

Meeting of the Board  
**PENNSYLVANIA HIGHER EDUCATIONAL FACILITIES AUTHORITY**  
December 8, 2011  
**SPSBA/PHEFA Conference Room**  
1035 Mumma Road  
Wormleensburg, Pennsylvania  
10:48 a.m. Prevailing Time

MINUTES

1. Call to Order, Filing of Proof of Sunshine Notice and of Sending Notice of the Meeting, Roll Call and Announcement of Quorum.
2. Approval of the Minutes of the Meeting of November 3, 2011.
3. Approval of Projects.
  - A. Resolution Authorizing the Execution and Delivery of Supplemental Indentures and Supplemental Loan Agreements in Connection with several series of the Authority's Revenue Bonds issued for the Benefit of York College of Pennsylvania.
4. Old Business.
  - A. Appointment of an Acting Executive Director.
  - B. Conflict of Interest for the Authority Counsel.
5. New Business.
  - A. Approval of the Revised Audit Committee Charter.
6. Adjournment.

**1. CALL TO ORDER, FILING OF PROOF OF SUNSHINE NOTICE AND OF SENDING NOTICE OF THE MEETING, ROLL CALL AND ANNOUNCEMENT OF QUORUM.**

With a quorum of the Board being present, the meeting of the Board of the Pennsylvania Higher Educational Facilities Authority was called to order on Thursday, December 8, 2011 at 10:48 a.m. prevailing time, at the SPSBA/PHEFA Office, 1035 Mumma Road, 2<sup>nd</sup> Floor, Wormleysburg, Pennsylvania. The proof of the Sunshine advertisement and certification in regard to sending the notice of meeting is attached to these minutes and identified as Appendix "A".

**Board Members Present**

Rick Dreher, (Proxy for Governor Thomas W. Corbett)  
Karen Seivard, (Proxy for Senator Jeffrey E. Piccola)  
Eileen Flinn, (Proxy for Senator Andrew E. Dinniman)  
Representative John C. Bear  
Alan Cohn, (Proxy for Representative Anthony M. DeLuca)  
Christopher Craig, (Proxy for State Treasurer Robert M. McCord)  
Christal Pike-Nase, (Proxy for Auditor General Jack E. Wagner)  
James Henning, (Proxy for Secretary of General Services Sheri L. Phillips)  
Nichole Duffy, (Proxy for Secretary of Education Ronald J. Tomalis)

**Authority Personnel Present**

Robert Baccon, Assistant Executive Director  
David Player, Comptroller  
Beverly Nawa, Administrative Officer

**Also Present**

William McCarty, Esquire, Hartman Underhill & Brubaker LLP  
Jennifer Langan, Deputy Chief Counsel, Office of Chief Counsel, Pennsylvania  
Treasury

**Participated Via Conference Call**

Margaret Angel, Esquire, Buchanan Ingersoll & Rooney, PC

## **2. APPROVAL OF THE MINUTES OF THE MEETING OF NOVEMBER 3, 2011.**

A copy of the minutes of the meeting of November 3, 2011, was distributed to the Board Members prior to this meeting. It is therefore recommended that consideration be given to the adoption of the following Resolution:

RESOLVED That the minutes of the PHEFA meeting of November 3, 2011, be and hereby are approved as presented.

Upon **MOTION** by **Ms. Flinn**, and **SECONDED** by **Representative Bear**, and after full discussion, the above Resolution was approved at the PHEFA Board Meeting of December 8, 2011.

## **3. APPROVAL OF PROJECTS.**

### **A. Resolution Authorizing the Execution and Delivery of Supplemental Indentures and Supplemental Loan Agreements in Connection with several series of the Authority's Revenue Bonds issued for the Benefit of York College of Pennsylvania.**

Mr. Baccon explained that York College of Pennsylvania has requested that we authorize and approve the execution and delivery of certain Supplemental Indentures and Supplemental Loan Agreements amending the Indentures and/or Loan Agreements entered into in connection with several series of Bonds issued by PHEFA for the benefit of the College as part of the financing program sponsored by the Association of Independent College and Universities of Pennsylvania.

