

Morehead, Kentucky  
February 21, 1968

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An adjourned session of the regular meeting of the Board of Regents of Morehead State University of January 31, 1968, was convened in the office of the President of the University at Morehead, Kentucky, on February 21, 1968, at 11 a.m., EST.

In the absence of the Chairman, the Honorable Wendell P. Butler, Dr. W. H. Cartmell, Vice Chairman, presided.

The following members of the Board were present:

Dr. W. H. Cartmell  
Mr. Lloyd Cassity  
Mr. David H. Dorton  
Mr. Cloyd McDowell  
Mr. B. F. Reed

Absent were:

Mr. Wendell P. Butler  
Mr. Charles W. Gilley

Also present were Dr. Adron Doran, President of Morehead State University; Mr. Russell McClure, Director of Business Affairs and Treasurer; Mrs. Joyce Hart, Acting Secretary of the Board of Regents; Mr. Thomas Dupree, representing the Board's Fiscal Agents; Mr. and Mrs. Cornelius Grafton, of Grafton, Ferguson, Fleischer & Harper, Louisville, Bond Counsel; Mr. Sid Miller, of W. H. Hutton & Company's Lexington office, representing prospective purchasers; and a representative of The Trail Blazer, Mr. Rex Probus.

Dr. Cartmell announced that a quorum was present for the transaction of business and called the meeting to order.

Dr. Cartmell asked President Doran to deliver the invocation.

Motion by Mr. Cassity that the minutes of the meeting held January 31, 1968, be approved as copies had been mailed to the members. The motion was seconded by Mr. Dorton and unanimously carried.

President Doran suggested that inasmuch as the principal occasion for this meeting was for the purpose of receiving, considering, and taking action upon such bids as might be received for the purchase of the \$5,800,000

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"Morehead State University Housing and Dining System Revenue Bonds, Series J," at 11 o'clock a.m., EST, and that said hour had now arrived, he wished to present for opening and consideration by the Board all purchase bids received for the said Bonds in his office at or prior to 11 a.m., EST, on this 21st day of February, 1968. President Doran stated that before opening said bids he felt he should tender proof of proper advertising of the Bond sale according to the requirements of KRS Chapter 424, and in that connection presented an Affidavit from an employee of The Courier-Journal & Louisville Times Co., Louisville, Kentucky, and an Affidavit from an employee of The Bond Buyer, New York, New York, showing publication of the authorized "Notice of Sale of Bonds" on February 12, 1968, in The Courier-Journal, and on February 13, 1968, in The Daily Bond Buyer. The President also tendered a copy of the printed "Official Statement," prepared by the Fiscal Agents and examined and approved by the President and Administrative Staff, copies of which were given wide unsolicited distribution by the Fiscal Agents, and also sent to all interested parties who have requested the same. On motion of Mr. Dorton, seconded by Mr. Reed, and unanimously carried, it was ordered that said documents be preserved by the Acting Secretary as permanent records of the Board of Regents, but that the same not be copied in full in the minutes of the meeting.

President Doran thereupon handed to Dr. Cartmell, Vice Chairman, the sealed bids received in his office prior to 11 a.m., EST, on the date of the meeting, and each bid was publicly opened and read. It was ordered that the same be listed in the minutes by name of bidder (or name of the manager or managers of each bidding account), price offered, and interest coupon rate or rates stipulated, which is done as follows:

<u>NAME OF BIDDER</u>	<u>PRICE OFFERED</u>	<u>INTEREST RATE OF RATES STIPULATED</u>
Blyth & Co., Inc., Kidder, Peabody & Co., Incorporated, F. S. Smithers & Co., and Associates	\$5,747,121.98 (Interest cost basis: 5.58043)	<u>Years</u> 1969-1975 - 6% 1976-1997 - 5-1/2%
John Nuveen & Co. and Associates	\$5,742,928.00 (Interest cost basis: 5.4499)	<u>Years</u> 1969-1977 - 5-1/2% 1978-1982 - 5-1/4% 1983-1997 - 5.40%

Each bid was examined for matters relating to conformity with the terms and conditions of the public offering; the bids were then compared, and the computations therein were verified to the satisfaction of the Board and the interested parties present.

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Thereupon, Mr. Cassity introduced, caused to be read in full, and moved immediate adoption of a proposed resolution, seconded by Mr. McDowell, as follows:

A RESOLUTION OF THE BOARD OF REGENTS OF MOREHEAD STATE UNIVERSITY ACCEPTING THE BEST BID RECEIVED FOR THE PURCHASE OF \$5,800,000 "MOREHEAD STATE UNIVERSITY HOUSING AND DINING SYSTEM REVENUE BONDS, SERIES J," AND ESTABLISHING THE INTEREST COUPON RATES APPLICABLE THERETO.

THE BOARD OF REGENTS OF MOREHEAD STATE UNIVERSITY HEREBY RESOLVES, AS FOLLOWS:

Section 1. It is hereby determined and declared that the best bid received in the office of the President of the University prior to 11 a.m., EST, on February 21, 1968, for the purchase of \$5,800,000 "Morehead State University Housing and Dining System Revenue Bonds, Series J," dated February 1, 1968, as authorized and provided for in the First Supplemental Trust Indenture made by the Board with Pikeville National Bank & Trust Company, Pikeville, Kentucky, dated as of February 1, 1968, was and is the bid of John Nuveen & Co. and Associates, offering to purchase the entire Bond issue and pay therefor the sum of \$5,742,928.00 (plus accrued interest to delivery) upon condition that said Bonds be caused to bear interest at the following respective coupon rates:

- All Bonds maturing on November 1, in each of the years 1969, to and including 1977, 5-1/2%
- All Bonds maturing on November 1, in each of the years 1978, to and including 1982, 5-1/4%
- All Bonds maturing on November 1, in each of the years 1983, to and including 1997, 5.40%

It was determined that said bid conforms in all respects to the terms and conditions of the public offering of said Bonds and is satisfactory as to both price and interest coupon rates. Said bid is hereby accepted in the name and on behalf of Morehead State University, and the same, together with this Resolution of acceptance, shall constitute a firm contract for the purchase and sale of said Bonds according to the terms and conditions of the public offering.

