTUCKY STATE COLLEGE HEREBY RESOLVES AS FOLLOWS:

Section 1. The Board hereby approves and accepts the Loan Agreement which has been tendered to the Board by Housing and Home Finance Agency as identified in the caption of this Resolution, acknowledges its familiarity with all of the terms

and provisions thereof; and hereby authorizes the Chairman and Secretary of the Board to execute the same and affix the corporate seal thereto in the name and on behalf of this Board or Regents, and thereafter to transmit executed copies to HHFA with a request for immediate completion on its part

Section 2. This Resolution shall be in full force and effect from and after its adoption.

Full discussion followed and the Chairman thereupon put the question, and upon call of the roll the vote was recorded as follows:

Voting "Aye": The Hon. Wendell P. Butler, Mr. H. Bemis Lawrence, Mr. Douglas Keen, Mr. Owen C. Hammons, Mr. Hugh Poland, Mr. Maxey B. Harlin

Voting "Nay": None

Whereupon the Chairman declared that the motion was carried and that the Resolution had been adopted and was in full force and effect.

At this point and in the presence of the Board, the Chairman signed the aforesaid Loan Agreement (Project CH-Ky-64(D)), and the same was attested under seal by the Secretary of the Board.

Board Member Lawrence introduced, caused to be read in full, and moved immediate adoption of a proposed resolution, seconded by Board Member Harlin, as follows:

A RESOLUTION OF THE BOARD OF REGENTS OF WESTERN KENTUCKY STATE COLLEGE, BOWLING GREEN, KENTUCKY, PROVIDING FOR THE ISSUANCE OF HOUSING AND DINING SYSTEM REVENUE BONDS OF 1962, SERIES A, SERIES B, SERIES C, SERIES D, SERIES E, AND SERIES F; AUTHORIZING THE EXCHANGE OF SAID SERIES A, SERIES B, AND SERIES C FOR OUTSTANDING BONDS OF THE BOARD OF REGENTS IN THE SAME RESPECTIVE PRINCIPAL AMOUNTS AND BEARING INTEREST AT THE SAME RATES; AND PROVIDING FOR A PUBLIC SALE OF SAID SERIES D, E, AND F.

WHEREAS, the Board is authorized by Section 162.340, et seq., of the Kentucky Revised Statutes to erect buildings for educational purposes at Western Kentucky State College, Bowling Green, Kentucky, and to finance the costs thereof (to the extent not otherwise provided) through issuance of the Board's Revenue Bonds; and

WHEREAS, the Board has heretofore authorized, sold, and delivered various series of its Revenue Bonds among which there are outstanding at this time:

\$50,000 "Dormitory Building Revenue Bonds of 1947," dated April 1, 1947 (herein sometimes called the "1947 Bonds"), which may be called for redemption and retirement on April 1, 1963;

\$76,000 "Student Union Building Revenue Bonds," dated August 1, 1950 (herein sometimes referred to as the "1950 Bonds"), which are subject to redemption and retirement on February 1, 1963;

\$916,000 "Dormitory Revenue Bonds of 1955," dated December 1, 1955 (herein sometimes referred to as the "1955 Bonds"), of which \$16,000 become due and payable on December 1, 1962, and \$900,000 are held by Housing and Home Finance Agency of the United States (HHFA), and are available for exchange as hereinafter provided;

\$648,000 "Dormitory Revenue Bonds of 1958," dated April 1, 1958 (herein sometimes referred to as the "1958 Bonds"), all of which are held by HHFA and are available for exchange as hereinafter provided;

\$615,000 "Dormitory Revenue Bonds of 1959," dated July 1, 1959 (herein sometimes referred to as the "1959 Bonds"), all of which are held by HHFA and are available for exchange as hereinafter provided;

AND WHEREAS, said outstanding Bonds were issued to provide a part of the costs of certain dormitories, counsellors' or directors' apartments, dining facilities, and other educational facilities, and are secured in part by a pledge of the rentals charged to and collected from student occupants, and in certain instances, in part by a pledge of portions of the incidental fees (student registration fees) charged to and collected from student occupants thereof; and the Board has heretofore determined that it is wise and expedient to redeem and retire the 1947 Bonds and the 1950 Bonds through application of available funds and to refund the 1955 Bonds, 1958 Bonds, and the 1959 Bonds, by agreement with the United States of America, Housing and Home Finance Administrator, the owner and holder thereof, by issuing in exchange the Board's "Housing and Dining System Revenue Bonds of 1962, Series A, Series B, Series C," in the same respective principal amounts and bearing interest at the same rates but with a pledge of the unencumbered revenues of other dormitories in consideration of the release of the present pledge of a portion of the incidental fees (student registration fees); and