The amendments will enable the College to convert Bonds currently bearing interest in a Weekly Rate Mode and supported by Letters of Credit to a Term Rate Mode for a period of years, without Letters of Credit, but rather based on the College's credit and with a parity pledge of the College's revenues.

The Bank of New York Mellon Trust Company, N.A., is Trustee for the Bonds. At the request of AICUP, the Office of General Counsel has appointed Ballard Spahr, as Bond Counsel for these issues.

The Resolution in your agenda approves all of the actions necessary in connection with the Bonds.

Mr. Craig asked for an explanation of the transaction.

Mr. Baccon explained that it is a matter of amending the indentures and Loan Agreements to allow for the change of having a Letter of Credit to going on the school's own credit worthiness.

Mr. Craig asked what the cost of this amounts to.

Mr. Baccon said that Letters of Credit are more difficult to come by because of the banks current economic conditions. If the school can get away from Letters of Credit and stand alone on their own credit, it is better for the school in the future because they do not know what they would have to pay to renew the Letter of Credit.

Chairperson Dreher explained that with a variable rate deal you need a liquidity facility, so this is essentially replacing the existing liquidity facility, which was a line of credit.

Mr. Craig asked if in lieu of the letter of credit, the lender will evaluate on their own, the college's credit rating, which is referred to as a parity pledge. So they are pledging their tuition revenue.

Chairperson Dreher said that he was correct.

Mr. Craig asked what the total amount of outstanding debt that they are taking about.

Mr. Baccon said he would have to look that up. He did not know that amount.

Mr. Craig asked that in the future, there could be a cheat sheet explaining what this transaction is doing. To include total existing outstanding debt and the exact credit rating of the college.

Mr. Baccon explained that the college is not incurring additional debt. He also knew that the original bonds were for the building of dormitories.

Mr. Craig said that he did understand that the Board is voting on the change in the structure in order to get away from a line of credit.

Chairperson Dreher asked if there were any other questions or comments from Board Members, and hearing none, he asked for a motion to adopt the Resolution.

**PENNSYLVANIA HIGHER EDUCATIONAL FACILITIES AUTHORITY**

**RESOLUTION**

**Adopted: December 8, 2011**

**AUTHORIZING AND DIRECTING THE EXECUTION  
AND DELIVERY OF SUPPLEMENTAL TRUST  
INDENTURES AND SUPPLEMENTAL LOAN  
AGREEMENTS; AUTHORIZING INCIDENTAL  
ACTION; AND REPEALING INCONSISTENT  
RESOLUTIONS.**

WHEREAS, Pennsylvania Higher Educational Facilities Authority (the "Authority") previously issued its (i) Revenue Bonds (Association of Independent Colleges and Universities of Pennsylvania Financing Program – York College of Pennsylvania Project), Series 2001 I6 (the "2001 I6 Bonds"); (ii) Revenue Bonds (Association of Independent Colleges and Universities of Pennsylvania Financing Program – York College of Pennsylvania Project), Series 2002 K2 (the "2002 K2 Bonds"); (iii) Revenue Bonds (Association of Independent Colleges and Universities of Pennsylvania Financing Program – York College of Pennsylvania Project), Series 2004 BB (the "2004 BB Bonds"); (iv) Revenue Bonds (Association of Independent Colleges and Universities of Pennsylvania Financing Program – York College of Pennsylvania Project), Series 2004 M3 (the "2004 M3 Bonds"); and (v) Revenue Bonds (Association of Independent Colleges and Universities of Pennsylvania Financing Program – York College of Pennsylvania Project), Series 2005 EE1 (the "2005 EE1 Bonds") (collectively, the "Bonds") pursuant to a financing program sponsored by the Association of Independent Colleges and Universities of Pennsylvania ("AICUP"); and

WHEREAS, each series of Bonds was issued under a separate Trust Indenture (collectively, the "Indentures") by and between the Authority and The Bank of New York Mellon Trust Company, N.A., as successor trustee (the "Trustee"); and

