

NORTH CAROLINA CAPITAL FACILITIES FINANCE AGENCY

MEETING MINUTES

March 4, 2025

The meeting was called to order by Chair Bradford B. Briner at 1:00 p.m. on the above date. The meeting was conducted in person and by use of simultaneous communication by GoToWebinar™. Members present in person: Chair Briner and State Auditor Dave Boliek. Members present virtually: DeAlva Arnold, Marcus Bowen, Benny Bowers, and Joseph McLaughlin.

Members Absent: Frank Beam.

Other participants present in person: Carolyn Heden, Debbie Tomasko, Cindy Aiken.

A quorum was present for the entire meeting.

Chair Briner asked those present if they had any actual or potential conflict of interest regarding the matters on the agenda. There were no conflicts to report.

Auditor Boliek made a motion that the minutes of the November 12, 2024 meeting be approved. Mr. McLaughlin seconded the motion, and the minutes were approved by a vote of 6 – 0 (Absent: Beam).

Mr. Bowers made a motion to adopt the following Resolution:

See EXHIBIT 1: “Resolution Providing Updated Guidance to Staff Regarding Acceptable Final Maturity Guidelines for Entities Seeking to Issue Revenue Bonds Through The North Carolina Capital Facilities Finance Agency”.

Mr. McLaughlin seconded the motion and the Resolution was adopted by unanimous vote of 6 – 0 (Absent: Beam).

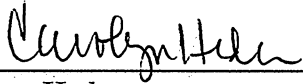
Statements of Economic Interest

The attached Statement of Economic Interest evaluations issued by the State Ethics Commission for Treasurer Bradford B. Briner, Eric Naisbitt (designee of Bradford B. Briner), Auditor David Boliek, and Brenton C. Woodcox (designee of David Boliek) were presented to the Agency members for review, are incorporated into these meeting minutes pursuant to the requirements of the State Government Ethics Act and are labeled “**EXHIBIT 2**”.

Mr. Bowen made a motion to adjourn. Mr. McLaughlin seconded the motion which passed by unanimous vote. The meeting adjourned at 1:30 p.m.

I, Carolyn Heden, Interim Secretary-Treasurer, North Carolina Capital Facilities Finance Agency, CERTIFY that the foregoing is a true and correct account of actions taken at a meeting of the North Carolina Capital Facilities Finance Agency duly called and held on March 4, 2025.

WITNESS my hand at Raleigh, NC, this 4th day of March, 2025.



Carolyn Heden
Interim Secretary-Treasurer
North Carolina Capital Facilities Finance Agency



**RESOLUTION PROVIDING UPDATED GUIDANCE TO STAFF REGARDING
ACCEPTABLE FINAL MATURITY GUIDELINES FOR ENTITIES SEEKING TO
ISSUE REVENUE BONDS THROUGH THE NORTH CAROLINA CAPITAL
FACILITIES FINANCE AGENCY**

WHEREAS, in August 2012, the North Carolina Capital Facilities Finance Agency (the "Agency"), adopted a *Resolution Providing Guidance To Staff Regarding Acceptable Final Maturity Guidelines For Institutions Of Higher Education Seeking To Issue Revenue Bonds Through The North Carolina Capital Facilities Financing Agency*; and

WHEREAS, the staff of the Agency has reviewed the existing guidance and is requesting updated guidance on acceptable final maturities for conduit revenue bonds issued through the Agency on behalf of all qualified applicants; and

WHEREAS, NCGS §159D-45(a) limits the ultimate maturity of revenue bonds issued through the Agency to such time or times not exceeding forty (40) years from the date of issuance, as may be determined by the Agency; and

WHEREAS, within this maturity limitation there is no statutory guidance and a wide range of maturity structures are permitted; and

WHEREAS, in its role as a conduit issuer of debt, the Agency shall be guided by and shall observe the criteria and requirements of NCGS §159D-40(a):

- (1) No project shall be sold or leased nor any loan made to any participating institution that is not financially responsible and capable of fulfilling its obligations, including its obligations under an agreement of sale or lease or a loan agreement to make purchase price payments, to pay rent, to make loan repayments, to operate, repair and maintain at its own expense the project and to discharge any other responsibilities imposed under the agreement of sale or lease or loan agreement.
- (2) Adequate provision shall be made for the payment of the principal of and the interest on the bonds and any necessary reserves for payment and for the operation, repair and maintenance of the project at the expense of the participating institution.