WHEREAS, the existing buildings used for educational purposes at Western Kentucky State College, in Bowling Green, Kentucky are wholly inadequate and it has heretofore been determined to be necessary that in addition to all other housing and dining facilities previously provided, the constantly growing enrollment of students has created and will in the immediate future create a critical need and demand for housing and dining facilities, as follows:

A dormitory with appurtenant facilities to house approximately 204 male students and a snack bar to accommodate approximately 300 persons and two faculty apartments heretofore erected and completed under HHFA Project No. CH-Ky-41(DS), which has been designated West Hall (for convenience sometimes hereinafter referred to as "Project 41(DS)", or simply as "Project 41 (D)");

A 6-story dormitory for women students, with necessary appurtenant facilities, recently erected and completed under HHFA Project CH-Ky-48(D), presently unnamed and for convenience sometimes hereinafter referred to as Project 48 (D);

A new 10-story dormitory, with appurtenant facilities, to house approximately 408 men students and two directors' apartments, the plans and specifications for which have heretofore been approved, and construction of which has been commenced, or is ready to be commenced at this time, under HHFA Project CH-Ky-64(D), as yet unnamed, and for convenience sometimes hereinafter referred to as "Project 64(D);"

AND WHEREAS, in order to provide for the costs thereof (to the extent not otherwise provided), it is necessary that the Board issue its "Housing and Dining System Revenue Bonds of 1962, Series D, Series E, and Series F," in the aggregate principal amount of \$3,257,000, pursuant to authority of Section 162.340 of the Kentucky Revised Statutes;

NOW, THEREFORE, THE BOARD OF REGENTS OF WESTERN KENTUCKY STATE COLLEGE, AT BOWLING GREEN, KENTUCKY, HEREBY RESOLVES, AS FOLLOWS:

Section 1. The Board elects to, and does hereby, call in for redemption and payment on April 1, 1963, all of its outstanding and unpaid 1947 Bonds, as identified in the preamble hereof, being Bonds Numbered 111 to 160, inclusive, each in the denomination of \$1,000.00, of a Series originally authorized and issued in the principal amount of \$160,000, such outstanding Bonds being subject to redemption on said date at the election of this Board at face amount, accrued interest to redemption date, and a redemption premium or additional interest equal to 1/4 of 1% for each year or fraction of a year by which the redemption date precedes the stated maturity of each Bond. A sum sufficient for said purpose is hereby appropriated from the accumulations in the "Dormitory Building Revenue Bond and Interest Redemption Fund," which was created and has been maintained pursuant to Section 5 of the Resolution authorizing the issuance of said Bonds, adopted by this Board on March 15, 1947. The Secretary of this Board is authorized and directed to cause an appropriate form of "Notice of Redemption of Bonds," as tendered by Bond Counsel, to be published in the time and manner prescribed in that connection.

Section 2. This Board elects to, and does hereby, call in for redemption and retirement on February 1, 1963, all of the outstanding and unpaid 1950 Bonds, as identified in the preamble of this Resolution, being \$76,000 principal amount thereof, consisting of Bonds Numbered 85 to 160, inclusive, each in the denomination of \$1,000.00; which Bonds are subject to redemption on said date at the election of this Board at face amount, accrued interest to the redemption date, and a redemption premium or additional interest equal to 1/4 of 1% of principal for each year or fraction of a year by which the redemption date precedes the stated maturity of each Bond. A sum sufficient for said purpose is hereby appropriated from the accumulations in the "Student Union Building Revenue Bond and Interest Redemption Fund," which was created and has been maintained pursuant to Section 4 of this Board's Resolution authorizing the issuance of said Bonds, as adopted by this Board on July 1, 1950. The Secretary of this Board is authorized and directed to sign an appropriate form of "Notice of Redemption of Bonds" and to cause the same to be published in the time and manner prescribed in that connection.