WHEREAS, the proceeds of the Bonds were loaned to York College of Pennsylvania (the "College") pursuant to a separate Loan Agreement with respect to each series of Bonds (collectively, the "Loan Agreements"), each between the Authority and the College; and

WHEREAS, the 2001 I6 Bonds, the 2002 K2 Bonds and the 2004 M3 Bonds are currently bearing interest at a Weekly Rate and are supported by Letters of Credit (as such terms are defined in the Indentures) and the College's reimbursement obligations to the issuers of the Letters of Credit are secured by a lien on the College's revenues on a parity with the liens on the College's Pledged Revenues (as defined in the Loan Agreements for the 2004 BB and 2005 EE1 Bonds) granted to the Trustee for the benefit of the holders of the 2004 BB Bonds and the 2005 EE1 Bonds and to the holders of certain other parity debt of the College; and

WHEREAS, the College desires to have the flexibility to convert the interest rate mode for the 2001 I6, 2002 K2 and/or 2004 M3 Bonds to a Term Mode (as defined in the Indentures) without a Letter of Credit in place (and based upon the creditworthiness of the College) and in connection therewith, to grant to the Trustee for benefit of the holders of the 2001 I6, 2002 K2 and 2004 M3 Bonds a parity lien on its Pledged Revenues and to add certain business covenants to the Loan Agreements for the 2001 I6, 2002 K2 and 2004 M3 Bonds; and

WHEREAS, the ability to convert the interest rate mode on the 2001 I6, 2002 K2 and/or 2004 M3 Bonds to a Term Mode without the support of a Letter of Credit but with a parity pledge of the College's Pledged Revenues and with additional business covenants necessitates certain amendments to the Indentures and the Loan Agreements for the 2001 I6, 2002 K2 and 2004 M3 Bonds and in order to grant a parity pledge of the College's Pledged Revenues to the Trustee for the 2001 I6, 2002 K2 and 2004 M3 Bonds, the definition of "Permitted Encumbrances" in the Loan Agreements for the 2004 BB Bonds and the 2005 EE1 Bonds will need to be amended; and

WHEREAS, the College has requested that the Authority amend and supplement the Indentures and the Loan Agreements for the 2001 I6, 2002 K2 and 2004 M3 Bonds and the Loan Agreements for the 2004 BB and 2005 EE1 Bonds and certain action is required to be taken by the Authority as a prerequisite to the amendment of such documents;

NOW THEREFORE, BE IT RESOLVED BY PENNSYLVANIA HIGHER EDUCATIONAL FACILITIES AUTHORITY, that:

Section 1. APPROVAL OF SUPPLEMENTAL INDENTURES AND LOAN AGREEMENTS. The Authority does hereby approve and authorize the execution and delivery of supplements to the Indentures for the 2001 I6, 2002 K2 and 2004 M3 Bonds (the "Supplemental Indentures") and supplements to the Loan Agreements for the 2001 I6, 2002 K2, 2004 M3, 2004 BB and 2005 EE1 Bonds (the "Supplemental Loan Agreements"), all in such form as shall be acceptable to bond counsel, the General Counsel and the Attorney General of the Commonwealth and as shall be approved by the Executive Director or the Assistant Executive Director of the Authority to accomplish the purposes set forth in the recitals hereto. The President, any Vice President, the Executive Director or the Assistant Executive Director of the Authority, and each of them is hereby authorized and directed to execute, acknowledge and deliver in the name and on behalf of the Authority and, if required, the Secretary or Assistant Secretary, and each of them is hereby authorized to attest and affix the official seal of the Authority to, each of the aforesaid documents. The execution of the aforesaid documents as hereinabove authorized shall be deemed to conclusively evidence the approval of the Authority of said documents.

Section 2 INCIDENTAL ACTION. The officers of the Authority are hereby authorized and directed to execute and deliver such other documents and to take such other action as may be necessary or appropriate in order to effectuate the execution, delivery and receipt of the Supplemental Indentures and Supplemental Loan Agreements in accordance with the foregoing Sections hereof.