Section 2. The said Bonds shall bear interest from their date until paid at the respective coupon rates set forth in Section 1 hereof, and the printer shall be instructed to prepare the Bonds and interest coupons accordingly. When the Bonds have been printed, executed and authenticated,

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the proper officers are authorized to deliver the same to the above-named purchasers upon payment of the purchase price, as set forth in Section 1 hereof.

Section 3. The good faith check of the purchasers in the sum of \$58,000 shall be held uncashed by the Treasurer until the time when the Bonds are delivered and paid for, at which time the same shall be deposited as constituting a part of the proceeds of the Bonds, and the amount thereof (but without interest thereon) shall be allowed as a credit upon the purchase price; or, if the purchasers shall so request, said check may be returned to them by the Treasurer upon payment of the full bid price with accrued interest to delivery. The good faith checks of all unsuccessful bidders shall immediately be returned to the respective bidders by the Acting Secretary.

Section 4. This Resolution shall be in full force and effect from and after its adoption.

After full discussion Dr. Cartmell put the question and the following vote was cast.

Dr. Cartmell	Aye
Mr. Cassity	Aye
Mr. Dorton	Aye
Mr. McDowell	Aye
Mr. Reed	Aye

Nays:	None
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Whereupon Dr. Cartmell announced that said motion and Resolution had been duly carried, and that the Resolution was in full force and effect. The Acting Secretary was directed to deliver or send to the purchasers a certified copy of the sale proceedings as evidence of the proper awarding of the Bonds.

President Doran then suggested to the Board that it was appropriate for the Board to consider the "Certificate with Reference to the Issuance of the 'Housing and Dining System Revenue Bonds, Series J' Conforming to the Requirements of Section 1101 (c) of ARTICLE XI of the Trust Indenture dated November 1, 1966, between the Board of Regents of Morehead State University and Pikeville National Bank & Trust Company, Pikeville, Kentucky, as Trustee, Showing Compliance with Conditions for Issuance of Parity Bonds," explaining that the same related specifically to the physical inspection of the housing and dining buildings and appurtenant facilities of the System, affirming the fact that the same are in a good and current state of tenantability and repair, there being no exceptions or reservations of any nature; and that the Certificate had been executed by W. H. Rice, Superintendent of Buildings and Grounds of the University, and was approved by him as the President.

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Thereupon, on motion of Mr. Cassity, seconded by Mr. Reed, the Board of Regents, upon a roll call vote approved the Certificate executed by W. H. Rice, Superintendent of Buildings and Grounds, approved by President Doran, with reference to the issuance of this Board's Housing and Dining System Revenue Bonds, Series J, conforming to the requirements of Section 1101(c) of ARTICLE XI of the Trust Indenture dated November 1, 1966, between the Board of Regents of Morehead State University and Pikeville National Bank & Trust Company, and a fully executed copy thereof shall forthwith be filed with Pikeville National Bank & Trust Company, Pikeville, Kentucky, as Trustee. The following vote was recorded:

Dr. Cartmell	Aye
Mr. Cassity	Aye
Mr. Dorton	Aye
Mr. McDowell	Aye
Mr. Reed	Aye

Nays:	None
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Dr. Doran advised the Board that it was now appropriate to give consideration to the proposed issue of Consolidated Educational Buildings Revenue Bonds, Series F, for construction of the building constituting an addition to the Doran Student House (for which construction bids were taken on February 20, 1968) and reconstruction of the interior of Button Gymnasium for R.O.T.C. purposes. He asked Mr. Grafton to, and Mr. Grafton proceeded to explain, the proposed resolution for an issue of bonds on a parity with the outstanding Consolidated Educational Buildings Revenue Bonds, to be Series F, in the amount of \$4,100,000.

Mr. Reed introduced, caused to be read in full, and moved immediate adoption of a proposed resolution, seconded by Mr. McDowell, as follows:

A RESOLUTION AUTHORIZING THE ISSUANCE OF \$4,100,000  
CONSOLIDATED EDUCATIONAL BUILDINGS REVENUE BONDS,  
SERIES F, OF THE BOARD OF REGENTS OF MOREHEAD  
STATE UNIVERSITY

WHEREAS, the Board of Regents of Morehead State College (now Morehead State University, as hereinafter recited), by Resolution entitled:

"A RESOLUTION creating and establishing a Consolidated Educational Buildings Project of the Morehead State College; creating and establishing an issue of Consolidated Educational Buildings Revenue Bonds of the Board of Regents of the Morehead State College; providing for the issuance from time to time of said bonds; providing for the payment of the principal of and interest on said bonds and repealing all resolutions or parts of resolutions in conflict with this resolution,"

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adopted November 14, 1960 (hereinafter referred to as the "Resolution"), has created and established an issue of Consolidated Educational Buildings Revenue Bonds of the Board of Regents of Morehead State College (the "Bonds"); and

WHEREAS, the name of the Educational Institution formerly known as "Morehead State College" has been changed and the same is now officially known, recognized and designated as "Morehead State University"; and

WHEREAS, the name of the governing corporate body formerly known and designated as "Board of Regents of Morehead State College" has likewise been changed so that the same corporate entity is now officially known, recognized and designated "the Board of Regents of Morehead State University"; and

WHEREAS, the Resolution authorizes the issuance by said Board of said Bonds in one or more series pursuant to a resolution authorizing such series; and

