

Special

January 30

5:30 P.M.

2018

ROLL CALL

Notice of this meeting was given in accordance with the provisions of Policy BD of the Green Local Board of Education, which were adopted in accordance with Section §121.22 of the Ohio Revised Code and the Ohio Administrative Procedures Act.

Sandi Cherry-Present **Rusty Gleim** -Present **Amber McCalvin**- Present **Keith Otworth**-Present **Sandi Poe** - Present

Motion #1 Amber McCalvin moved to retire to executive session to discuss the proposed Green Local Teachers' Association (GLTA) and Board of Education Collective Bargaining Agreement (CBA).resolution for the construction of a bus garage and compensation of district personnel. Sandi Poe seconded the motion.

Entered 5:31pm

Sandi Cherry Yes **Rusty Gleim** Yes **Amber McCalvin**-Yes **Keith Otworth**- Yes **Sandi Poe** - Yes
The president declared the motion carried.

Motion #2 Keith Otworth moved to resume the regular public session meeting. Sandi Poe seconded the motion.

Re-Entered 7:12pm

Sandi Cherry Yes **Rusty Gleim** Yes **Amber McCalvin**-Yes **Keith Otworth**- Yes **Sandi Poe** - Yes
The president declared the motion carried.

Motion #3 Amber McCalvin moved to employ substitute teacher as recommended by the County Superintendent. Sandi Poe seconded the motion.

Sandi Cherry Yes **Rusty Gleim** Yes **Amber McCalvin**-Yes **Keith Otworth**- Yes **Sandi Poe** - Yes
The president declared the motion carried.

Motion #4 Amber McCalvin moved that the FY 2017 Supplemental Salary for High School Yearbook Sponsor be split equally between Erica Eddleman and Ann Everman due to a circumstance that impacted Mrs. Eddleman's completion of duties. Keith Otworth seconded the motion.

Sandi CherryYes **Rusty Gleim** Yes **Amber McCalvin**-Yes **Keith Otworth**- Yes **Sandi Poe** - Yes
The president declared the motion carried.

Motion #5 Rusty Gleim moved to ratify the purposed Negotiated agreement between the Green Local Teachers' Association and the Green Local Board of Education (January 1, 2018 – June 30, 2021) Sandi Poe seconded the motion.

Sandi CherryYes **Rusty Gleim** Yes **Amber McCalvin**-Yes **Keith Otworth**- Yes **Sandi Poe** - Yes
The president declared the motion carried.

Motion #6 Sandi Poe moved to authorize the authorize the Superintendent to execute a Memorandum of Understanding (MOU) between OAPSE) # 752 and the Green Local Board of Education for the purpose of reciprocal employee wages and bonuses as detailed in the GLTA Negotiated agreement. Sandi Poe seconded the motion.

Sandi CherryYes **Rusty Gleim** Yes **Amber McCalvin**-Yes **Keith Otworth**- Yes **Sandi Poe** - Yes
The president declared the motion carried

Motion #7

Amber McCalvin moved that the Board of Education pass the following Lease-Purchase Resolution authorizing the Green Local School District to enter into a base lease of school district land and facilities, and a lease of the same back to the Green Local Board of Education of the school district, for the purpose of constructing, improving, furnishing and equipping school facilities, including constructing a new bus garage; and approving the

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execution of a base lease agreement and lease-purchase agreement and other documents relating thereto; and approving related matters. Sandi Poe second the motion

WHEREAS, Ohio Revised Code (the "Revised Code") Section 3313.375 provides that the board of education of a school district may enter into a lease-purchase agreement providing for the construction, enlarging or other improvement, furnishing, and equipping of facilities or improvements to facilities for any school district purpose, and, in conjunction therewith, may grant a lease for land or facilities under the board's control for a series of one-year renewable lease terms totaling not more than the number of years equivalent to the useful life of the asset and in no event more than 30 years; and

WHEREAS, Revised Code Section 3313.375 further provides that the obligations of the board of education of the school district under such a lease-purchase transaction shall not be construed as net indebtedness of that school district pursuant to Revised Code Section 133.06; and

WHEREAS, the Board has determined that it is advisable and in the best interest of the School District to construct, improve, furnish and equip school facilities, including constructing a new bus garage (the "Project"); and

WHEREAS, it will be necessary for the Board to enter into a lease-purchase transaction in accordance with the provisions of Revised Code Section 3313.375 in order to provide financing for the Project, and the Board has determined that it is advisable to enter into a base lease and lease-purchase agreement (the "Lease") and such other documents as are necessary to effectuate this lease-purchase transaction in accordance with Revised Code Section 3313.375 and the laws of the State of Ohio; and

WHEREAS, the estimated cost of the Project will not exceed \$600,000;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF EDUCATION OF THE GREEN LOCAL SCHOOL DISTRICT, SCIOTO COUNTY, OHIO, THAT:

1. It is hereby determined to be necessary and in the best interest of the inhabitants of the School District, and the Board hereby agrees to enter into a lease-purchase arrangement with such Lessor as shall provide the most advantageous terms for financing the Project (the "Lessor") as shall be determined by the Treasurer of the Board (the "Treasurer") on behalf of the Board.
2. The Board shall convey to the Lessor a leasehold interest in the real property and any improvements thereon upon which the Project is to be constructed (the "Project Site") pursuant to the Lease, which conveyance shall conform to the requirements of Revised Code Section 3313.375.
3. The Board shall sublease the Project Site and related grounds, including the Project, from the Lessor pursuant to the Lease. The Lease shall require the Board to acquire or cause to be acquired the Project on the Project Site, and the Lease shall provide, among other things, for payments (the "Base Rent") from the Board to the Lessor.