Section 3. That the erection of said Projects 41(D) and 48(D), which have been completed, is hereby approved and commencement of erection of Project 64(D) is hereby authorized, all being on the campus of Western Kentucky State College, according to the plans and specifications heretofore prepared and approved, and said buildings are hereby declared to be necessary for educational purposes of Western Kentucky State College.

Section 4. Effective simultaneously with the delivery of \$5,420,000 "Western Kentucky State College Housing and Dining System Revenue Bonds of 1962, Series A, B, C, D, E, and F," which are hereinafter authorized to be issued (whether by way of exchange with HHFA for outstanding Bonds, or upon delivery to the purchaser or purchasers at a public sale, upon payment of their respective purchase prices), there is hereby established the "Housing and Dining System" of this Board and of Western Kentucky State College, and the same shall consist, initially, of the following identified housing and dining facilities on the campus of Western Kentucky State College, at Bowling Green, Kentucky:

(a) the two existing dormitories for men known as East Hall and North Hall, constructed under HHFA Project Ky-15-CH-11(D);

(b) The existing dormitory for women known as Regents Hall constructed under HHFA Project Ky-15-CH-23(D);

(c) The existing dormitory for men known as South Hall, constructed under HHFA Project Ky-15-CH-32(D);

(d) the existing dormitory for men known as West Hall, together with the grill or snack bar operated therein, constructed under HHFA Project CH-Ky-41(DS);

(e) the existing 6-story dormitory for women recently completed and occupied, constructed under HHFA Project CH-Ky-48(D);

(f) the three existing dormitories for women known as White Stone Hall, Potter Hall, and McLean Hall (requiring redemption and retirement of all outstanding Bonds of the 1947 Bond issue, in order that the rentals thereof may be pledged);

(g) the existing Paul L. Garrett Student Center Building, together with the cafeteria and snack bar operated therein (requiring redemption and retirement of all Bonds of the 1950 Bond issue, in order that the income and revenues may be pledged); and

(h) the new 10-story dormitory for men, which is the new Project to be constructed under HHFA Project CH-Ky-64(D).

Section 5. In order to refund the 1955 Bonds, the 1958 Bonds, and the 1959 Bonds, all as identified in the preamble hereof, and to pay the costs (not otherwise provided), of said Buildings identified as Projects 41(DS), 48(D), and 64(D), Housing System Revenue Bonds of 1962, Series A, Series B, Series C, Series D, Series E, and Series F, shall be and are hereby ordered issued by the Board of Regents of said Western Kentucky State College in the aggregate principal amount of Five Million Four Hundred Twenty-Thousand Dollars (\$5,420,000), dated December 1, 1962, consisting of Series A Bonds in the aggregate principal amount of Nine Hundred Thousand Dollars (\$900,000), bearing interest at the fixed rate of 2-3/4% per annum; Series B Bonds in the aggregate principal amount of Six Hundred Forty-Eight Thousand Dollars (\$648,000), bearing interest at the fixed rate of 2-7/8% per annum; Series C Bonds in the aggregate principal amount of Six Hundred Fifteen Thousand Dollars (\$615,000), bearing interest at the fixed rate of 2-7/8% per annum; Series D Bonds in the aggregate principal amount of Six Hundred Seventy-Five Thousand Dollars (\$675,000); Series E Bonds in the aggregate principal amount of One Million Two Hundred Thousand Dollars (\$1,200,000); and Series F Bonds in the aggregate principal amount of One Million Three Hundred Eight-Two Thousand Dollars (\$1,382,000); such Series Bonds of Series D, E, and F to bear interest at one or more rates averaging, respectively, no greater than 3-1/8%, 3-1/2%, and 3-3/8% per annum as may be established by a supplemental resolution of the Board upon the basis of competition at public sale as hereinafter provided; such Bonds to be offered for sale as negotiable, bearer, coupon Bonds, in the denomination of

\$1,000; and to be in substantially the form and in all respects conform to the specifications and details set forth in the Trust Indenture referred to in and set out under Section 3 of this Resolution subject to a privilege on the part of purchasers of said Series D, E, and F Bonds to request that the same be issued in other denominations, and in the "Form of Fully Registered Bond," as permitted by law and by the provisions of said Trust Indenture.