- (3) The public facilities, including utilities, and public services necessary for the project will be made available.
- (4) The projects shall be operated to serve and benefit the public and there shall be no discrimination against any person based on race, creed, color, or national origin; and

WHEREAS, the Agency desires to rescind its prior Resolution dated August 7, 2012, and to provide updated guidance to its staff on this matter.

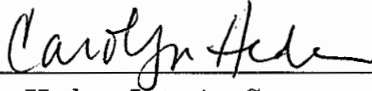
NOW, THEREFORE, the Agency hereby rescinds the August 7, 2012 *Resolution Providing Guidance To Staff Regarding Acceptable Final Maturity Guidelines For Institutions Of Higher Education Seeking To Issue Revenue Bonds Through The North Carolina Capital Facilities Financing Agency*, and recommends the following guidelines for use by its staff when evaluating requests from entities seeking to issue conduit revenue bonds through the Agency:

1. Pursuant to NCGS §159D-45(a), final maturities for bonds shall not exceed 40 years.
2. Any staff recommendation as to maturity structure is entirely within staff's discretion based on its professional judgment.
3. In recommending a maturity, staff may consider factors and guidance including but not limited to:
 - a. the useful life of the financed asset and specific components of the project;
 - b. The maximum period of usefulness of capital projects for which units of local government may issue bonds as defined in North Carolina Administrative Code (20 NCAC 03 .0305);
 - c. the powers, experience, background, financial condition, record of service and capability of the management of the applicant (NCGS §159D-41) and
 - d. the amount and maturities of any outstanding debt of the applicant.
4. For refunding or restructuring transactions, final maturities may not be extended beyond their original term without specific staff recommendation.
5. Transactions that have maturity structures that have not received staff's recommendation, or at a minimum acquiescence, will not receive consideration by the Agency.

Resolution Providing Updated Guidance To Staff Regarding Acceptable Final Maturity Guidelines
March 4, 2025
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I, Carolyn Heden, Interim Secretary-Treasurer of the North Carolina Capital Facilities Finance Agency, DO HEREBY CERTIFY that the foregoing is a true and correct copy of the resolution adopted by the North Carolina Capital Facilities Finance Agency at its meeting held in Raleigh, NC on March 4, 2025.

WITNESS my hand this 4th day of March, 2025.



Carolyn Heden, Interim Secretary-Treasurer
North Carolina Capital Facilities Finance Agency



STATE ETHICS COMMISSION

POST OFFICE BOX 27685

RALEIGH, NC 27611

PHONE: 919-814-3600

Via Email

January 9, 2025

The Honorable Bradford B. Briner
 North Carolina Department of State Treasurer
 3200 Atlantic Avenue
 Raleigh, North Carolina 27604

Re: Evaluation of Statement of Economic Interest Capital Facilities Finance Agency

Dear Treasurer Briner:

Our office is in receipt of your 2025 Statement of Economic Interest as an Ex-Officio member of the **Capital Facilities Finance Agency ("the Agency")**. We have reviewed it for actual and potential conflicts of interest pursuant to Chapter 138A of the North Carolina General Statutes ("N.C.G.S."), also known as the State Government Ethics Act ("the Act").

Compliance with the Act and avoidance of conflicts of interest in the performance of public duties are the responsibilities of every covered person, regardless of this letter's contents. This letter is required by N.C.G.S. § 138A-28(a) and is designed to educate the covered person as to potential issues that could merit particular attention. The letter is not meant to impugn the integrity of the covered person in any way. Advice on compliance with the Act is available to certain public servants and legislative employees under N.C.G.S. § 138A-13.

We did not find an actual conflict of interest or the likelihood of a conflict of interest.

The North Carolina Capital Facilities Finance Agency was established to provide the benefits of tax-exempt financing to non-profit institutions providing elementary and secondary education, private institutions of higher education and various other entities for special purpose projects serving a public interest. The Agency has the authority to issue bonds and notes, award contracts for the construction of any project on behalf of a participating institution, fix and collect fees, loan repayments, rents and charges for the use of any project.

