

Higher Education Finance

Miller Canfield's Higher Education Finance team represents most of the public universities in Michigan as well as a number of public and private colleges and universities and community colleges throughout the Midwest. Whether we are helping a client find the best way to finance new campus facilities, evaluate public-private partnerships or other alternative financing structures, or comply with federal tax law and its complexities, we do so with a full understanding of the web of considerations faced by institutions of higher learning.

Members of Miller Canfield's Higher Education Finance team work closely with our Higher Education industry team, which includes highly skilled attorneys from virtually every practice group in the firm, each with deep knowledge of their respective areas of law and a wealth of experience applying that knowledge to the unique legal, political and practical challenges facing higher education clients.

Miller Canfield's Higher Education Finance team advises universities and colleges on an array of financing transactions, including fixed- and variable-rate tax-exempt and taxable bond issues, commercial paper programs, master lease transactions, operating and cashflow borrowings, interest rate swaps and other derivatives transactions, and project financings.

In addition to serving as bond counsel, we serve as underwriter's counsel to leading national and regional investment banking firms in the underwriting of tax-exempt and taxable obligations issued by or on behalf of institutions of higher education. We also serve as counsel to banks and other financial institutions providing credit or liquidity support for higher education financing.

Representative Matters

Public Universities

Miller Canfield attorneys have been active in public college and university finance since the 1920s. We have developed a number of financing tools and structures for our public higher education clients, including the general revenue structure now used by all public universities in Michigan. During the last 30 years, our attorneys have played a role in nearly every major financing transaction by a public university in Michigan. As bond counsel, we have assisted public universities in financing numerous essential and transformative projects, including:

- STEM teaching and learning facilities and other academic buildings
- Research centers
- Academic medical centers and clinical facilities
- Student living centers, including dormitories and student apartments
- Student unions and welcome centers
- Athletic facilities, including stadia, arenas and intramural facilities
- Power plants

Continued

Recently, we represented the University of Michigan in a \$2.1 billion century bond deal, which was the largest of its kind ever issued in the higher education sector and the university's first green-designated bond. We also represented Michigan State University in its first century bond, making the university one of a very small number of nonprofit higher education borrowers to issue bonds with a 100-year maturity.

Private Colleges and Universities and Independent Schools

Miller Canfield has a history serving as bond counsel to the Michigan Finance Authority and local economic development corporations in financing for private non-profit colleges and universities and independent schools. Our attorneys in Michigan and Illinois regularly help institutions understand and evaluate proposals for structures and terms of financing.

Community Colleges

Miller Canfield offers legal assistance for the specific general and financing needs of community colleges. Among these special areas are:

- Voted and non-voted bonds and notes
- Job training bonds
- Installment purchase agreements
- State aid
- Millage proposals including elections and campaign finance compliance
- Real estate development, including public-private partnership arrangements

Public-Private Partnerships

- Miller Canfield served as external transaction counsel to a public university in connection with the negotiation of a 40-year student housing partnership. The project includes the construction by the concessionaire of new on-campus student housing facilities and the privatization of existing on-campus student housing facilities. Miller Canfield advised the client throughout the course of the transaction, including developer interview and selection, transaction structuring and evaluation, and review and negotiation of the concession agreement and related project and transaction documents.
- We served as legal counsel to a public university in connection with a 75-year partnership for the construction and management of six resident living-learning community buildings, together with a lodge for student gatherings, multipurpose meeting spaces, a tutoring center and classrooms. The \$80 million total cost of the project is being funded with 100% developer equity. Miller Canfield advised the university on all aspects of the project, including developer selection, transaction structuring and evaluation, negotiation of legal documents and financial close.