Base Rent shall be payable in periodic installments over the term of the Lease, in such amounts and at such times as shall be determined by the Treasurer and reported to this Board, provided that the interest component of the actual Base Rent payments shall not exceed in any year the amounts that would be required if the applicable interest rate were 5.00% per annum applied on a principal amount of not to exceed \$600,000. The term of the Lease shall be for one initial term and such one-year (or partial-year for the final renewal term) renewal terms as shall be determined by the Treasurer and reported to this Board; provided, however, that the sum of the initial term and all renewal terms may not exceed the number of years equivalent to the useful life of the Project as determined by the Treasurer and in no event more than 30 years. The Lease shall provide for termination in the event the Board fails to appropriate funds adequate to pay rent due with respect to any renewal term.
4. The President of the Board (the "President") and the Treasurer are hereby authorized and directed (i) to take such action (including, but not limited to, hiring such professionals or consultants as may be needed to facilitate the financing of the Project as set forth herein) and (ii) to execute and deliver on behalf of the Board the Lease and such additional instruments, agreements, certificates, and other documents as may be in their discretion necessary or appropriate in order to carry out the intent of this Resolution. Such documents, including the Lease, shall be in a form substantially consistent with the terms of this Resolution, as such officers in their discretion shall deem necessary or appropriate. If required by the Lessor, the leasehold interests described in Sections 2 and 3 of this Resolution may be separately conveyed through two different leases.
5. The Board agrees to execute and perform the Lease in accordance with its terms. The Board agrees to comply with the terms and conditions of any additional instruments, agreements, certificates, and other documents relating to the Lease as shall be deemed, by the Treasurer or the President, in their discretion, necessary or appropriate in connection with the financing described in this Resolution.
6. Nothing in the Lease or any related instruments, agreements, certificates, and other documents shall constitute or be construed or deemed to constitute a debt or bonded indebtedness or a general obligation of the School District, the Board, or any agency of the School District. Neither the taxing power nor the full faith and credit of the School District are pledged or shall be pledged for the payment or security of the Lease or any other related instruments, agreements, certificates, and other documents.
7. The Board hereby covenants that it will comply with all existing and future laws applicable to the exemption of interest portion of the rent due on the Lease from federal income taxation. The Board further covenants that it will restrict the use of the proceeds of the Lease in such manner and to such extent, if any, as may be necessary, after taking into account reasonable expectations at the time the Lease is executed, so that it will not constitute an arbitrage bond under Section 148 of the Internal Revenue Code of 1986, as amended (the "Code"), and the regulations prescribed thereunder (the "Regulations").

The Treasurer is hereby authorized and directed (a) to make or effect any election, selection, designation, choice, consent, approval or waiver on behalf of the Board with respect to the Lease as permitted or required to be made or given under the federal income tax laws, for the purpose of assuring, enhancing or protecting favorable tax treatment or the status of the Lease or interest thereon or assisting compliance with requirements for that purpose, reducing the burden or expense of such compliance, reducing any rebate amount or any payment of penalties, or

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making any payments of special amounts in lieu of making computations to determine, or paying, any excess earnings as rebate, or obviating those amounts or payments, as determined by the Treasurer, which action shall be in writing and signed by the Treasurer, on behalf of the Board; (b) to take any and all actions, make or obtain calculations, and make or give reports, covenants and certifications of and on behalf of the Board and the School District, as may be appropriate to assure the status of the Lease as tax-exempt obligations; and (c) to give an appropriate certificate on behalf of the Board, for inclusion in the transcript of proceedings, setting forth the facts, estimates and circumstances, and reasonable expectations of the Board pertaining to Section 148 and the Regulations, and the representations, warranties and covenants of the Board regarding compliance by the Board with Sections 141 through 150 of the Code and the Regulations, as applicable.

The Treasurer shall cause to be kept and maintained adequate records pertaining to investment of all proceeds of the Lease sufficient to permit, to the maximum extent possible and presently foreseeable, the Board and the School District to comply with any federal law or regulation now or hereafter having applicability to the Lease which limits the amount of Lease proceeds which may be invested at an unrestricted yield or requires the Board and the School District to rebate arbitrage profits to the United States Department of the Treasury. The Treasurer is hereby authorized and directed to file such reports with, and rebate arbitrage profits to, the United States Department of the Treasury, to the extent that any federal law or regulation having applicability to the Lease requires any such reports or rebates.