The Act establishes ethical standards for certain public servants and prohibits public servants from: (1) using their positions for their financial benefit or for the benefit of their extended family or business, N.C.G.S. § 138A-31; and (2) participating in official actions from which they or certain associated persons might receive a reasonably foreseeable financial benefit, N.C.G.S. § 138A-36(a). The Act also requires public servants to take appropriate steps to remove themselves from proceedings in which their impartiality might reasonably be questioned due to a familial, personal, or financial relationship with a participant in those proceedings. N.C.G.S. § 138A-36(c).

In addition to the conflicts standards noted above, the Act prohibits public servants from accepting gifts, directly or indirectly (1) from anyone in return for being influenced in the discharge of their official responsibilities, (2) from a lobbyist or lobbyist principal, or (3) from a person or entity which is doing or seeking to do business with the public servant's agency, is regulated or controlled by the public servant's agency, or has particular financial interests that may be affected by the public servant's official actions. Exceptions to the gifts restrictions are set out in N.C.G.S. §138A-32(e).

When this letter cites an actual or potential conflict of interest under N.C.G.S. 138A-24(e), the conflict shall be recorded in the minutes of the applicable board and duly brought to the attention of the membership by the board's chair as often as necessary to remind all members of the conflict and to help ensure compliance with the Act. (N.C.G.S. §138A-15 (c)).

Finally, the Act mandates that all public servants attend an ethics and lobbying education presentation (N.C.G.S. § 138A-14). Please review the attached document for additional information concerning this requirement.

Please contact our office if you have any questions concerning our evaluation or the ethical standards governing public servants under the Act.

Sincerely,



Jane Steffens, SEI Unit
State Ethics Commission

cc: Elizabeth Hawley, Ethics Liaison

Attachment: Ethics Education Guide



STATE ETHICS COMMISSION

POST OFFICE BOX 27685

RALEIGH, NC 27611

PHONE: 919-814-3600

Via Email

January 7, 2025

The Honorable Bradford B. Briner
 North Carolina Department of State Treasurer
 3200 Atlantic Avenue
 Raleigh, North Carolina 27604

Re: Evaluation of Statement of Economic Interest Filed by Mr. Eric Naisbitt **Capital Facilities Finance Agency**

Dear Treasurer Briner:

Our office is in receipt of **Mr. Eric Naisbitt's** 2025 Statement of Economic Interest as a designee for the State Treasurer to the **Capital Facilities Finance Agency ("the Agency")**. We have reviewed it for actual and potential conflicts of interest pursuant to Chapter 138A of the North Carolina General Statutes ("N.C.G.S."), also known as the State Government Ethics Act ("the Act").

Compliance with the Act and avoidance of conflicts of interest in the performance of public duties are the responsibilities of every covered person, regardless of this letter's contents. This letter is required by N.C.G.S. § 138A-28(a) and is designed to educate the covered person as to potential issues that could merit particular attention. The letter is not meant to impugn the integrity of the covered person in any way. Advice on compliance with the Act is available to certain public servants and legislative employees under N.C.G.S. § 138A-13.

We did not find an actual conflict of interest or the likelihood of a conflict of interest.

The North Carolina Capital Facilities Finance Agency was established to provide the benefits of tax-exempt financing to non-profit institutions providing elementary and secondary education, private institutions of higher education and various other entities for special purpose projects serving a public interest. The Agency has the authority to issue bonds and notes, award contracts for the construction of any project on behalf of a participating institution, fix and collect fees, loan repayments, rents and charges for the use of any project.

The Act establishes ethical standards for certain public servants and prohibits public servants from: (1) using their positions for their financial benefit or for the benefit of their extended family or business, N.C.G.S. § 138A-31; and (2) participating in official actions from which they or certain associated persons might receive a reasonably foreseeable financial benefit, N.C.G.S. § 138A-36(a). The Act also requires public servants to take appropriate steps to remove themselves from proceedings in which their impartiality might reasonably be questioned due to a familial, personal, or financial relationship with a participant in those proceedings. N.C.G.S. § 138A-36(c).

In addition to the conflicts standards noted above, the Act prohibits public servants from accepting gifts, directly or indirectly (1) from anyone in return for being influenced in the discharge of their official responsibilities, (2) from a lobbyist or lobbyist principal, or (3) from a person or entity which is doing or seeking to do business with the public servant's agency, is regulated or controlled by the public servant's agency, or has particular financial interests that may be affected by the public servant's official actions. Exceptions to the gifts restrictions are set out in N.C.G.S. §138A-32(e).