- (a) by a certain resolution adopted on January 4, 1961, (the "Series A Resolution"), said Board authorized the issuance of the initial series, being \$1,425,000 "Consolidated Educational Buildings Revenue Bonds, Series A," dated February 1, 1961 (the "Series A Bonds"), and the same were thereafter sold and delivered;
- (b) by a certain resolution adopted on September 7, 1961, (the "Series B Resolution"), said Board authorized the issuance of \$1,400,000 of such Bonds, Series B, dated November 1, 1961 (the "Series B Bonds"), and the same were thereafter sold and delivered;
- (c) by a certain resolution adopted November 22, 1963, (the "Series C Resolution"), said Board authorized the issuance of \$1,950,000 of such Bonds, Series C, dated January 1, 1964 (the "Series C Bonds"), and the same were thereafter sold and delivered;
- (d) by a certain resolution adopted January 11, 1966, (the "Series D Resolution"), said Board authorized the issuance of \$5,300,000 of such Bonds, Series D, dated January 1, 1966 (the "Series D Bonds"), and the same were thereafter sold and delivered; and
- (e) by a certain resolution adopted September 8, 1966, (the "Series E Resolution"), said Board authorized the issuance of \$4,350,000 of such Bonds, Series E, dated November 1, 1966 (the "Series E Bonds"), and the same were thereafter sold and delivered;



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and such Series A Bonds in the amount of \$1,195,000; such Series B Bonds in the amount of \$1,290,000; such Series C Bonds in the amount of \$1,875,000; such Series D Bonds in the amount of \$5,230,000; and such Series E Bonds in the amount of \$4,350,000 are outstanding; without default, and without deficiency in amounts required by the Resolution and the Series A Resolution, the Series B Resolution, the Series C Resolution, the Series D Resolution, and the Series E Resolution to be paid into the "Consolidated Educational Buildings Project Bond and Interest Sinking Fund" (the "Bond Fund"); and

WHEREAS, the Board has determined that it is in the best interests of the Board to issue at this time an additional series of Bonds to be designated "Consolidated Educational Buildings Revenue Bonds, Series F," (the "Series F Bonds"); and it has been ascertained that the average of the annual Revenues from the Consolidated Educational Buildings Project (the "Project"), for the two Fiscal Years immediately preceding the proposed issuance of the Series F Bonds (being the income derived by the Board and the University during the two Fiscal Years immediately preceding such issuance, from the source established in the Resolution for the Revenues of the Project, as adjusted in the authorized manner, as specifically permitted by the provisions of Section 7.10 of the Resolution), was equal to more than 1.25 times the maximum Aggregate Principal, Interest and Bond Fund Charges (a defined term), in any succeeding twelve-month period ending on May 1, on the Series A Bonds, the Series B Bonds, the Series C Bonds, the Series D Bonds, the Series E Bonds, and the Series F Bonds hereinafter authorized, and a statement to that effect will be filed with the Trustee by the Treasurer of said Board prior to the time of issuance of the Series F Bonds, thereby complying with the conditions and restrictions set forth in Section 7.10 of the Resolution permitting the issuance of Bonds ranking on a basis of parity and equality with the Series A Bonds, the Series B Bonds, the Series C Bonds, the Series D Bonds and the Series E Bonds as to security and source of payment, and in all other respects,

NOW, THEREFORE, the Board of Regents of Morehead State University hereby resolves, as follows:

ARTICLE I - Definitions and Authority.

Section 1.01. This resolution (hereinafter referred to as the "Series F Resolution") is adopted in accordance with ARTICLE II, Section 2.03, of the Resolution.

Section 1.02. (A) In view of the aforementioned change of name for convenience of reference, all definitions and abbreviations adopted and defined in ARTICLE I of the Resolution shall have the same meanings, respectively, in this Series F Resolution, as such are given in said Article of the Resolution, provided, however, the following words and designations in said Resolution and herein shall be interchangeably read and shall be understood to refer to one and the same:

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- (a) "University," "College," and "State College" -- Morehead State University, formerly Morehead State College, situated in Morehead, Rowan County, Kentucky;
- (b) "Board" -- The Board of Regents of Morehead State University, formerly the Board of Regents of Morehead State College;
- (c) "Bonds" (without further identification) -- The "Morehead State University Consolidated Educational Buildings Revenue Bonds" issued or permitted to be issued by the Board of the University pursuant to the terms, provisions, conditions and limitations set forth herein and in the Resolution of November 14, 1960; the "Morehead State University Consolidated Educational Buildings Revenue Bonds, Series E," issued by said Board pursuant to the terms of the Resolution and the Series E Resolution; and the "Morehead State College Consolidated Educational Buildings Revenue Bonds, Series A, Series B, Series C, and Series D, issued by said Board pursuant to the terms of the Resolution and the Series A, Series B, Series C, and Series D Resolutions, respectively.

Cognizance is again hereby taken of the fact that prior to the time of issuance of the Series B Bonds, an effective release was made of those portions of certain Student Registration Fees which were theretofore pledged as a part of the security and source of payment of the Board's "Housing Bonds of 1959" and its "Dormitory Revenue Bonds of 1960," and that upon such release, such pledged portions of said Student Registration Fees were acknowledged to constitute Revenues, as defined in Section 1.01 of the Resolution, and as being under pledge for the security and source of payment of the Bonds.

(B) In this Series F Resolution, Series F Bonds shall mean the Bonds authorized by ARTICLE II of this Series F Resolution.

Section 1.03. This Series F Resolution is adopted pursuant to the provisions of Section 162.340, et seq., of the Kentucky Revised Statutes and the Resolution.

ARTICLE II - Authorization of Series F Bonds.

Section 2.01. Pursuant to the provisions of the Resolution there is hereby authorized to be issued by the Board of Regents of Morehead State University, in its corporate capacity, a series of Bonds in the aggregate principal amount of Four Million One Hundred Thousand Dollars (\$4,100,000). Such Bonds shall be designated as "Morehead State University Consolidated Educational Buildings Revenue Bonds, Series F." Said Series F Bonds are hereby declared to have been authorized under the Resolution and in conformity with the provisions of Section 7.10 of the Resolution. The Board hereby represents that the conditions prescribed in Section 7.10 of the Resolution will have been complied with before the time of the issuance of the Series F



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Bonds, and that the Series F Bonds are issued on a basis of parity with the Series A Bonds, the Series B Bonds, the Series C Bonds, the Series D Bonds, and the Series E Bonds.