8. The Board hereby approves of the appointments of the law firm of Bricker & Eckler LLP to serve as special counsel and Robert W. Baird & Co., Inc. to serve as a placement agent to the School District with respect to the lease-purchase transaction described herein. The respective fees to be paid to such firms shall be subject to review and approval by the Treasurer and shall not exceed the fees customarily charged for such services.

9. All proceeds received by the School District from the Lessor are hereby appropriated for the payment of the costs of the Project and for the payment of fees related to the financing of the Project pursuant to the Lease and as set forth in this Resolution, which fees may include, but are not limited to, the fees of Bricker & Eckler LLP, as special counsel, the placement agent fees of Robert W. Baird & Co., Inc., recording fees, and any fees of the Lessor (including legal fees of counsel to the Lessor).

There is further appropriated, from unappropriated funds to be deposited or currently on deposit in the permanent improvement fund and/or the general fund of the School District, a sum not to exceed \$20,000.00 to pay the cost of lease payments due or coming due under the Lease for the initial lease term ending June 30, 2018.

10. It is hereby found and determined that all formal actions of this Board concerning and relating to the adoption of this Resolution were adopted in an open meeting of this Board, and that all deliberations of this Board and of any of its committees that resulted in such formal action were in meetings open to the public in compliance with all legal requirements, including Revised Code Section 121.22.

Sandi Cherry Yes **Rusty Gleim** Yes **Amber McCalvin** – **Yes** **Keith Otworth** – **Yes** **Sandi Poe** – **Yes**
The president declared the motion carried.

Motion #8 Rusty Gleim moved that the Board of Education pass a resolution approving a written post-issuance compliance policy in connection with the issuance of tax-exempt and tax-preferred obligations by the school district. Keith Otworth seconded the motion

WHEREAS, the School District has previously issued, or intends to issue in the future, bonds and other obligations for the purpose of financing and refinancing various capital improvements in the School District; and

WHEREAS, such obligations were issued, or will be issued as, tax-exempt and tax-preferred obligations (collectively, the "Obligations") under the Internal Revenue Code of 1986, as amended; and

WHEREAS, in connection with the issuance of the Obligations, it is advised that the Board have a formal written policy outlining the policies and procedures necessary to promote compliance with federal income tax and securities laws, as well as the requirements set forth in the documents for each issue of Obligations; and

WHEREAS, the Board desires to formally approve a written policy outlining such policies and procedures;

NOW THEREFORE, BE IT RESOLVED by the Board of Education of the Green Local School District, Scioto County, Ohio, that:

Section 1 Approval of Written Post-Issuance Compliance Policy. The Board hereby approves a written post-issuance compliance policy (the "Policy") in connection with the issuance of the Obligations of the School District. On behalf of the Board, the Treasurer is hereby authorized to execute the Policy, which Policy shall be in the form attached hereto as EXHIBIT A. The Treasurer is also hereby authorized to execute any other documents necessary in connection with the Policy. The Treasurer's execution of such documents shall be conclusive evidence of the Board's approval of such documents.

Section 2 Open Meeting. It is hereby found and determined that all formal actions of the Board concerning and relating to the adoption of this Resolution were adopted in an open meeting of the Board, and that all deliberations of the Board and of any of its committees that resulted in such formal action were in meetings open to the public in compliance with all legal requirements, including Section 121.22 of the Ohio Revised Code.

Sandi Cherry Yes **Rusty Gleim** Yes **Amber McCalvin** – **Yes** **Keith Otworth** – **Yes** **Sandi Poe** – **Yes**
The president declared the motion carried.

Motion #9 Keith Otworth moved that the Board of Education approve reciprocal compensation for non-union staff and administration as detailed in the GLTA negotiation agreement with the exception of the \$2,000. Bonus in FY 20. Rusty Gleim seconded the motion.

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The president declared the motion carried

Motion #10 Keith Otworth moved to amend the monthly meeting dates as followed: Amber McCalvin seconded the motion.

| | |
|-------------------|--------------------|
| January 9, 2018 | July 17, 2018 |
| February 20, 2018 | August 21, 2018 |
| *March 13, 2018 | September 18, 2018 |
| April 17, 2018 | October 16, 2018 |
| May 15, 2018 | November 20, 2018 |
| June 19, 2018 | December 18, 2018 |

Sandi Cherry Yes **Rusty Gleim** Yes **Amber McCalvin** Yes **Keith Otworth** Yes **Sandi Poe** Yes
The president declared the motion carried.

Motion #11 Amber McCalvin moved to approve an out-of-state band field trip on February 23, 23018 to Marshall University in Huntington, WV Sandi Poe seconded the motion.

Sandi Cherry Yes **Rusty Gleim** Yes **Amber McCalvin** Yes **Keith Otworth** Yes **Sandi Poe** Yes
The president declared the motion carried.

Motion #12 Rusty Gleim moved to adjourn the Board Of Education Meeting. Sandi Poe seconded the motion.

Time 7:20pm

Sandi Cherry Yes **Rusty Gleim** Yes **Amber McCalvin** Yes **Keith Otworth** Yes **Sandi Poe** Yes
The president declared the motion carried.

Signed _____

Attested _____