

**STATE OF CONNECTICUT HEALTH AND EDUCATIONAL FACILITIES AUTHORITY**  
**Minutes of Special Authority Board Meeting**  
**December 14, 2023**

The State of Connecticut Health and Educational Facilities Authority held a special meeting via videoconference on Thursday, December 14, 2023.<sup>1</sup>

The special videoconference meeting was called to order at 10:00 a.m. by Mr. Peter W. Lisi, Chair of the Board of Directors of the Authority. Those present and absent were as follows:

**PRESENT:** Peter W. Lisi, Chair  
Michael Angelini, Vice Chair  
Lawrence Davis  
Steven L. Elbaum  
Kimberly Kennison (*Designee for Jeffrey Beckham, OPM Secretary*)  
Susan Martin  
Alan Mattamana  
Sarah Sanders (*Designee for CT State Treasurer Erick Russell*)

**ABSENT:** Mark Varholak

**ALSO, PRESENT:** Jeanette W. Weldon, Executive Director  
Charles Bodie, Managing Director of Finance and Operations  
Dan Giungi, Government Relations & Communications Specialist  
Rebecca Hrdlicka, Administrative Services Assistant  
Robert Jandreau, Sr. Finance Associate  
Krista Johnson, Compliance Specialist  
Dan Kurowski, Manager of Program Development & CHEFA CDC  
Andrew Kwashnak, Senior Systems & Data Analyst  
JoAnne N. Mackewicz, Controller  
Michael F. Morris, Managing Director, Client Services  
Kara Stuart, Manager, Administrative Services  
of Connecticut Health and Educational Facilities Authority

**APPROVAL OF MINUTES**

Mr. Lisi requested a motion to approve the minutes of the November 8, 2023 special meeting of the Board of Directors. Ms. Kennison moved to approve the minutes and Mr. Davis seconded the motion.

Upon a voice vote, the “Ayes,” “Nays” and “Abstentions” were as follows:

**AYES**

Peter W. Lisi  
Michael Angelini  
Lawrence Davis  
Steven L. Elbaum  
Kimberly Kennison  
Alan Mattamana  
Sarah Sanders

**NAYS**

None

**ABSTENTIONS**

None

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<sup>1</sup> All attendees participated in the meeting via conference telephone that permitted all parties to hear each other.

**CLIENT UPDATES**

Mr. Morris gave a presentation on the University of Hartford Independent Consultant Report, which provided an overview on the following topics:

- FY 2023 Results (i.e., change in net assets without donor restrictions, total change in net assets, debt service coverage ratio [DSCR], and liquidity ratio)
- Statement of activities FY 2023 and FY 2022 and calculation of DSCR
- FY 2024 Budget, FY 2025 – 2026 Projections, and calculation of DSCR

The floor was opened to questions and a discussion ensued.

Mr. Morris then reported on updates regarding Terryville Plymouth Daycare Center and on the recent communication with the Center's Board President serving as interim Executive Director. Mr. Morris stated that Terryville Plymouth Daycare Center has continued to work with the Women's Business Development Council for guidance, consulting, and a \$25,000 grant. Mr. Morris indicated that the Center remains in financial distress. Mr. Morris reported that the Center inquired about obtaining a line of credit and/or the potential refunding of their current debt. Mr. Morris stated that a more viable solution as discussed with the Center was to seek a partnership with another facility, and that this option was favored by the Office of Early Childhood (OEC). Mr. Morris stated that a call is scheduled with all parties next week to discuss next steps. Finally, Mr. Morris reported on the request from the Center to draw from their renewal and replacement funds totaling approximately \$3,500. These funds are normally reserved for capital improvements, but the Center has expressed that no new capital improvements are planned at this time.

Ms. Martin joined the special videoconference meeting at 10:19 a.m.

**OVERVIEW OF PROPOSED LEGISLATIVE AGENDA**

Mr. Giungi presented the legislative agenda for 2024, which included a proposal for CHEFA Community Development Corporation (CHEFA CDC). Mr. Giungi stated that the proposal will establish the Workforce Investments Supporting Early Childhood Education (WISE) Tax Credit Program to incentivize private investments to support the working capital needs of childcare or child development centers in low-income communities throughout Connecticut. This program can therefore help the centers attract and retain instructors to increase available slots.

Mr. Giungi also presented details on the legislative items regarding CHESLA, which included a consolidated workforce student loan subsidy program, an amendment to the enabling statutes for increasing access to affordable financing for post-secondary education, and the use of a letter of credit or surety policy to fund the Special Capital Reserve Fund (SCRF).

