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**DA2609**

September 6, 2016

**CHANCELLOR—UC MERCED**

**Delegation of Authority - Authorization to Execute Documents Materially Consistent with the Project Agreement and Commercial Terms for the 2020 Project, Merced Campus**

The November 2015 Regents' item (J2) for the Merced 2020 Project (Project) includes the following approved action:

The President, in consultation with the General Counsel, be authorized to approve and execute the Project Agreement materially consistent with the commercial terms approved by the Regents, and execute all documents necessary to implement the Project Agreement and the 2020 Project.

In July 2016, The Regents approved the design, financing, budget, and commercial terms of the Project Agreement. The Project Agreement governs the rights and obligations of the University and the selected developer with respect to the design, construction, financing, operation, and maintenance of the Project. On August 9, 2016, I executed the Project Agreement.

The Project will design, build, finance, operate, and maintain approximately 790,000 assignable square feet of capital facilities at the Merced campus, with the first set of facilities available in the 2018-19 academic year, the second set of facilities by the 2019-20 academic year, and substantial completion of the Project in 2020.

Plenary Properties Merced (PPM) is a development consortium that has been selected to deliver the Project following a competitive Request for Proposals procurement process. Implementation of the Project required the execution of a


Project Agreement between the University and PPM, as well as the completion of a Financial Close process that ensured all related project and financing agreements had been signed and that all required conditions contained in them had been met.

The services and deliverables under the Project Agreement include master planning, design, engineering and construction development, scheduling and, mobilization, as well as work related to operations and maintenance. Delays in completing and satisfying the Project Agreement's deliverables and obligations would significantly impede the University's objectives in pursuing this project.

Satisfaction of the University's obligations under the Project Agreement will require timely resolution and final action on multiple documents, agreements, change orders, and contracts associated with the design, construction, operations, and maintenance of the Project.

Effective immediately, I redelegate authority to you to approve and execute all documents, agreements, change orders, and contracts materially consistent, as determined by the Office of General Counsel, with the commercial terms approved by The Regents and the Project Agreement executed between the University and PPM. The Chancellor's authority to implement any changes to the Project shall be constrained by the scope approved by The Regents at their July 2016 meeting (Item J1). All re-delegations described and authorized in this memorandum must be done in writing, with a copy provided to the University's Executive Vice President—Chief Financial Officer and the Office of General Counsel.

The campus shall provide monthly updates on the Project to the Office of the President's Capital Planning Unit. The monthly updates shall include: status of First, Second, and Third Delivery Facilities; remaining contingency; the number and dollar value of executed change orders and change order requests; descriptions of all documents executed; and other pertinent information associated with the Project.

  
Janet Napolitano  
President

cc: Division Leaders  
Associate Vice President—Capital Asset Strategies and Finance  
Associate Vice President—Budget Analysis and Planning  
Associate Vice Chancellors, UC Merced  
Universitywide Policy Office