

NOTICE OF PUBLIC HEARING

MASSACHUSETTS DEVELOPMENT FINANCE AGENCY

10:00 a.m. July 9, 2019 at 99 High Street, 11th Floor, Boston, Massachusetts

Notice is hereby given that a public hearing will be conducted by the Massachusetts Development Finance Agency ("MassDevelopment") at 10:00 a.m. July 9, 2019 at its offices located at 99 High Street, 11th Floor, Boston, Massachusetts, acting under and pursuant to Massachusetts General Laws, Chapters 23G and 40D, as amended, on a plan of financing (adopted in conformance with Section 1.147(f)-1(f)(7) of the Income Tax Regulations promulgated by the United States Treasury Department under Section 147(f)(2)(C) of the Internal Revenue Code of 1986, as amended, or prior codifications of the internal revenue laws of the United States) (said plan of financing constituting the "Plan of Financing") under which MassDevelopment would issue bonds under the Plan of Financing in the maximum aggregate principal amount of \$92,000,000 (the "Bonds"). If MassDevelopment's offices are closed on July 9, 2019 due to unforeseen circumstances, including without limitation adverse weather conditions, the public hearing will be held on the next business day on which MassDevelopment's offices are open at the same time and location. The total estimated project costs are \$92,000,000. The Bonds, under the Plan of Financing which are expected to be qualified 501(c)(3) bonds (as defined in Internal Revenue Code Section 145) for educational facilities, will be issued to provide for the financing and/or refinancing of, and the reimbursement of funds advanced by Lesley University (the "Institution," which term includes for purposes of this Notice any parent, subsidiary or other affiliate thereof), for the costs (including without limitation such financing, refinancing or reimbursement of bond reserves, capitalized interest and issuance costs) with respect to certain facilities owned or to be owned and operated by the Institution, in particular, the following projects:

(1) the refunding of all or a portion of the outstanding principal amount of MassDevelopment's Revenue Bond, Lesley University Issue, Series 2012, dated August 20, 2012, issued as a tax-exempt obligation in the original principal amount of \$5,030,300. The proceeds of the 2012 Bonds were loaned to the Institution for the purpose of financing and refinancing projects consisting of:

(a) refunding of all or a portion of the outstanding principal amount, of MassDevelopment's Tax-Exempt Commercial Paper Revenue Notes, MassDevelopment CP Program 2 Issue, Tranche 5 issued in the original principal amount of \$7,000,000, which notes issue financed and refinanced the (i) purchase of a building and land at 1799 and 1801 Massachusetts Avenue, Cambridge, (ii) construction, furnishing and equipping of an approximately 9,000 square foot science laboratory at 1815-1843 Massachusetts Avenue, Cambridge, (iii) construction, renovation, furnishing and equipping of the student center at 47 Oxford Street, Cambridge, (iv) conversion of 35 Mellen Street, Cambridge and 14 Wendell Street, Cambridge into residence halls, including furnishing and equipping thereof, (v) renovation of Porter Square parking lots at 1826 and 1848 Massachusetts Avenue, Cambridge, (vi) the acquisition and renovation of the following, all in

Cambridge, 1791 Massachusetts Avenue, 5-7 and 12-14 Upland Road, 1 and 2 Frost Terrace, 5, 5A and 7 Sacramento Street, Sacramento Field (located behind 9-13 Sacramento Street) and Sacramento Community Gardens (located between 15-19 and 23 Sacramento Street) and (vii) general maintenance of, renovations to, and furnishing and equipping of the Institution's facilities located in the area bounded by Wendell Street, Oxford Street, Massachusetts Avenue and Everett Street, Cambridge, and at 1815 Massachusetts Avenue, Cambridge, the Porter North site in the Galleria at One Porter Square, Cambridge, 815 Somerville Avenue, Cambridge, the MBTA Plaza at the Porter Square train stop located at the junction of Massachusetts Avenue and Somerville Avenue, Cambridge, 61, 57, 28, 22 and 20 Roseland Street, Cambridge, 1 Frost Street, Cambridge, 1847, 1851, 1853, 1855, 1868, 1878, 1900, 1902, 1924 and 1950 Massachusetts Avenue, Cambridge and 19 Massachusetts Avenue, Arlington (collectively, the "2012 Refinancing").

The maximum aggregate principal amount of the Bonds for the financing and/or refinancing of the 2012 Refinancing is \$1,650,000.

(2) the payoff of a certain conventional bank loan from TD Bank in the principal amount of \$25,000,000; the proceeds of such loan being loaned to the Institution for the purpose of financing the purchase of (a) certain condominium units together with the applicable percentage interests in the common areas known as the 99 Brattle Street Condominium, which includes the Burnham Hall Unit, the Reed Hall Unit and the Wright Hall Unit each located at 99 Brattle Street, the St. John's Chapel Unit located at 91 Brattle Street and 50% of the Sherrill Hall Unit located at 89 Brattle Street and (b) the real property located at 4 Berkeley Street, Cambridge (collectively, the "Bank Loan").