Section 3.      REPEAL. This Resolution shall take effect immediately upon its adoption, and all prior resolutions or parts thereof inconsistent herewith are hereby repealed.

Upon **MOTION** by **Ms. Flinn**, **SECONDED** by **Ms. Pike-Nase**, and after full discussion, the above Resolution was approved at the PHEFA Board meeting of December 8, 2011.

#### **4. OLD BUSINESS.**

##### **A. Appointment of an Acting Executive Director.**

Chairperson Dreher explained that there were several items under old business that were discussed at prior Board Meetings.

Chairperson Dreher told the Board that he had been instructed to request that the Board table action on the item regarding the appointment of an Acting Executive Director. The Governor's Office has asked that they be given more time to review the issue.

Chairperson Dreher apologized for the late notice. He received this request late last night. He understands that they discussed this item as a Board and many of the members were prepared to move ahead with this item. He appreciates everything that Bob Baccon has done as far as filling the vacancy that been in place since the spring. He believes that the Board has full confidence in Bob's ability to continue in this capacity.

Mr. Craig said that while they tabled the issue of appointing an Acting Executive Director, he wanted to make sure that it is still the Board's prerogative, at the appropriate time, to select that individual.

Chairperson Dreher agreed with Mr. Craig.

##### **B. Conflict of Interest for the Authority Counsel.**

Chairperson Dreher explained that if the Resolution in the agenda is enacted it would preclude any counsel to the authority from also serving as bond counsel on a transaction before the authority.

Chairperson Dreher thanked Christopher Craig for taking the lead in drafting this Resolution.

Chairperson Dreher asked if there were any comments or questions from Board Members on the agenda item, and hearing none, he asked for a motion to adopt the Resolution.

WHEREAS, it is the opinion and expressed objective of the Board Members of the State Public School Building Authority / Pennsylvania Higher Educational Facilities Authority (“the Authority”) to ensure its business and affairs are conducted and maintained to the highest standards of ethical conduct.

WHEREAS, it is the opinion and expressed objective of the Board Members of the Authority to ensure that any attorney providing legal representation or services to the Authority, or any firm with which the person is associated, does not possess a conflict with the attorney’s or firm’s duty to represent the Authority.

WHEREAS, it is the desire of the Board Members of the Authority to adopt a resolution, explicitly prohibiting any attorney, or firm with which the attorney is associated, that is retained or employed by the Authority to provide legal representation or services to the Authority, from possessing a conflict, whether actual or perceived, with the performance of legal representation or services to the Authority.

WHEREAS, the Authority has the right to “prescribe, amend and repeal bylaws, rules and regulations governing the manner in which the business of the Authority may be conducted” under the its enabling statute. *See*, 24 P.S. §791.8 / 24 P.S. §5509.

THEREFORE,

BE IT RESOLVED, that the Authority hereby prohibits any attorney, or firm with which the attorney is associated, that is retained or employed by the Authority to provide legal representation or services to the Authority, from providing legal representation or services to any other person if the legal representation or services involves a business transaction in which the Authority is a party.

Upon **MOTION** by **Representative Bear**, and **SECONDED** by **Ms. Pike-Nase**, and after full discussion, the above Resolution was approved at the PHEFA Board Meeting of December 8, 2011.

Chairperson Dreher asked if there was any other old business before the Board, and hearing none, he moved to new business.

**5. NEW BUSINESS.**

**A. Approval of the Revised Audit Committee Charter.**

Ms. Pike-Nase explained that the last time the Audit Committee Charter was updated was in May of 2005. During the last exit conference with the auditors, the committee realized that this charter did not contain some best practices that have been recommended by various entities, but in particular, Price Waterhouse. They have a very good audit committee effectiveness manual.

Dave Player and Ms. Pike-Nase worked on a first draft which was then sent to all of the Audit Committee members. Ms. Pike-Nase received comments from Jennifer Langan from Treasury and from Steve Tuckey. Rick Dreher who is a non-voting member of the committee assisted in finalizing the Charter.