Ms. Sanders inquired about post-secondary education inclusions, which Ms. Weldon clarified that CHESLA classifies post-secondary education as any educational path after high school.

Ms. Sanders inquired about the administration of the WISE Tax Credit Program, and Ms. Weldon reported that CHEFA CDC would be administering the tax credits and subsequent allocations.

Ms. Sanders also commented that the SCRF proposal was signed off by the Treasury's office a couple of years ago but did not get through the legislative process.

Mr. Elbaum inquired about further details regarding the CHESLA Workforce Student Loan Subsidy Program proposal. Mr. Giungi stated that targets would be jointly decided with the Office of Workforce



Strategy (OWS), utilizing their data and insights to identify key skill/occupational gaps. Marketing would then be a collaborative effort between OWS, CHESLA, and any other entity involved in the identified target workforce(s). Mr. Giungi also reported that this program is modeled after the current Alliance District Teacher Loan Subsidy Program, which fostered a collaboration with CHESLA and the State Department of Education.

Ms. Kennison inquired about the workforce needs, and Mr. Giungi reported on the preliminary communication with OWS. Mr. Giungi stated that OWS has preliminary research identifying the needs that could be targeted for the loan subsidy program, but workforce targets still need to be finalized. Ms. Kennison inquired about the connection between this program with the certificate program, and Mr. Giungi confirmed that a nexus could exist for the programs to complement each other.

Mr. Lisi inquired about financial literacy efforts targeted to younger students that would become eligible with the amendments to the enabling statutes. Mr. Giungi reported on the financial literacy portal that CHESLA maintains as well as the financial literacy outreach to high schools, which Ms. Weldon confirmed and further detailed.

Mr. Lisi requested a motion for acceptance of the legislative agenda as presented. Mr. Davis moved for approval and Mr. Mattamana seconded the motion.

Upon a voice vote, the “Ayes,” “Nays” and “Abstentions” were as follows:

**AYES**

Peter W. Lisi  
Michael Angelini  
Lawrence Davis  
Steven L. Elbaum  
Kimberly Kennison  
Susan Martin  
Alan Mattamana  
Sarah Sanders

**NAYS**

None

**ABSTENTIONS**

None

Mr. Davis recused himself as his employer, Webster Bank, is the purchaser of the proposed Boys & Girls Club of Greenwich bond issue. Mr. Davis left the special videoconference meeting at 10:31 a.m.

Mr. Elbaum recused himself as his firm, Robinson+Cole, represents the Boys & Girls Club of Greenwich. Mr. Elbaum left the special videoconference meeting at 10:32 a.m.

**FINAL STAFF MEMOS AND AUTHORIZING BOND RESOLUTIONS**

**Boys & Girls Club of Greenwich Issue, Series B (Resolution #2023-16)**

Mr. Jandreau stated that the Boys & Girls Club of Greenwich is seeking approval of up to \$17.5 million via a direct purchase with Webster Bank. Mr. Jandreau stated that the estimated par amount is \$13.5 million for the Club and approved by the Bank, but the Club was encouraged by Bond Counsel to seek approval for an additional \$4 million buffer if additional financing needs arise. Mr. Jandreau also stated that any due diligence and credit review will be the responsibility of the bank.

Mr. Jandreau then provided further details on the use of proceeds, construction timelines, capital fundraising, and overall bond structure.

Mr. Jandreau commented on the calculation of the DSCR, where Webster Bank and the Authority differ slightly on how to calculate (i.e., adjustments for incomes and expenses). However, Mr. Jandreau stated that the Authority is confident towards the Bank's ability to underwrite the loan.

The floor was opened to questions and a discussion ensued regarding the DSCR covenant requirement and calculations.

Mr. Lisi inquired about the \$50,000 abandoned capital project, and Mr. Jandreau confirmed to follow-up with further details.

Ms. Kennison inquired about the market fluctuations in the operating budget, and a brief discussion ensued.

Mr. Lisi requested a motion for approval of up to \$17.5 million for the Boys & Girls Club of Greenwich Issue, Series B (Resolution #2023-16). Mr. Angelini moved for approval and Mr. Mattamana seconded the motion.