When this letter cites an actual or potential conflict of interest under N.C.G.S. 138A-24(e), the conflict shall be recorded in the minutes of the applicable board and duly brought to the attention of the membership by the board's chair as often as necessary to remind all members of the conflict and to help ensure compliance with the Act. (N.C.G.S. §138A-15 (c)).

Finally, the Act mandates that all public servants attend an ethics and lobbying education presentation (N.C.G.S. § 138A-14). Please review the attached document for additional information concerning this requirement.

Please contact our office if you have any questions concerning our evaluation or the ethical standards governing public servants under the Act.

Sincerely,



Jane Steffens, SEI Unit
State Ethics Commission

cc: Eric Naisbitt
Elizabeth Hawley, Ethics Liaison

Attachment: Ethics Education Guide



STATE ETHICS COMMISSION

POST OFFICE BOX 27685

RALEIGH, NC 27611

PHONE: 919-814-3600

Via Email

February 10, 2025

The Honorable David Boliek
 North Carolina Office of the State Auditor
 20601 Mail Service Center
 Raleigh, North Carolina 27699-0601

Re: Evaluation of Statement of Economic Interest

Dear State Auditor Boliek:

Our office has received your 2025 Statement of Economic Interest as an ex officio member of the **North Carolina Capital Facilities Finance Agency (the "Agency")**. We have reviewed it for actual and potential conflicts of interest pursuant to Chapter 138A of the North Carolina General Statutes ("N.C.G.S."), also known as the Elections and Ethics Enforcement Act (the "Act").

Compliance with the Act and avoidance of conflicts of interest in the performance of public duties are the responsibilities of every covered person, regardless of this letter's contents. This letter, meanwhile, is not meant to impugn the integrity of the covered person in any way. This letter is required by N.C.G.S. § 138A-28(a) and is designed to educate the covered person on potential issues that could merit particular attention. Advice on compliance with the Act is available to certain public servants and legislative employees under N.C.G.S. § 138A-13.

We did not find an actual conflict of interest but found the potential for a conflict of interest. The potential conflict identified does not prohibit service on this entity.

The North Carolina Capital Facilities Finance Agency was established to provide the benefits of tax-exempt financing to non-profit institutions providing elementary and secondary education, private institutions of higher education and various other entities for special purpose projects serving a public interest. The Agency has the authority to issue bonds and notes, award contracts for the construction of any project on behalf of a participating institution, fix and collect fees, loan repayments, rents, and charges for the use of any project.

The Act establishes ethical standards for certain public servants and prohibits public servants from: (1) using their positions for their financial benefit or for the benefit of their extended family or business, N.C.G.S. § 138A-31; and (2) participating in official actions from which they or certain associated persons might receive a reasonably foreseeable financial benefit, N.C.G.S. § 138A-36(a). The Act also requires public servants to take appropriate steps to remove themselves from proceedings in which their impartiality might reasonably be questioned due to a familial, personal, or financial relationship with a participant in those proceedings. N.C.G.S. § 138A-36(c).

As the State Auditor, you are an ex officio member of the Agency. You disclosed that your spouse serves on the Western Carolina University Board of Trustees. As such you have the potential for a conflict of interest and should exercise appropriate caution in the performance of your public duties should issues involving Western Carolina University come before the Agency for official action.

In addition to the conflict standards noted above, the Act prohibits public servants from accepting gifts from (1) a lobbyist or lobbyist principal, (2) a person or entity that is seeking to do business with the public servant's agency, is regulated or controlled by that agency, or has financial interests that might be affected by their official actions, or (3) anyone in return for being influenced in the discharge of their official responsibilities. N.C.G.S. § 138A-32. Exceptions to the gifts restrictions are set out in N.C.G.S. § 138A-32(e).

When this letter cites an actual or potential conflict of interest under N.C.G.S. § 138A-24(e), the conflict must be recorded in the minutes of the applicable board and brought to the membership's attention by the board's chair as often as necessary to remind all members of the conflict and to help ensure compliance with the Act. N.C.G.S. § 138A-15(c).

Finally, the Act mandates that all public servants attend an ethics and lobbying education presentation. N.C.G.S. § 138A-14. Please review the attached document for additional information concerning this requirement.