Chairperson Dreher asked if there were any questions or comments from Board Members, and hearing none, he asked for a motion to adopt the revised charter as presented.

**AUDIT COMMITTEE CHARTER**  
**Approved at the December 8, 2011**  
**Meetings of the Boards of**  
**The State Public School Building Authority and**  
**The Pennsylvania Higher Educational Facilities Authority**

**Official Name**

The official title of the committee is the State Public School Building Authority (SPSBA) and the Pennsylvania Higher Educational Facilities Authority (PHEFA) Audit Committee (Committee).

**Objectives**

The objectives of the Committee are to promote and facilitate:

1. accurate and transparent disclosure of all financial matters of the SPSBA and PHEFA (herein referred to as “the *Authority*”);
2. effective financial management by providing advice and counsel to the *Authority’s* management on activities related to financial management and performance;
3. familiarity by all Committee members with the *Authority’s* financial status;
4. active monitoring by Committee members of progress of the annual independent audit; and
5. informed approval of the annual audited financials by the entire Boards.

This will include: financial reporting; auditing of the *Authority*, a system of internal controls, and compliance with laws and regulations that could have a material affect on the *Authority’s* financial statements.

**Time Period**

The Committee shall update the Charter annually at the exit conference at which the annual audited financials are approved by the Committee and recommend any proposed changes to the Charter to the Board at its next meeting consistent with changes in applicable laws, policies, and accounting/auditing standards.

**Reporting**

The Committee shall report to the Board as necessary to effectuate the objectives of the Charter.

**Support**

The Comptroller (or equivalent position) shall provide support for the Committee’s requests and provide the Committee with a draft copy of the financial statements prior to the auditors issuing an opinion.

### **Authority**

The Committee has authority to review, analyze, and make recommendations on any matters within its scope of responsibility. It is empowered to:

- seek information relating to the above objectives it requires from *Authority* management, staff, and auditors; and
- meet with *Authority* management, staff, and auditors.

### **Membership**

The Committee is composed of the Governor (as a non-voting member), Auditor General, State Treasurer and the Majority Leader of the House of Representatives (or designee). The Auditor General or his/her proxy serves as the Chair.

Members and their proxies are **encouraged** to:

- possess or obtain a basic understanding of governmental financial reporting/auditing;
- periodically acquire any information and training (**not** at the *Authority's* expense except with prior Board approval) to enhance their understanding of government auditing; and
- acquire a certain level of familiarity with financial reporting standards and processes.

### **Scope and Responsibilities**

The Committee will carry out the following responsibilities:

#### **Internal Controls and Compliance**

- Review management's assessment of the effectiveness of the *Authority's* internal controls, including internal control and security over financial information systems, and consider the adequacy of management's assessment;
- Review management's assessment of compliance with laws and regulations and consider the adequacy of management's assessment;
- Review with management its plans and progress for correcting material internal control weaknesses and noncompliances and consider the appropriateness of such plans; and
- Review with auditors any observations on internal control and compliance issues, including their planned work in these areas.

#### **Financial Report of the Agency**

- Become familiar with significant accounting and reporting issues of the *Authority*;
- Review the process for the selection of the auditors;
- Review with management the financial statements and consider whether they are complete and consistent with known information;
- Review with management the results of the audit, including any difficulties encountered; and
- Discuss with auditors and gain an understanding of:
  - their responsibilities, audit scope, and approach;

- the results of the audit, including any difficulties encountered and other relevant matters required by generally accepted auditing standards and government auditing standards; and
- other recommendations to improve the *Authority's* financial management.

### **Communication Responsibilities**

- Provide an open avenue of communication between management, auditors and Boards;
- Promptly report to the Boards and Executive Director any significant issues or developments that the Committee believes warrant immediate attention;
- Have a brief private meeting without the presence of the *Authority's* management/staff with the auditors at the exit conference to allow for disclosure of any difficulties encountered during the audit and any other concerns; and
- Report on the annual audit and exit conference meeting to the Board.