Upon a voice vote, the "Ayes," "Nays" and "Abstentions" were as follows:

**AYES**

Peter W. Lisi  
Michael Angelini  
Kimberly Kennison  
Susan Martin  
Alan Mattamana  
Sarah Sanders

**NAYS**

None

**ABSTENTIONS**

None

**RECUSALS**

Steven L. Elbaum  
Lawrence Davis

Mr. Elbaum and Mr. Davis rejoined the special videoconference meeting at 10:46 a.m.

**Hartford Healthcare Issue, Series 2024A & Series 2024B (Resolution #2023-17)**

Mr. Jandreau stated that Hartford Healthcare is seeking approval of up to \$150 million via a direct purchase with Morgan Stanley Bank. Mr. Jandreau reported that the proceeds from the offering of the first series (2024A) will be used to finance the acquisition, installation of equipment, and related construction for facilities owned and operated by the Obligated Group and total up to \$115 million. Mr. Jandreau stated that final allocations have yet to be determined but estimated use of proceeds is provided in the materials. Mr. Jandreau reported that the proceeds from the offering of the second series (2024B) will be used to finance a portion of the acquisition, construction and equipping related to the future Proton Therapy Center and total up to \$35 million.

Mr. Jandreau reported that Hartford Healthcare is seeking an updated credit rating as part of the financing, as the Obligated Group was just affirmed at "A+" by Fitch and "A" by S&P. No changes to the credit rating are expected.

Mr. Lisi requested a motion for approval of up to \$150 million for the Hartford Healthcare Issue, Series 2024A & Series 2024B (Resolution #2023-17). Mr. Elbaum moved for approval and Mr. Lisi seconded the motion.

Mr. Elbaum inquired about the \$35 million for the Proton Therapy Center. Mr. Jandreau confirmed that the allocated funds must be approved before the Proton Therapy Center transaction can be approved. Mr. Morris also confirmed that enough equipment is listed in the allocation of proceeds for



the Series 2021A issue so that the \$35 million can be re-allocated to other equipment if the Proton Therapy Center transaction or project does not move forward.

Mr. Lisi inquired about a credit rating not being provided by Moody's. Mr. Jandreau reported on the cost to seek a credit rating by Moody's, as well as the more favorable credit rating outcomes by Fitch and S&P for Hartford Healthcare.

Upon a voice vote, the "Ayes," "Nays" and "Abstentions" were as follows:

**AYES**

Peter W. Lisi  
Michael Angelini  
Lawrence Davis  
Steven L. Elbaum  
Kimberly Kennison  
Susan Martin  
Alan Mattamana  
Sarah Sanders

**NAYS**

None

**ABSTENTIONS**

None

**OTHER BUSINESS**

Mr. Lisi and Ms. Weldon commented on the upcoming site visits for the Enterprise Capital applicants scheduled for January 4, 2024. Ms. Weldon stated that the decision for these applicants will occur at the CHEFA Grant Committee Meeting scheduled for January 16, 2024.

Mr. Lisi commented on the upcoming meetings scheduled for January 2024. The first meeting scheduled is the CHEFA Board of Directors meeting scheduled for January 16, 2024. The second meeting scheduled is the joint CHEFA/CHESLA Board Strategic Planning session scheduled for January 25, 2024. Mr. Lisi reported that the strategic planning session may be rescheduled by one day and requested that the Board email Ms. Kara Stuart with their availability.

**ADJOURNMENT**

There being no further business, Ms. Kennison moved to adjourn the special videoconference meeting and Mr. Davis seconded the motion.

Upon a voice vote, the "Ayes," "Nays" and "Abstentions" were as follows:

**AYES**

Peter W. Lisi  
Michael Angelini  
Lawrence Davis  
Steven L. Elbaum  
Kimberly Kennison  
Susan Martin  
Alan Mattamana  
Sarah Sanders

**NAYS**

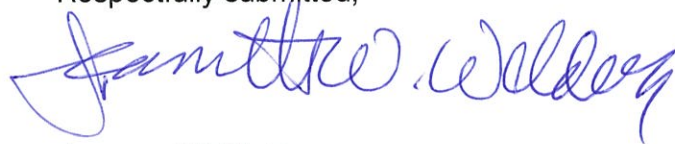
None

**ABSTENTIONS**

None

The special videoconference meeting adjourned at 10:55 a.m.

Respectfully submitted,

A handwritten signature in blue ink, appearing to read "Jeanette W. Weldon". The signature is fluid and cursive, with a large initial "J" and a stylized "W".

Jeanette W. Weldon  
Executive Director