Section 3. Said Bonds shall be issued pursuant to and shall be secured by a Trust Indenture between the Board of Regents of Western Kentucky State College, party of the first part, and Bowling Green Bank and Trust Company, a combined bank and trust company, having corporate trust powers, organized and existing under and by virtue of the laws of the Commonwealth of Kentucky, and having its principal office and place of business in the city of Bowling Green, Kentucky, party of the second part. The Chairman and Secretary of the Board of Regents are hereby authorized and directed to make, execute, and deliver such Trust Indenture in substantially the form, text, terms, and provisions hereinafter set out, and this Board of Regents hereby approves, ratifies, and confirms all of the covenants, provisions, and stipulations as set out in such Trust Indenture, and the Bonds shall respectively mature and be subject to redemption as therein set out, as follows, to wit:

Section 4. The Secretary of this Board is hereby authorized and directed to cause appropriate notice to be published one time in The Courier-Journal, a daily newspaper published in Louisville, Kentucky, and of general circulation throughout the Commonwealth of Kentucky, and one time in The Bond Buyer, a financial journal published in New York, New York, of general circulation among bond buyers throughout the United States of America, soliciting sealed competitive proposals for the purchase of said Series D, Series E, and Series F Bonds, the same to be received in the office of the President, in Bowling Green, Kentucky, until some day and hour when the Board of Regents will be in session, and the publication in each thereof shall be caused to appear not less than seven (7) nor more than twenty-one (21) days in advance of the date therein stated for the opening and consideration of such proposals. In said notice purchasers shall be instructed that in the case of each Series, proposals may be for the purchase of

- (1) all maturities in the years 1965 to 1972, inclusive;
- (2) all maturities in the years 1973 to 1977, inclusive;
- (3) all maturities in the years 1978 to 1982, inclusive;
- (4) all maturities in the years 1983 to 1987, inclusive;
- (5) all maturities in the years 1988 to 1992, inclusive;
- (6) all maturities in the years 1993 to 2002, inclusive;
- (7) the entire issue;

that the bidders may stipulate one or more interest coupon rates with respect to the Bonds of each Series which are offered to be purchased, providing the interest cost does not exceed three and one-eighth per cent (3-1/8%) per annum with respect to Bonds of Series D; three and one-half per cent (3-1/2%) per annum with respect to Bonds of Series E, and three and three-eighths per cent (3-3/8%) per annum with respect to Bonds of Series F; that only one coupon rate may be stipulated for the Bonds of each Series maturing on the same date; and that the Board will not entertain any proposal that interest due on any Bond on any interest payment date be represented by more than one coupon. A minimum bid of par plus accrued interest shall be required. The right to reject bids shall expressly be reserved.

Section 5. Bond Counsel employed by the Board may forthwith send the necessary material to a qualified bond printing company known to be capable of preparing bonds according to HHFA specifications as to quality of workmanship and materials, with instructions to proceed with the preparation of the Bonds. HHFA having already elected to receive Series A, Series B, Series C, each in a single Bond in the form of "Fully Registered Bond," as alternatively permitted in the Trust Indenture, such election is acknowledged and the printer may be instructed to prepare the same in such form immediately. The printer may be instructed to proceed with the preliminary preparation of the Bonds of Series D, Series E, and Series F, the same to be completed as soon as possible after the public sale thereof, to the end that the entire \$5,420,000 of all Series may be available for execution and delivery at the earliest possible date.

When the Bonds have been completed and are available, they shall be executed on behalf of the Board of Regents in the manner set forth in the Trust Indenture hereinabove set forth; and on or after December 1, 1962, the proper officers of the Board and of the College shall be and they are hereby authorized, upon the same day (or upon other arrangements, but only if acceptable to all parties concerned) to proceed, as follows:

(a) The Series D, Series E, and Series F Bonds shall be delivered to the purchaser or purchasers thereof upon payment of the purchase price with the accrued interest to delivery;

(b) The \$900,000 Series A Bonds shall be delivered to Housing and Home Finance Agency upon surrender of the Board's outstanding "Dormitory Revenue Bonds of 1955," with such adjustment of accrued interest upon the Bonds delivered and the Bonds surrendered as will prevent any overlapping or duplication of interest; and thereafter as soon as may be expedient, the aforesaid surrendered "Dormitory Revenue Bonds of 1955" shall be cancelled or destroyed, and the same shall never be reissued;