Please contact our office if you have any questions concerning our evaluation or the ethical standards governing public servants under the Act.

Sincerely,

A handwritten signature in cursive script that reads "Mary Roerden".

Mary Roerden, SEI Unit
State Ethics Commission

cc: Elizabeth Hawley
Attachment: Ethics Education Guide



STATE ETHICS COMMISSION

POST OFFICE BOX 27685

RALEIGH, NC 27611

PHONE: 919-814-3600

Via Email

February 17, 2025

The Honorable Dave Boliek
 North Carolina Office of the State Auditor
 20601 Mail Service Center
 Raleigh, North Carolina 27699-0601

Re: Evaluation of Statement of Economic Interest Filed by Mr. Brenton C. Woodcox
Capital Facilities Finance Agency

Dear Auditor Boliek:

Our office is in receipt of **Mr. Brenton C. Woodcox's** 2025 Statement of Economic Interest as an appointee to the **Capital Facilities Finance Agency ("the Agency")**. We have reviewed it for actual and potential conflicts of interest pursuant to Chapter 138A of the North Carolina General Statutes ("N.C.G.S."), also known as the State Government Ethics Act ("the Act").

Compliance with the Act and avoidance of conflicts of interest in the performance of public duties are the responsibilities of every covered person, regardless of this letter's contents. This letter is required by N.C.G.S. § 138A-28(a) and is designed to educate the covered person as to potential issues that could merit particular attention. The letter is not meant to impugn the integrity of the covered person in any way. Advice on compliance with the Act is available to certain public servants and legislative employees under N.C.G.S. § 138A-13.

We did not find an actual conflict of interest but found the potential for a conflict of interest. The potential conflict identified does not prohibit service on this entity.

The North Carolina Capital Facilities Finance Agency was established to provide the benefits of tax-exempt financing to non-profit institutions providing elementary and secondary education, private institutions of higher education and various other entities for special purpose projects serving a public interest. The Agency has the authority to issue bonds and notes, award contracts for the construction of any project on behalf of a participating institution, fix and collect fees, loan repayments, rents and charges for the use of any project.

The Act establishes ethical standards for certain public servants and prohibits public servants from: (1) using their positions for their financial benefit or for the benefit of their extended family or business, N.C.G.S. § 138A-31; and (2) participating in official actions from which they or certain associated persons might receive a reasonably foreseeable financial benefit, N.C.G.S. § 138A-36(a). The Act also requires public servants to take appropriate steps to remove themselves from proceedings in which their

impartiality might reasonably be questioned due to a familial, personal, or financial relationship with a participant in those proceedings. N.C.G.S. § 138A-36(c).

Mr. Woodcox fills the role of a designee for the State Auditor. His spouse is employed with OneGoal, an educational non-profit organization, which could possibly be provided with tax-exempt financing from the Agency. Therefore, Mr. Woodcox has the potential for a conflict of interest and should exercise appropriate caution in the performance of his public duties should issues involving OneGoal come before the Commission for official action.

In addition to the conflicts standards noted above, the Act prohibits public servants from accepting gifts, directly or indirectly (1) from anyone in return for being influenced in the discharge of their official responsibilities, (2) from a lobbyist or lobbyist principal, or (3) from a person or entity which is doing or seeking to do business with the public servant's agency, is regulated or controlled by the public servant's agency, or has particular financial interests that may be affected by the public servant's official actions. Exceptions to the gifts restrictions are set out in N.C.G.S. §138A-32(e).

When this letter cites an actual or potential conflict of interest under N.C.G.S. 138A-24(e), the conflict shall be recorded in the minutes of the applicable board and duly brought to the attention of the membership by the board's chair as often as necessary to remind all members of the conflict and to help ensure compliance with the Act. (N.C.G.S. §138A-15 (c)).

Finally, the Act mandates that all public servants attend an ethics and lobbying education presentation (N.C.G.S. § 138A-14). Please review the attached document for additional information concerning this requirement.

Please contact our office if you have any questions concerning our evaluation or the ethical standards governing public servants under the Act.

Sincerely,



Jane Steffens, SEI Unit
State Ethics Commission

cc: Brenton C. Woodcox
Elizabeth Hawley, Ethics Liaison

Attachment: Ethics Education Guide