

From: Gary Pope Jr. <gpope@popeflynn.com>
To: Taylor, RicheleRicheleTaylor@gov.sc.gov
CC: Drew Hunsickerdhunsicker@popeflynn.com
Date: 9/27/2016 10:49:30 AM
Subject: RE: Governor's Execution of Closing Papers for State General Obligation Bonds
Attachments: Executed SFAA Resolution (approval of reduction of authorization) (Douthit Hills) August 25 201.pdf
(executed) 2015 BOT Resolution (Reducing SIB for Douthit Utilities to 6 5m).pdf
Executed 2014 BCB Resolution (Douthit Hills Utilities).pdf
Clemson BOT SIB Resolution (13M Series 2014)(Douthit Utilities).pdf

Richele,

I should have included this in the prior email - the Clemson issue consisted of an additional authorization (for \$6.5m) in addition to the \$51m electrical project (the additional authorization was initially approved at \$13m, then reduced to \$6.5m). See those resolutions attached. That authorization is contemplated in Delbert's letter as well.

Gary

Gary T. Pope, Jr. | Pope Flynn, LLC | Tel. (803) 354-4917

From: Gary Pope Jr.
Sent: Tuesday, September 27, 2016 10:44 AM
To: 'Taylor, Richele' <RicheleTaylor@gov.sc.gov>
Cc: Drew Hunsicker <dhunsicker@popeflynn.com>
Subject: RE: Governor's Execution of Closing Papers for State General Obligation Bonds

Richele,

The Board of Trustees resolution constituted the "application" for the purposes of the State Institution Bond statute (see Section 59-107-40) for both bond issues. That finding is recited at Section 1.01 and Section 1.02 of the SFAA resolutions. The BOT and SFAA resolutions for each issue are attached along with the letter that Delbert will provide as part of the closing process. Let me know if that makes sense or if you have any further questions.

Best regards,

Gary

Gary T. Pope, Jr. | Pope Flynn, LLC | Tel. (803) 354-4917

From: Taylor, Richele [<mailto:RicheleTaylor@gov.sc.gov>]
Sent: Tuesday, September 27, 2016 10:25 AM
To: Gary Pope Jr. <gpope@popeflynn.com>

Cc: Drew Hunsicker <dhunsicker@popeflynn.com>

Subject: RE: Governor's Execution of Closing Papers for State General Obligation Bonds

Okay. Thanks! I figured part of it was the rush deadline.

Richele

From: Gary Pope Jr. [<mailto:gpope@popeflynn.com>]

Sent: Tuesday, September 27, 2016 10:21 AM

To: Taylor, Richele

Cc: Drew Hunsicker

Subject: RE: Governor's Execution of Closing Papers for State General Obligation Bonds

More than happy to – Drew, could you please scan those documents to Richele?

Some of these are in process currently given the timeline, but the form will not change.

Gary

Gary T. Pope, Jr. | Pope Flynn, LLC | Tel. (803) 354-4917

From: Taylor, Richele [<mailto:RicheleTaylor@gov.sc.gov>]

Sent: Tuesday, September 27, 2016 10:17 AM

To: Gary Pope Jr. <gpope@popeflynn.com>

Subject: RE: Governor's Execution of Closing Papers for State General Obligation Bonds

Hi Gary. Could you scan some documents my way? I am not sure if the Governor already has these from the SFAA, but I thought I would reach out to you.

For the Lander University Bonds, I don't have the Application or the State Authority Request. Same for the Clemson bonds.

Thanks!

Richele

Richele K. Taylor

Chief Legal Counsel

Office of the Governor

O: 803-734-8465

C: 803-231-9763

It's a great day in South Carolina

Safe Place SC – www.safeplaceSC.sc.gov

From: Gary Pope Jr. [<mailto:gpope@popeflynn.com>]

Sent: Friday, September 23, 2016 10:32 PM

To: Taylor, Richele

Subject: Re: Governor's Execution of Closing Papers for State General Obligation Bonds

Wednesday morning works well but if earlier is possible that would be great.

Gary

Gary T. Pope, Jr.
Pope Flynn, LLC
(803) 354-4917 | Office
(803) 920-3328 | Mobile

Sent from my iPad.

On Sep 23, 2016, at 10:29 PM, Taylor, Richele <RicheleTaylor@gov.sc.gov> wrote:

Mr. Pope,

This should not be a problem. Thank you for the information. I did receive the documents and I will make sure I look at these and have them ready in time. I will get in touch with you if I have questions or foresee any problems. Would you like to pick them up Wednesday morning, or would you prefer earlier if they are ready?