Section 2.02. Said Series F Bonds are being issued for the purpose of paying the costs (to the extent not otherwise provided) of erecting and completing educational buildings with necessary appurtenances upon the property of the University in Rowan County, Kentucky, consisting of a building constituting an addition to the Doran Student House; substantial interior reconstruction of Button Gymnasium to convert same into classrooms, offices, and storage facilities (in conformity with U. S. Government requirements and specifications in the establishment of a new R.O.T.C. Unit), and necessary appurtenant facilities, all of which, when erected and completed, will become and constitute a part of the Consolidated Educational Buildings Project of said University.

Section 2.03. The Series F Bonds shall be dated May 1, 1968, and bear interest payable semiannually on each May 1 and November 1, commencing November 1, 1968, at a coupon rate or coupon rates not exceeding the statutory maximum of six per cent (6%) per annum, the exact rate or rates of interest for said Series F Bonds to be fixed as a result of advertised sale and competitive bidding for said Series F Bonds, as hereinafter provided. Said Series F Bonds shall be numbered and scheduled to become due and payable in numerical order on May 1 of the respective years, as follows:

<u>BONDS NUMBERED</u> (Inclusive)	<u>PRINCIPAL AMOUNT</u>	<u>DATE OF MATURITY</u>
1-13	\$ 65,000	May 1, 1970
14-27	70,000	May 1, 1971
28-42	75,000	May 1, 1972
43-58	80,000	May 1, 1973
59-75	85,000	May 1, 1974
76-92	85,000	May 1, 1975
93-109	85,000	May 1, 1976
110-128	95,000	May 1, 1977
129-148	100,000	May 1, 1978
149-168	100,000	May 1, 1979
169-189	105,000	May 1, 1980
190-211	110,000	May 1, 1981
212-235	120,000	May 1, 1982
236-259	120,000	May 1, 1983
260-284	125,000	May 1, 1984
285-311	135,000	May 1, 1985
312-338	135,000	May 1, 1986
339-366	140,000	May 1, 1987
367-396	150,000	May 1, 1988
397-426	150,000	May 1, 1989
427-458	160,000	May 1, 1990

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<u>BONDS NUMBERED</u> (Inclusive)	<u>PRINCIPAL AMOUNT</u>	<u>DATE OF MATURITY</u>
459-491	\$165,000	May 1, 1991
492-527	180,000	May 1, 1992
528-563	180,000	May 1, 1993
564-601	190,000	May 1, 1994
602-639	190,000	May 1, 1995
640-680	205,000	May 1, 1996
681-748	340,000	May 1, 1997
749-820	360,000	May 1, 1998

Section 2.04. Said Series F Bonds shall be negotiable coupon bonds, of the denomination of \$5,000.00 each, and shall be registrable as to principal only.

Section 2.05. The principal of and interest on said Series F Bonds shall be payable in any coin or currency of the United States of America, which at the time of payment thereof is legal tender for the payment of public and private debts, at the principal office of Citizens Fidelity Bank and Trust Company, in the City of Louisville, Kentucky, Trustee (or successor Trustee appointed pursuant to the provisions of the Resolution), or at the option of the holders of the respective Series F Bonds and coupons at the principal office of Chemical Bank New York Trust Company, in the City of New York, New York, which were in the Series A Resolution appointed Paying Agents for the Bonds, subsequently confirmed in the Series B Resolution, the Series C Resolution, the Series D Resolution, and the Series E Resolution, and are hereby confirmed as the Paying Agents for the Series F Bonds.

Section 2.06. The Series F Bonds maturing May 1, 1979, and thereafter shall be subject to redemption by the Board in whole or from time to time in part in the inverse order of their maturities (less than all of a single maturity to be selected by lot) on any interest payment date on or after May 1, 1978, at the redemption prices, expressed in percentages of principal amount, with respect to each Bond as set forth below, plus in each case accrued interest to the date of redemption:

<u>If Redeemed</u>	<u>Redemption Price</u>
On and after May 1, 1978, and prior to May 1, 1983	103%
On and after May 1, 1983, and prior to May 1, 1988	102%
On and after May 1, 1988, and prior to May 1, 1993	101%
On and after May 1, 1993, but prior to final maturity	100-1/2%

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Section 2.07. Said Series F Bonds shall be executed on behalf of said Board with the reproduced facsimile signature of the Chairman of the Board and attested by the manual signature of the Secretary or Acting Secretary of the Board, and the facsimile of the corporate seal of said Board shall be imprinted thereon. Interest on said Series F Bonds falling due on and prior to maturity shall be represented by appropriate interest coupons to be attached to each of said Series F Bonds, which coupons shall be executed with the facsimile of the official signatures of said Chairman and said Secretary or Acting Secretary.

Section 2.08. For the purpose of securing the payment of both the principal of and interest on all the Bonds (Series A Bonds, Series B Bonds, Series C Bonds, Series D Bonds, Series E Bonds, Series F Bonds, and any additional parity Bonds which may hereafter be issued and outstanding pursuant to the conditions and restrictions set forth in Section 7.10 of the Resolution), and to secure for the benefit of all the holders of said Bonds the faithful performance of the covenants and provisions contained in the Resolution in the manner and to the extent as permitted and provided in the Resolution and in Sections 162.340, et seq., of the Kentucky Revised Statutes, Citizens Fidelity Bank and Trust Company, in the City of Louisville, Kentucky, was designated in the Series A Resolution and confirmed in the Series B Resolution, the Series C Resolution, the Series D Resolution, and the Series E Resolution as Trustee under the Resolution for the holders of all of said Bonds, and such designation is now reaffirmed, with the powers and duties set forth in the Resolution and with no liability in connection with any action or omission to act under the Resolution except for its own negligence or willful breach of trust. Execution of the authentication certificate of the Trustee on each of the respective Series F Bonds shall conclusively establish the acceptance as to such Series F Bonds by the Trustee of the trusts and provisions with respect thereto as set forth in the Resolution.