(c) The \$648,000 Series B Bonds shall be delivered to Housing and Home Finance Agency upon surrender of the Board's outstanding "Dormitory Revenue Bonds of 1958," with such adjustment of accrued interest upon the Bonds delivered and the Bonds surrendered as will prevent any overlapping or duplication of interest; and thereafter as soon as may be expedient, the aforesaid surrendered "Dormitory Revenue Bonds of 1958" shall be cancelled or destroyed, and the same shall never be reissued;

(d) The \$615,000 Series C Bonds shall be delivered to Housing and Home Finance Agency upon surrender of the Board's outstanding "Dormitory Revenue Bonds of 1959," with such adjustment of accrued interest upon the Bonds delivered and the Bonds surrendered as will prevent any overlapping or duplication of interest; and thereafter as soon as may be expedient, the aforesaid surrendered "Dormitory Revenue Bonds of 1959" shall be cancelled or destroyed, and the same shall never be reissued.

Section 6. This Resolution shall be in full force and effect from and after its adoption.

ADOPTED by the Board of Regents of Western Kentucky State College at a meeting held on the 27th day of October, 1962.

(SEAL)

ATTEST:

Chairman
Board of Regents

Secretary

CERTIFICATION

I, _____, Secretary of the Board of Regents of Western Kentucky State College, Bowling Green, Kentucky, hereby certify that the foregoing is a true copy of a Resolution duly adopted by said Board of Regents at a meeting held on _____ 196_, as disclosed by the official records of said Board, in my custody and under my control.

Witness my hand and the seal of said Board, this ___ day of _____ 196_.

(SEAL)

Secretary
Board of Regents
Western Kentucky State College

Full discussion followed and the Chairman thereupon put the question and upon call of the roll the vote was recorded, as follows:

Voting "Aye": The Hon. Wendell P. Butler, Mr. H. Bemis Lawrence, Mr. Douglas Keen, Mr. Owen C. Hammons, Mr. Hugh Poland, Mr. Maxey B. Harlin

Voting "Nay": None

Whereupon the Chairman declared that the motion was carried and that the Resolution had been adopted and was in full force and effect.

At this point and in the presence of the Board, the Chairman signed the aforesaid Resolution and the same was attested under seal by the Secretary of the Board.

Board Member Lawrence moved immediate adoption of a proposed Resolution, as follows, seconded by Board Member Harlin:

A RESOLUTION APPROVING CERTAIN INSTRUMENTS AND DOCUMENTS TENDERED BY BOND COUNSEL FOR THE PURPOSE OF IMPLEMENTING PROCEDURES AND COMMITMENTS WHICH HAVE BEEN AUTHORIZED BY THE BOARD.

THE BOARD OF REGENTS OF WESTERN KENTUCKY STATE COLLEGE, BOWLING GREEN, KENTUCKY, HEREBY RESOLVES, AS FOLLOWS:

Section 1. That the following instruments and documents, drafted by Bond Counsel and tendered for the purpose of implementing procedures and commitments heretofore authorized by the Board, are declared to have been examined and found to be satisfactory in form and substance; and the execution (acknowledgment if appropriate), delivery and/or dissemination thereof for the respective intended purposes and by the appropriate indicated officers of the Board and of the College are hereby approved and authorized:

(a) with reference to the \$5,420,000 "Housing and Dining System Revenue Bonds of 1962, Series A, B, C, D, E, and F":

- (i) The "Notice of Sale of Bonds" incident to the public offering of the Bonds of Series D, E, and F;
- (ii) The "Statement of Terms and Conditions of Bond Sale," which is supplemental thereto;
- (iii) The Official Bid Form.

(b) with reference to the redemption of the 1947 Bonds and the 1950 Bonds, as authorized at this meeting -- in each case the "Notice of Redemption of Bonds."

Section 2. A copy of each of the instruments and documents enumerated in Section 1 of this Resolution shall be preserved by the Secretary as a permanent record of the Board, but the same need not be copied in full in the minutes of this meeting.

Section 3. This Resolution shall be in full force and effect from and after its adoption.

Full discussion followed and the Chairman thereupon put the question, and upon call of the roll the vote was recorded, as follows:

Voting "Aye": The Hon. Wendell P. Butler, Mr. H. Bemis
Lawrence, Mr. Douglas Keen, Mr. Owen C.
Hammons, Mr. Hugh Poland, Mr. Maxey B. Harlin

Voting "Nay": None

Whereupon the Chairman declared that the motion was carried and that the Resolution had been adopted and was in full force and effect.