Regards,

Richele

Richele K Taylor
Chief Legal Counsel
Office of the Governor
South Carolina
Direct 803-734-8465

Sent from my iPhone

On Sep 23, 2016, at 6:11 PM, Gary Pope Jr. <gpoppe@popeflynn.com> wrote:

Many thanks.

Richele - please do not hesitate to contact me at any time in the next few days by cell phone at the number below if you have any questions. The form of the documents has been fairly well standardized at this point and is substantially similar to the past several dozen general obligation bond issues - nothing unique or different about the two at present.

Gary

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(803) 920-3328 | Mobile

Sent from my iPhone.

On Sep 23, 2016, at 5:57 PM, Haltiwanger, Katherine <KatherineHaltiwanger@gov.sc.gov> wrote:

I've copied Richele, our Chief Legal Counsel; she has the documents to approve. Richele, please see below their request for the Governor to sign

by 11:00 Wednesday.

From: Gary Pope Jr. [<mailto:gpope@popeflynn.com>]
Sent: Friday, September 23, 2016 3:02 PM
To: Haltiwanger, Katherine
Cc: Margaret Pope; Drew Hunsicker
Subject: RE: Governor's Execution of Closing Papers for State General Obligation Bonds

Katherine,

A courier is on his way to the Governor's office to drop off the documents. Thank you very much for your help in getting this done. Do you think we will be able to retrieve the documents prior to 11:00 a.m. next Wednesday? Not an issue if so, but would need to move some things around - just let me know.

Have a nice weekend.

Best regards,

Gary

Gary T. Pope, Jr. | Pope Flynn, LLC | Tel. (803) 354-4917

From: Haltiwanger, Katherine [<mailto:KatherineHaltiwanger@gov.sc.gov>]
Sent: Friday, September 23, 2016 8:15 AM
To: Gary Pope Jr. <gpope@popeflynn.com>
Cc: Margaret Pope <mpope@popeflynn.com>; Drew Hunsicker <dhunsicker@popeflynn.com>
Subject: Re: Governor's Execution of Closing Papers for State General Obligation Bonds

We can sign first, so please drop off once completed.

On Sep 22, 2016, at 4:08 PM, Gary Pope Jr. <gpope@popeflynn.com> wrote:

Would having them tomorrow or Monday be helpful? – proceeding as if it would be but need to see how much progress I need to make today in drafting the closing papers if tomorrow is the day.

Gary

Gary T. Pope, Jr. | Pope Flynn, LLC | Tel. (803) 354-4917

From: Haltiwanger, Katherine
[<mailto:KatherineHaltiwanger@gov.sc.gov>]
Sent: Thursday, September 22, 2016 1:57 PM
To: Gary Pope Jr. <gpope@popeflynn.com>
Cc: Margaret Pope <mpope@popeflynn.com>; Drew Hunsicker <dhunsicker@popeflynn.com>

Subject: RE: Governor's Execution of Closing Papers for State
General Obligation Bonds

The Governor will be unable to sign 9/28-10/4. Can I have them back to you by Friday, October 7? I will try for earlier, but can't promise.

From: Gary Pope Jr. [<mailto:gpoppe@popeflynn.com>]
Sent: Thursday, September 22, 2016 1:26 PM
To: Haltiwanger, Katherine
Cc: Margaret Pope; Drew Hunsicker
Subject: Governor's Execution of Closing Papers for State General
Obligation Bonds

Katherine,

The State sold 2 series of State General Obligation Bonds today and we plan to close the transactions on October 6. The first issue was for the benefit of Clemson University and provides approximately \$52m toward the complete renovation/replacement of their aged electrical grid and the construction of other utility infrastructure and the other issue was an approximately \$10m refunding for Lander University that will save the university approximately \$1.4m in interest cost over the next ten years.

We plan to obtain the Treasurer's signature for closing documents next Wednesday (9/28) before noon. In accordance with past practice, we would be happy to drop documents at your office early in the afternoon of the 28th to allow the Governor to sign the documents at her convenience. If we could retrieve the signed documents by noon the following Tuesday (10/4) that would be very helpful. For reference, the volume of documents will be approximately 2/9ths what it was in the spring of this year. Please let me know if this arrangement is suitable. We will make ourselves available should you have any questions.

Best regards,

Gary

Gary T. Pope, Jr.
MEMBER

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