Section 2.09. The Series F Bonds and coupons and provisions for registration appertaining thereto and the certificate of the Trustee to be endorsed on said Series F Bonds shall be in substantially the following respective form, to-wit:

(FORM OF BOND)

UNITED STATES OF AMERICA  
COMMONWEALTH OF KENTUCKY  
MOREHEAD STATE UNIVERSITY  
CONSOLIDATED EDUCATIONAL BUILDINGS REVENUE BOND  
SERIES F

No. \_\_\_\_\_

\$5,000.00

The Board of Regents of Morehead State University, a body corporate, as an educational institution and agency of the Commonwealth of Kentucky, for value received, hereby promises to pay, solely from the special fund provided therefor, as hereinafter set forth, to the bearer, or, if this Bond be registered, to the registered owner hereof, as hereinafter provided, the

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sum of Five Thousand Dollars (\$5,000.00) on the first day of May, 19\_\_, and to pay, solely from said special fund, interest thereon from the date hereof until payment of principal at the rate of \_\_\_\_\_ per cent (\_\_\_%) per annum, such interest being payable semiannually on the first days of each May and November, commencing November 1, 1968, except as the provisions hereinafter set forth with respect to prior redemption may be and become applicable hereto, such interest as may accrue on and prior to the maturity date of this Bond to be paid only upon presentation and surrender of the annexed coupons as they severally mature, both principal and interest being payable in any coin or currency of the United States of America which at the time of payment thereof is legal tender for the payment of public and private debts, at the principal office of the Trustee, Citizens Fidelity Bank and Trust Company, in the City of Louisville, Kentucky, or, at the option of the holder hereof or of the interest coupons hereto appertaining, at the principal office of Chemical Bank New York Trust Company, in the City of New York, New York.

This Bond is one of a duly authorized issue of Bonds designated as "Consolidated Educational Buildings Revenue Bonds" (hereinafter referred to as the "Bonds") issued and to be issued under and in full compliance with the Constitution and Statutes of the Commonwealth of Kentucky, including among others, Sections 162.350 to 162.380, inclusive, of the Kentucky Revised Statutes now in full force and effect, and under and pursuant to the Resolution adopted by the Board of Regents on November 14, 1960 (hereinafter referred to as the "Resolution") and the Series F Resolution adopted by the Board of Regents on February 21, 1968, wherein cognizance was taken of the fact that the name of the issuer has been changed, in so far as the Bonds of Series A through D, both inclusive, were issued by the Board of Regents of Morehead State College, whereas pursuant to KRS 164.290(1) which became effective subsequent to the issuance of the Bonds of Series A through D, both inclusive, and prior to the issuance of the Series E Bonds, the issuer had taken proper steps to and had elected to be and is now known as the Board of Regents of Morehead State University.

As provided in the Resolution, the Bonds may be issued from time to time pursuant to separate resolutions in one or more series, in various principal amounts, may bear interest at different rates and may otherwise vary as in the Resolution provided. The aggregate principal amount of Bonds which may be issued under the Resolution is not limited except as provided in the Resolution, and all Bonds issued and to be issued under the Resolution are and will be equally secured by the pledges and covenants made therein, except as otherwise expressly provided or permitted in the Resolution.

This Bond is one of a series of Bonds of various maturities designated as "Consolidated Educational Buildings Revenue Bonds, Series F" (herein called the "Series F Bonds"), issued in the aggregate amount of \$4,100,000 under the Resolution for the purpose of financing the costs (to the extent not otherwise provided) of erecting and completing educational buildings and necessary appurtenances as a part of the Consolidated Educational

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Buildings Project of said University (hereinafter referred to as the "Project"). Copies of the Resolution, the Series A Resolution, the Series B Resolution, the Series C Resolution, the Series D Resolution, the Series E Resolution are on file at the office of the Trustee. Reference is hereby made to the Resolution pursuant to which Citizens Fidelity Bank and Trust Company, in the City of Louisville, Kentucky, has been designated as Trustee for the holders of the issue of Bonds of which this Bond is one and for the provisions, among others, with respect to the custody and application of the proceeds of the Bonds; the rights, duties and obligations of said Board of Regents and of the Trustee, and the rights of the holders of the Bonds; and by the acceptance of this Bond, the holder hereof assents to all of the provisions of the Resolution. Under authority of the statutes pursuant to which this Bond is issued, this Bond shall have all the qualities and incidents of a negotiable instrument, and subject to the provisions for registration endorsed hereon and contained in the Resolution, nothing contained in this Bond or in the Resolution shall affect or impair the negotiability of this Bond.

The holder of this Bond shall have no right to enforce the provisions of the Resolution or to institute action to enforce the covenants therein, or to take any action with respect to any default under the Resolution, or to institute, appear in or defend any suit or other proceedings with respect thereto, except as provided in the Resolution. The Resolution provides for fixing, charging and collecting fees for the services of said Project, which fees will be sufficient to pay the principal of and the interest on said Bonds as the same become due and to provide reserves for such purposes and also to pay the costs of operation and maintenance of the Project to the extent the same are not otherwise provided. The Resolution provides for the creation of a special account designated "Consolidated Educational Buildings Project Bond and Interest Sinking Fund" (herein called the "Bond Fund") and for the deposit to the credit of said Bond Fund of a fixed amount of the gross Revenues of said Project to pay interest on the Bonds as the same becomes due and to pay or retire the principal of the Bonds at or prior to the maturity thereof, and to provide a reserve for such purpose, which Bond Fund is pledged to and charged with the payment of said principal and interest.