The hour of 10:00 o'clock having arrived, the meeting recessed for the Annual Homecoming Chapel Assembly, where members of the Board occupied seats on the stage.

* * * * *

The meeting reconvened at 10:45 o'clock, and the Board heard a report by President Thompson on negotiations for the proposed construction of a new Student Center and dining facilities. In this connection, Mr. Lawrence moved for adoption of the following resolution:

BE IT RESOLVED, That the Board of Regents at Western Kentucky State College hereby -

1. Authorizes President Kelly Thompson to submit and sign such documents, statements, and exhibits as are necessary to complete the processing of the final application with Housing and Home Finance Agency for Project No. CH-Ky-73 (S), Student Center, in the amount of \$1,200,000.00.

2. Authorizes him to take such action as is necessary to bring about the final execution of the contract between Western Kentucky State College and Housing and Home Finance Agency.

The motion was seconded by Mr. Hammons; and upon roll call, the vote was as follows:

Voting "Aye": Mr. Butler, Mr. Lawrence, Mr. Keen,
Mr. Hammons, Mr. Poland, Mr. Harlin

Voting "Nay": None

After discussion and upon presentation of the following Resolution, Mr. Hammons moved for its adoption:

BE IT RESOLVED, That the Board of Regents of Western Kentucky State College hereby -

1. Authorizes President Kelly Thompson to submit and sign such documents, statements, and exhibits as are necessary to complete the processing of the final application with Housing and Home Finance Agency for the construction of a new residence hall for women, Project No. CH-Ky-74 (D), in the amount of \$800,000.00.

2. Authorizes him to take such action as is necessary to bring about the final execution of the contract between Western Kentucky State College and the Housing and Home Finance Agency.

The motion was seconded by Mr. Poland; and upon roll call, the vote was as follows:

Voting "Aye": Mr. Butler, Mr. Lawrence, Mr. Keen
Mr. Hammons, Mr. Poland, Mr. Harlin

Voting "Nay": None

At this point of the meeting, Dr. Raymond L. Cravens, Dean of the College, appeared before the Board and presented proposals for several major changes in curricula and proposed plans for instructional administration. With the concurrence of the President and upon his recommendations, Mr. Hammons moved for adoption of the following:

1. The recognition of an academic minor in Military Science.
2. The establishment of the Special Studies Curriculum (which may be followed by students majoring in Agriculture, Business Management, and Industrial Arts) leading to the Bachelor of Science degree.
3. The inauguration of a major in German.
4. Approval of the Authorized and Implemented Teacher Education Curricula as filed with the Council on Public Higher Education and the State Department of Education.

The motion, seconded by Mr. Poland, carried unanimously.

The Board also accepted the proposed plan of allocation of classroom space in the new Academic Athletic Building as outlined by Dean Cravens, whereby the Departments of Physical Education, Military Science, and Foreign Languages will be housed in the building.

The Dean also reported on a policy revision whereby seniors with a 2.0 standing are no longer exempt from final examinations. In conclusion, he made reference to the completed report on the Twenty-One Standards of the Southern Association of Colleges and Schools and expressed confidence that the College meets all of the quantitative standards of this accrediting association.

Mr. Hammons moved that the following schedule of part-time student fees for the State colleges, as established by the Council on Public Higher Education and to become effective on September 1, 1963, be officially adopted by Western:

Residents of Kentucky

	<u>Undergraduate</u>	<u>Graduate</u>
1 credit hour	\$ 7.00	\$ 8.00
2 credit hours	14.00	16.00
3 credit hours	21.00	24.00
4 credit hours	28.00	32.00
5 credit hours	35.00	40.00
6 credit hours	42.00	48.00
7 credit hours	49.00	56.00
8 credit hours	56.00	64.00
9 credit hours	63.00	72.00
10 credit hours	70.00	80.00
11 credit hours	75.00	88.00
or more	75.00	88.00

Non-Residents of Kentucky

	<u>Undergraduate</u>	<u>Graduate</u>
1 credit hour	\$ 14.00	\$ 16.00
2 credit hours	28.00	32.00
3 credit hours	42.00	48.00
4 credit hours	56.00	64.00
5 credit hours	70.00	80.00
6 credit hours	84.00	96.00
7 credit hours	98.00	112.00
8 credit hours	112.00	128.00
9 credit hours	126.00	144.00
10 credit hours	140.00	160.00
11 credit hours	150.00	176.00
or more	150.00	176.00

The motion was seconded by Mr. Harlin and carried unanimously.