### **Meetings**

The Committee shall meet at least twice a year. Other meetings needed to conduct Committee business may be called by the Chair with the cooperation of the *Authority's* management/staff.

The **first meeting** shall be before the start of the audit and provide the Committee the opportunity to address any concerns with the auditors. It will also serve as an orientation session for any new Committee members and as a beneficial update for continuing Committee members.

The **second meeting**, referred to as the exit conference, shall be at the conclusion of the audit and review the results of the audit and will include a brief private meeting with the auditors without the presence of the *Authority's* management/staff. The exit conference requires the participation of no less than three members to constitute a quorum.

Members may participate either in person or by conference call. The Committee shall invite members of management, the *Authority's* auditors, and others to attend meetings and provide pertinent information, as needed. All Board members are welcome to attend and participate in Committee meetings.

Meeting agendas will be prepared for every meeting and provided to the Committee members along with briefing materials at least five (5) business days before the scheduled meeting. Minutes will be prepared for all meetings, including the exit conference meeting, and will be approved at any subsequent meeting held by the Committee. The approved meeting minutes will be available upon request of Board members or members of the public.

### **Access**

The Committee shall have access to those *Authority* personnel and records needed to perform its responsibilities, including meetings with the auditor if applicable.

**On-Line Availability**

The approved Charter will be posted on the *Authority's* website under the Financial Statement link.

**Filing Date**

Upon **MOTION** by **Ms. Flinn**, and **SECONDED** by **Representative Bear**, and after full discussion, the above Charter was unanimously approved and renewed at the SPSBA / PHEFA Board Meetings held on December 8, 2011.

Chairperson Dreher asked if there was any other new business, and hearing none, he asked for a motion to adjourn.

**6. ADJOURNMENT.**

There being no further business to come before the Board at this time, upon **MOTION** by **Ms. Flinn**, and **SECONDED** by **Representative Bear**, the PHEFA Board Meeting was adjourned at 10:54 a.m.

**SUNSHINE ACT MEETING NOTICES**

Saturday, November 19, 2011

If you need a accomodation due to a disability, please contact the ADA contact listed below.

**CHANGE:** State Board of Medicine Meeting - November 22, 2011 - 9:30 AM - 2601 N. Third St., HBG

Contact Name: Brandi Barrick - 214-1891

**CANCELLED:** Industrial Board Meeting - November 22, 2011 - 9:30 AM - L& I Bldg., Rm. 1626, HBG

Contact Name: Donna Suskie - 787-6115

**RESCHEDULED:** PA LCB Board Meetings - November 23, 2011 - 10:00 AM - Northwest Office Bldg., 5th Fl. Bd. Rm., Capital & Forster Sts., HBG

Add'l Mtgs.: 12/6, 12/21 same above time/location

Contact Name: Kathryn Blatt - 724-6543

**SPECIAL:** Professional Standards Committee Meeting, PSP, Municipal Police Officers' Education and Training Commission Meeting - November 28, 2011 - 10:00 AM - Municipal Police Officers' Education & Training Commission, 8002 Bretz Dr., HBG

Contact Name: Dr. E. Beverly Young - 346-7764

**PA Council on the Arts** - December 1, 2011 - 9:00 AM - Dixon Univ. Ctr., Richard's Hall, 2986 N. 2nd St., HBG

For accommodations, please notify Charlotte Michalski no later than 3 business days prior to the meeting at cmichalski@state.pa.us or phone her at: 717-787-1524, fax 717-705-6588 or write to PA Council on the Arts, 216 Finance Bldg., HBG, PA 17120 to make your request.