The issue of Series F Bonds of which this Bond is one and all other Bonds heretofore issued and as may be hereafter issued and outstanding from time to time under the Resolution, are payable only from a fixed amount of the gross Revenues derived from the operation of said Project which will be set aside in said Bond Fund, and this Bond does not constitute any indebtedness of Morehead State University or of its Board of Regents or of the Commonwealth of Kentucky within the meaning of any provisions or limitations of the Constitution of the Commonwealth of Kentucky.

The Series F Bonds maturing May 1, 1979, and thereafter shall be subject to redemption at the option of the Board of Regents in whole or from time to time in part in the inverse order of their maturities (less than all of a single maturity to be selected by lot) on any interest payment date on or after May 1, 1978, at the redemption prices, expressed in percentages of

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principal amount, with respect to each Bond as set forth below, plus in each case accrued interest to the date of redemption:

<u>If Redeemed</u>	<u>Redemption Price</u>
On and after May 1, 1978, and prior to May 1, 1983	103%
On and after May 1, 1983, and prior to May 1, 1988	102%
On and after May 1, 1988, and prior to May 1, 1993	101%
On and after May 1, 1993, but prior to final maturity	100-1/2%

In the event the Board of Regents shall exercise its option to redeem any of the Series F Bonds of which this Bond is a part, notice of such redemption identifying the Bonds to be redeemed will be given to the Trustee at least forty-five (45) days prior to the specified redemption date and such notice shall be published at least once not less than thirty (30) days prior to the specified redemption date in a newspaper or financial journal of general circulation published in each of the cities of Louisville, Kentucky, and New York, New York. Any Bonds called for redemption and for the payment of which funds are deposited with said Trustee on the specified redemption date shall cease to bear interest on said redemption date.

This Bond shall pass by delivery unless registered as to principal on the books of said Board of Regents at the office of the Trustee under the Resolution, and such registration noted hereon, after which no valid transfer hereof shall be effective unless made on said books and similarly endorsed hereon at the written request of the registered holder or his duly authorized representative, but this Bond may be discharged from registration by being in like manner registered to bearer whereupon full negotiability and transferability by delivery shall be restored but may again from time to time be registered as aforesaid. Such registration, however, shall not affect the negotiability of the interest coupons which shall always remain payable to bearer and transferable by delivery merely. The Board of Regents, the Trustee, and the Paying Agents may treat the bearer of this Bond, if not registered as to principal, and the bearer of any coupon hereto appertaining, whether or not this Bond be so registered, or if this Bond be registered as herein authorized, the person in whose name the same is registered, as the absolute owner for the purpose of making payment and for all other purposes.

A statutory mortgage lien, which is hereby recognized as valid and binding on said Project, is created and granted to and in favor of the holder or holders of this Bond and the issue of Bonds of which it is one, and in favor of the holder or holders of the Coupons attached thereto, and said Project shall remain subject to such statutory mortgage lien until the payment in full of the principal of and interest on this Bond and the issue of Bonds of which it is one.

Minutes of February 21, 1968, cont'd

This Bond shall not be valid or become obligatory for any purpose, or be entitled to any security or benefit, under the Resolution, until it shall have been authenticated by the execution by the Trustee of the certificate hereon endorsed.

It is hereby certified, recited and declared that all acts, conditions and things required to exist, to happen, and to be performed precedent to and in the issuance of this Bond, do exist, have happened, and have been performed in due time, form and manner as required by law, and the amount of this Bond, together with all other obligations of said Board of Regents and of said Morehead State University, does not violate any provision or exceed any limit prescribed by the Constitution or Statutes of Kentucky; that said Project will be continuously operated, and that a sufficient portion of the gross Revenues therefrom has been pledged to and will be set aside into said Bond Fund for the payment of the principal of and interest on this Bond and the issue of which it is one, and all other bonds which by their terms and the terms of the Resolution are payable from said Bond Fund, as and when the same will respectively become due.

IN TESTIMONY WHEREOF, the Board of Regents of Morehead State University has caused this Bond to be executed on its behalf by the reproduced facsimile signature of its Chairman, and the facsimile of its corporate seal to be imprinted hereon, attested by the manual signature of its Secretary or Acting Secretary, and the coupons hereto attached to be executed with the facsimile signatures of said Chairman and Secretary or Acting Secretary, all being done as of the first day of May, 1968.

(FACSIMILE OF  
SEAL)

(Facsimile of Signature)  
Chairman  
Board of Regents  
Morehead State University

ATTEST:

(Manual Signature)  
Secretary - Acting Secretary  
Board of Regents

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Minutes of February 21, 1968, cont'd

(FORM OF COUPON)

No. \_\_\_\_\_

\$ \_\_\_\_\_

On the first day of \_\_\_\_\_, 19\_\_\_\_, \*(unless the Bond to which this coupon is attached shall have been duly called for prior redemption and payment of the redemption price duly made or provided for) the Board of Regents of Morehead State University, at Morehead, Kentucky, will pay to bearer \_\_\_\_\_ Dollars (\$\_\_\_\_\_) in any coin or currency which at the time of payment thereof is legal tender for the payment of public and private debts out of its "Consolidated Educational Buildings Project Bond and Interest Sinking Fund," at the principal office of Citizens Fidelity Bank and Trust Company, in the City of Louisville, Kentucky, or, at the option of the holder hereof, at the principal office of Chemical Bank New York Trust Company, in the City of New York, New York, as provided in and for interest then due on its Consolidated Educational Buildings Revenue Bond, Series F, dated May 1, 1968, Number \_\_\_\_\_.

\_\_\_\_\_  
(Facsimile of Signature)

Chairman, Board of Regents  
Morehead State University

\_\_\_\_\_  
(Facsimile of Signature)

Secretary - Acting Secretary  
Board of Regents

(\*The phrase in parenthesis should appear only on coupons maturing on and after November 1, 1978.)