The maximum aggregate principal amount of the Bonds for the financing and/or refinancing of the Bank Loan is \$24,000,000 (\$18,000,000 maximum aggregate principal amount for the 99 Brattle Street Condominium facilities, and \$6,000,000 maximum aggregate principal amount for the 4 Berkeley Street facility).

(3) the rehabilitation, renovation, furnishing and equipping of the Institution's existing building known as Sherrill Library, located at 89 Brattle Street, Cambridge and the existing building, located at 30 Mellen Street, Cambridge and including elevator improvements (collectively, the "New Money Project").

The maximum aggregate principal amount of the Bonds for the financing and/or refinancing of the New Money Project is \$6,350,000 (\$5,750,000 maximum aggregate principal amount for the 89 Brattle Street facility, and \$600,000 maximum aggregate principal amount for the 30 Mellen Street facility).

(4) the refunding of all or a portion of the outstanding principal amount of MassDevelopment's Revenue Bonds, Lesley University Issue, Series B-1 (2011) (the "Series 2011 B-1 Bonds"), issued as a tax-exempt obligation in the original principal amount of \$32,625,000, dated March 30, 2011. The proceeds of the 2011 B-1 Bonds were loaned to the Institution for the purpose of financing and refinancing projects consisting of:

(a) completed projects originally financed and refinanced with proceeds of MassDevelopment's Variable Rate Demand Revenue Bonds, Lesley University Issue, Series 2003 (the "Series 2003 Bonds"), including (i) miscellaneous renovations, including installation of sprinklers and renovations to the bathroom and shower facilities, to the buildings owned by the Institution located at the following street addresses in Cambridge, Massachusetts: (a) 47, 61, 63-69, 68, 78-80, 82F and 82R Oxford Street, (b) 1627 and 1815 Massachusetts Avenue, (c) 815 Somerville Avenue, (d) 6 Sacramento Street, (e) 14, 16-18, 20, 22/24, 28F, 28R and 34 Wendell Street, (f) 7, 9, 11, 13, 19, 21, 23, 24, 27, 29, 31, 33, 33.5, 35 and 37 Mellen Street, (g) 5, 29, 29.5 and 31 Everett Street and (h) 12 Kirkland Avenue; (ii) miscellaneous renovations to the AIB Campus (which property is used as classroom, studio, lab and administrative space for the Art Institute of Boston), including electrical upgrades, the installation of new heating and ventilation systems, renovations to photography labs, and the installation of new video and computer equipment; (iii) miscellaneous renovations to the property located at One Porter Square in Cambridge, Massachusetts, including construction and other renovations related to the Institution's use of the property for administrative offices for University Technology, Facility Operations and Finance; (iv) construction of the facilities located at 47 Oxford Street, including classrooms, dormitories, administrative offices, food service and a gymnasium, and 12 Kirkland Place, which serves as the residence for the president of the Institution, each in Cambridge, Massachusetts; (v) purchase and installation of computer facilities at 28 Wendell Street in Cambridge, Massachusetts; (vi) refinancing of certain acquisition mortgages existing on properties located at 14 Hillside Avenue and 29 Washington Avenue, Cambridge, Massachusetts; (vii) acquisition, renovation and rehabilitation of a 224,666 square foot building and related parking facilities known as the Porter Exchange building located at 1815 Massachusetts Avenue, Cambridge, Massachusetts, excluding therefrom that portion of the building used for retail and commercial space; and (viii) acquisition and renovation of a 29,284 building located at 815 Somerville Avenue, Cambridge, Massachusetts; and

(b) improvements to the Institution's Campus, including: (i) interior and exterior renovations at 101 Brattle Street to make the building compliant with the Americans with Disabilities Act ("ADA") and to relocate the Advancement Office; (ii) interior and exterior renovations at 99 Brattle Street to make the building and bathrooms ADA compliant and installation of communications equipment and wiring; (iii) interior renovations at 34 Mellen Street including sound and lighting improvements and installation of a dedicated HVAC system; (iv) landscaping at 89 Brattle Street; (v) interior and exterior renovations at 31 Everett Street to make the building ADA compliant; (vi) certain working capital expenditures associated with the Project, including costs of issuance and swap termination payments relating to the Series 2003 Bonds; and (vii) other miscellaneous capital improvements to the Institution's Campus, as well as Foss Park located in Somerville, Massachusetts, bounded by Fellsway W. to the north, Mystic Avenue to the east, Broadway to the west and McGrath Highway to the south, included or to be included in the Institution's capital plan over the next three years (the "2011 Refinancing").

The maximum aggregate principal amount of the Bonds for the financing and/or refinancing of the 2011 Refinancing is \$60,000,000.

The Bonds will not constitute a general obligation of, or a pledge of the faith and credit of MassDevelopment or a general obligation of, or a debt or pledge of the faith and credit of The Commonwealth of Massachusetts.

Interested persons wishing to express their views on such project and the proposed issuance of revenue bonds to finance and refinance the costs of such project will be given the opportunity to do so at the public hearing or may, prior to the time of the public hearing, submit their views in writing to Massachusetts Development Finance Agency, 99 High Street, 11th Floor, Boston, Massachusetts 02110.

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