Contact Name: Charlotte Michalski - 787-1524

**RESCHEDULED:** DCNR - Wild Resource Conservation Program Board Meeting - December 6, 2011 - 1:00 PM - RCSOB, 9th Fl. Conf. Rm. B, 400 Market St., HBG

Contact Name: Deb Miller - 787-3212

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**SPECIAL:** PA Higher Educational Facilities Authority Meeting - December 8, 2011 - 10:30 AM - 2nd Fl., 1035 Mumma Rd., Wormleysburg

Contact Name: Bev Nawa - 975-2204

**SPECIAL:** State Public School Building Authority Meeting - December 8, 2011 - 10:30 AM - 2nd Fl., 1035 Mumma Road, Wormleysburg

Contact Name: Bev Nawa - 975-2204

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**DEP Climate Change Advisory Committee Meeting** - December 9, 2011 - 10:00 AM - RCSOB, Rm. 105, HBG

Contact Name: Joe Sherrick - 787-2030

**RESCHEDULED:** Department of State, Corporation Bureau Advisory Committee Meeting - December 12, 2011 - 11:00 AM - North Office Bldg., Executive Office Conf. Rm. 303/304, HBG

Contact Name: Barbara Kennedy - 783-9210

**SPECIAL:** DEP and Water Resources Advisory Committee (WRAC) Meeting - Decmeber 16, 2011 - 9:30 AM - RCSOB, Rm. 105, 400 Market St., HBG

Contact Name: Tom Franklin - 787-0122]]>

Appeared in: ***Patriot-News*** on Saturday, 11/19/2011

STATE PUBLIC SCHOOL BUILDING AUTHORITY  
PENNSYLVANIA HIGHER EDUCATIONAL FACILITIES AUTHORITY  
Notice of the Meeting of the Board to be Held  
December 8, 2011

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Notice was in letterform, as follows:

This letter advises that a meeting of the State Public School Building Authority and the Pennsylvania Higher Educational Facilities Authority Boards will be held on **Thursday, December 8, 2011**, at **10:30 a.m.**, at the **Authority Office, 1035 Mumma Road, Wormleysburg**, Pennsylvania, for the purpose of: (a) approving certain projects for financing; and, (b) consideration of such other matters as may properly come before the Board.

Enclosed herewith is a copy of the notice that has been posted on the bulletin board in the Authority office, in accordance with Act No. 213, 1957.

I would appreciate it if you would make the appropriate notation on the attached slip, indicating whether or not you plan to be present at the meetings and return same to us.

Sincerely,

/s/ Robert Baccon

Robert Baccon  
Assistant Executive Director

Enclosures

\* \* \* \* \*

Harrisburg, PA

I CERTIFY that the notice on the previous page for the December 8, 2011, meetings was dispatched to the following on November 17, 2011, at the addresses indicated, constituting all of the members of the Board of the State Public School Building Authority and the Pennsylvania Higher Educational Facilities Authority.

Thomas W. Corbett, Governor of Pennsylvania  
225 Main Capitol Building, Harrisburg, PA  
Rick Dreher, Proxy for Governor Corbett  
7<sup>th</sup> Floor, Verizon Tower, Harrisburg, PA  
Jeffrey E. Piccola, Designated by the President Pro Tempore of the Senate  
173 Main Capitol Building, Harrisburg, PA  
Andrew E Dinniman, Designated by the Minority Leader of the Senate  
183 Main Capitol Building, Harrisburg, PA  
John C. Bear, Designated by the Speaker of the House of Representatives  
145B East Wing, Harrisburg, PA  
Anthony M. DeLuca, Designated by the Minority Leader of the House of Representatives  
115 Irvis Office Building, Harrisburg, PA  
Robert M. McCord, State Treasurer  
129 Finance Building, Harrisburg, PA  
Jack E. Wagner, Auditor General  
229 Finance Building, Harrisburg, PA  
Sheri L. Phillips, Secretary of General Services  
515 North Office Building, Harrisburg, PA  
Ronald J. Tomalis, Secretary of Education  
333 Market Street - 10th Floor, Harrisburg, PA

GIVEN under my hand and seal this 17th day of November 2011.

/s/ Robert Baccon

Robert Baccon, Assistant Executive Director  
State Public School Building Authority  
Pennsylvania Higher Educational Facilities Authority