(FORM OF AUTHENTICATION CERTIFICATE)

This Bond is one of the Bonds described or provided for in the within-mentioned Resolution.

CITIZENS FIDELITY BANK AND TRUST COMPANY  
TRUSTEE

By \_\_\_\_\_  
(Manual Signature)  
Authorized Officer



Minutes of February 21, 1968, cont'd

(FORM OF REGISTRATION TO BE PRINTED ON THE  
BACK OF EACH SERIES F BOND)

Date of Registration	:	Name of Registered Holder	:	Signature of Authorized Officer of Trustee
	:		:	
	:		:	
	:		:	
	:		:	
	:		:	
	:		:	

Section 2.10. The Secretary or Acting Secretary of the Board is hereby authorized and directed to cause an appropriate form or forms of a notice of sale of the Series F Bonds to be published in The Courier-Journal, a legal newspaper published in the City of Louisville, Kentucky, which will afford state-wide notice of the sale, and in The Daily Bond Buyer, a financial journal published in the City of New York, New York, which is a publication having general circulation among bond buyers and said newspaper and financial journal are hereby declared to be qualified to publish such notice for the Board of Regents within the meaning and provisions of KRS Chapter 424. Such notices shall be published in said newspaper and said financial journal at least once and shall appear not less than seven days nor more than twenty-one days prior to the scheduled date of sale of said Series F Bonds. Such notices shall be in the customary form and shall specify that sealed competitive proposals for the purchase of such Series F Bonds shall be received at a designated place and until some day and hour when the Board will be in session. A minimum bid of 98.5% of par plus accrued interest shall be required. The right to reject any or all bids shall be expressly reserved. On the occasion set forth in such notice the Board shall consider all proposals made pursuant to such notice, award the Series F Bonds in the manner and for the purposes herein provided, establish the interest coupon rate or rates which the Series F Bonds shall bear, and take all other necessary and proper steps in the sale and issuance of the said Series F Bonds.

The Secretary or Acting Secretary may cause to be prepared multiple copies of a statement giving a more complete and particular description of the Series F Bonds, provisions for the security and payment thereof, disposition of Bond proceeds and other information that is not possible to give within the limits of the published notices, and furnish copies of such statement to all interested bidders upon request. Such statement may contain a particular description of the terms and conditions upon which the Series F Bonds are offered for sale, in order to bring about uniformity in the proposals which may be submitted for the purchase of said Series F Bonds.

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Minutes of February 21, 1968, cont'd

Section 2.11. There is hereby established in the State Treasury of the Commonwealth of Kentucky a Construction Account to be designated "Morehead State University Consolidated Educational Buildings Project - Bond Proceeds Series F Construction Account." Immediately upon the issuance, sale and delivery of the Series F Bonds all sums received as accrued interest together with a sufficient portion of proceeds from the sale of the Series F Bonds equal in the aggregate to all interest to accrue on said Series F Bonds to and including May 1, 1969, shall be deposited by the Treasurer in the Bond Fund, which amount the Board hereby determines sufficient for payment of interest which will accrue on the Series F Bonds until completion of the educational buildings and facilities intended to be financed through application of the proceeds of the Series F Bonds. The balance of the Bond proceeds shall be transmitted by the Treasurer to the Treasurer of the Commonwealth with advice that the same is tendered for deposit in said Construction Account and shall be disbursed by the Treasurer of the Commonwealth according to such inspection, audit and disbursement procedures as may from time to time be provided by law for the purpose of paying the costs (to the extent not otherwise provided) or erecting and completing the educational buildings and necessary appurtenances as identified in Section 2.02 of this Series F Resolution in accordance with the approved plans and specifications therefor, and only upon certification of the Architect or Engineer having supervision of construction, as to each disbursement, that the amount thereof has been duly earned by and is payable to the designated party or parties for materials, services and/or labor furnished pursuant to proper contract duly awarded therefor; except that such Architect or Engineer shall not be required to certify any fee payable to the Fiscal Agents, but in such case the propriety of payment shall be certified by the Commissioner of Finance, or his duly authorized representative. Any balance remaining in said Construction Account after the erection of said educational buildings and appurtenances, and the payment of all costs in connection therewith shall be deposited in the Bond Fund; provided, however, that if proceedings are then pending or imminently contemplated for the construction or completion of one or more additional educational buildings or necessary appurtenances which are or will be financed by issuance of additional Series Bonds pursuant to the Resolution, and which building or buildings constitute or will constitute a part of the Consolidated Educational Buildings Project, any such unexpended balance may be taken into account in determining the amount of Bonds to be authorized therefor, or may otherwise be applied to the proper costs thereof, in which event such unexpended balance may, upon authority of the Board, be transferred to the Series Construction Account thereof.

Section 2.12. A certified copy of this Series F Resolution shall be filed with the Trustee, and this Series F Resolution shall take effect immediately upon its adoption and filing of a certified copy hereof with the Trustee.

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Minutes of February 21, 1968, cont'd

After full discussion the Presiding Officer put the question and the following voted:

Dr. Cartmell	Aye
Mr. Cassity	Aye
Mr. Dorton	Aye
Mr. McDowell	Aye
Mr. Reed	Aye

Whereupon the Presiding Officer announced that said motion and resolution had been duly carried and that the resolution was in full force and effect.

The President presented his report to the Board for the period January 31, 1968, to February 21, 1968, with certain recommendations:

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## I. PERSONNEL CHANGES

### A. Resignations

1. Dr. Kenneth E. Dawson, Dean of the School of Education and Professor, effective March 1, 1968.
2. Dr. Marvin M. Cole, Dean of Institutional Programs and Associate Professor, effective March 1, 1968.
3. Mrs. Peggy Dunlap, Assistant Professor of Health, Physical Education and Recreation, School of Education, effective January 26, 1968.
4. Mr. Clinton L. Kingery, Instructor of Health, Physical Education and Recreation, Wrestling Coach and Assistant Football Coach, School of Education, effective May 31, 1968.
5. Mrs. Phyllis Laubisch, Secretary, Office of Institutional Programs, effective March 1, 1968.
6. Mrs. Ilene Smith, Secretary, University Breckinridge School, effective February 9, 1968.