At this time, the Financial Report for the fiscal year 1961-62 was presented by the President. After a brief review, the Report was accepted as an official document of the College.

A series of reports by President Thompson followed and are summarized as follows:

1. Plans for the Bowling Green City School Board-Western cooperative elementary school are progressing to the mutual satisfaction of both parties concerned.

2. Plans for the inauguration in September, 1963 of the proposed Associate Degree Program in Nursing Education are materializing excellently.

3. In connection with the 2-year Institutional Self-Study which has recently been concluded, a Visitation Committee from the Southern Association of Colleges and Schools will be on the campus November 4-6 for the purpose of evaluating all aspects of the College program.

4. The registration of 5,127 students for the 1962 fall semester represents the largest increase in State college enrollments.

5. Survey and planning activities are underway for the "Jonesville" urban renewal project, which has been designated for the future expansion of Western.

6. Property at 1526 State Street, which has been held in trust for the College by the College Heights Foundation, has been purchased at the original price of \$26,500.00 and is the site of the new attractive, utilitarian Home Management House.

7. Construction of the Academic Athletic Building and 10-story dormitory for men are progressing on schedule.

Upon the recommendation of the President, Mr. Lawrence moved that the 6-story residence hall for women be named "State Hall." The motion, seconded by Mr. Poland, carried unanimously.

In other action, When Chairman Butler asked if there were other business to be brought before the Board, Mr. Keen stated that he had a matter which he would like to present. He stated that inasmuch as President Thompson had moved into the last year of his second 4-year term, and inasmuch as the Southern Association accrediting team will be on the campus soon, he felt that it would be advisable and appropriate that President Thompson be re-elected for another 4-year term to follow the expiration of his present term. Mr. Keen stated that he was making as a part of his motion that the President be re-elected at his present salary; but

in view of the rapid growth of the institution and the greatly increased duties and responsibilities of the President, it be understood by the Board that the President's salary could be increased at any time as the budget permitted. The motion was seconded by Mr. Harlin; and upon roll call, the vote was as follows:

Voting "Aye": Mr. Butler, Mr. Lawrence, Mr. Keen,
Mr. Hammons, Mr. Poland, Mr. Harlin


Voting "Nay": None

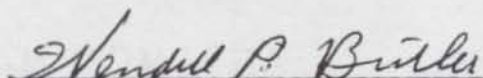
In graciously expressing his deep personal appreciation and gratitude for this action, President Thompson stated that such long-range administrative planning would greatly strengthen Western's program in the field of accreditation, and advised the Dean of the College to so notify the Southern Association of Colleges and Schools of this action of the Board.

Mr. Harlin then raised a question relative to the transportation situation involving athletic groups where air travel is deemed desirable. President Thompson outlined the plan that had been followed in the past, and stated that he would immediately appoint a committee to make a thorough study of this matter and report back to him with the objective of utilizing the plan that seemingly offers the greatest degree of safety and protection for all concerned.

There being no further business, Board Member Lawrence moved that this meeting of the Board of Regents be adjourned over to convene again for its regular meeting in January 1963, with the date and place to be selected by the President and Bond Counsel, for the purpose of receiving, opening, considering, and taking action upon any purchase proposals which may at that time have been received for the Board's "Housing and Dining System Revenue Bonds of 1962, Series D, Series E, and Series F," as authorized at this meeting; that the Secretary be authorized and directed to cause the authorized "Notice of Sale of Bonds," to be published in advance of said date in accordance with KRS Chapter 424; and that said adjournment be also for the purpose of considering and taking action upon any and all proper business which may come before the Board at that time. Said motion was seconded by Board Member Harlin, and after full discussion the Chairman put the question and the same was unanimously adopted.

The Chairman then declared that the meeting was adjourned, and the group proceeded to the Western Hills Restaurant where they were luncheon guests of the Alumni "W" Club.


Secretary


Chairman