### B. Appointments

1. Dr. G. Raza Khadim, Assistant Professor of Education, School of Education, at an annual salary of \$12,000 beginning February 15, 1968.
2. Mr. Edwin Clemmer, Instructor of Art, School of Humanities, at a salary of \$7,500 for the nine-months period of the 1968-69 academic year.
3. Mrs. Wilma J. Davis, Secretary to Professor of Military Science, beginning February 9, 1968, at a salary of \$250 per month.
4. Mrs. Sally Ann Staph, Secretary at University Breckinridge School, at an annual salary of \$2,600 beginning February 12, 1968.
5. Mrs. Louise Crawford, Secretary in School of Applied Sciences and Technology, at an annual salary of \$3,000 beginning April 1, 1968.

## Minutes of February 21, 1968, cont'd

6. Mrs. Lana Kelly, Secretary in Office of School Relations, at an annual salary of \$2,600 beginning February 1, 1968.
7. Miss Joyce Booth, Graduate Assistant in Office of Financial Aid, at a salary of \$200 per month for the months of February, March, April, May and June, 1968.
8. Mrs. Barbara Caudill, Secretary (part time) for Modern Elementary Science Curriculum Project, at a salary rate of \$1.50 per hour beginning February 1 and ending May 31, 1968.
9. Mrs. Marilyn Anne Ferrel, Secretary to Title I Recreation Project, at a salary of \$233.33 per month beginning February 19, 1968, and ending June 30, 1968.
10. Mrs. Vivian Brunker, Secretary (part time) for the Teacher Aide Program, at a salary rate of \$1.50 per hour beginning February 12, 1968.
11. Mrs. Jack Harbaugh, Consultant Observer for Teacher Aide Program, at a salary rate of \$3 per hour beginning February 6, 1968.
12. Mrs. Randall Miller, Consultant Observer for Teacher Aide Program, at a salary rate of \$3 per hour beginning February 6, 1968.
13. Mr. Ray Fultz, Janitor, Lappin Hall, beginning February 5, 1968, for a three-months probationary period at an annual salary of \$3,300 and to be raised to \$3,500 on May 1, 1968, if satisfactory.
14. Mr. Donald McCleese, Janitor, Laughlin Health Building, beginning February 16, 1968, for a three-months probationary period at an annual salary of \$3,400 and to be raised to \$3,500 on June 1, 1968, if satisfactory.

C. Adjustments

1. Mr. William Ewers, Assistant to the President for Military Affairs.

## II. SPRING ENROLLMENT

	<u>1967</u>	<u>1968</u>
Kentucky Residents	3501	4064
Out-of-State Students	<u>1691</u>	<u>1715</u>
TOTAL	5192	5779

----- End of President's Report -----

Motion by Mr. Dorton that Personnel Changes - (A) Resignations; (B) Appointments, and (C) Adjustments - as outlined in the President's Report be approved. The motion was seconded by Mr. McDowell with the following vote:

Dr. Cartmell	Aye
Mr. Cassity	Aye
Mr. Dorton	Aye
Mr. McDowell	Aye
Mr. Reed	Aye

Nays:	None
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Minutes of February 21, 1968, cont'd

The Board recessed for lunch in the Dining Room of Alumni Tower at 12:30 p.m. and reconvened at 1:30 p.m.

On motion of Mr. Dorton, seconded by Mr. Reed, the following resolution was unanimously adopted:

WHEREAS,

We are living in times of stress in domestic and foreign affairs,  
and

WHEREAS,

There are certain groups and individuals who desire and are seeking to find reasonable solutions to our perplexing problems and defensible answers to our disturbing questions, despite the efforts of others to confuse the issues and to deceive the uninformed, and

WHEREAS,

There is an abundance of evidence that persons known and unknown are seeking to exploit particular situations in an effort to impose their own personal opinions and convictions upon others,  
and

WHEREAS,

Some persons and groups would infringe upon the rights of others even to the extreme of violation of rules, regulations and law,  
and

WHEREAS,

There is uncertainty among citizens on some college and university campuses because of the lack of a definite effort to provide opportunity for free and open discussion of matters relating to educational, political, social and economic policies of local, state and federal governments, and

WHEREAS,

Morehead State University has a reputation and heritage for providing quality education for the students, free academic pursuit for the faculty and flexibility in administrative procedure within an environment of free exchange of ideas and concepts,

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NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF REGENTS THAT:

The President, the Vice President for Academic Affairs and the Director of Student Affairs give serious and immediate attention to organizing and perfecting formal structure for utilizing facilities on the campus for the purpose of extending the opportunity for discussion of problems and questions of mutual concern to the faculty, staff and students in a climate of decency, law and order, and

BE IT FURTHER RESOLVED THAT,

The participants who engage in the campus discussion be limited to the faculty, staff and students, and

BE IT FURTHER RESOLVED THAT,

Speakers not members of the faculty, staff or student body, who may be invited to appear as participants in the discussions be those who are proposed by a recognized and constitutionally chartered campus group.

----- End of Resolution -----

On motion of Mr. Cassity, seconded by Mr. Dorton, and unanimously adopted, the 13th day of March, 1968, at 11 a.m., EST, was designated as the time for opening competitive bids for the purchase of the "Consolidated Educational Buildings Revenue Bonds, Series F," authorized at this meeting; the office of the President of the University was designated as the place for opening such purchase bids; and the Fiscal Agents were authorized to advertise the sale accordingly.

On motion and vote, the meeting was adjourned to the date and hour above stated, March 13, 1968, at 11 a.m., EST.

  
Vice Chairman

  
Acting Secretary