

ROCKY RIVER CITY SCHOOL DISTRICT
Office of the Superintendent of Schools

**SPECIAL MEETING OF THE
BOARD OF EDUCATION**

**Thursday, July 1, 2010
3:00 pm**

**Fireside Room
Beach Education Center
1101 Morewood Parkway
Rocky River, OH 44116**

AGENDA

A. REGULAR BUSINESS

1. CALL TO ORDER

2. ROLL CALL

3. ADOPTION OF AGENDA

BE IT RESOLVED by the Board of Education of the Rocky River City School District that it hereby adopts this Agenda, including any addendum attached hereto, for its Special Meeting of the Board of Education, July 1, 2010.

4. RESOLUTION AUTHORIZING THE EXECUTION OF PROPERTY SCHEDULE NO.3 TO AN EXISTING MASTER TAX-EXEMPT LEASE/PURCHASE AGREEMENT WITH KEY GOVERNMENT FINANCE, INC., AS LESSOR, AND THE BOARD OF EDUCATION, AS LESSEE

WHEREAS, Ohio Revised Code § 3313.37 provides that the board of education of a school district may enter into a lease-purchase agreement providing for acquisition of computer hardware and software for instructional purposes, and for office equipment, subject to certain conditions; and

WHEREAS, Ohio Revised Code § 3313.375 provides that the board of education of a school district may enter into a lease-purchase agreement providing for the improvement and equipping of a building or buildings for school district purposes, subject to certain conditions; and

WHEREAS, this Board heretofore determined to provide for the lease and eventual acquisition of computer hardware and software for instructional purposes and necessary appurtenances pursuant to a Master Tax-Exempt Lease/Purchase Agreement (the "Master Lease"), and Property Schedule No. 1 thereto, between Key Government Finance, Inc. ("Key"), as lessor, and the Board, as lessee, dated September 11, 2008; and

WHEREAS, this Board subsequently determined to provide for the improvement and equipping of a building or buildings for school district purposes by the acquisition and installation of certain computer equipment pursuant to the Master Lease and Property Schedule No. 2 thereto, dated December 22, 2008; and

WHEREAS, this Board has determined again to provide for the improvement and equipping of a building or buildings for school district purposes by the acquisition and installation of computer equipment pursuant to the Master Lease and Property Schedule No. 3 thereto; and

WHEREAS, the obligations of the Board under Property Schedule No. 3 are subject to annual appropriations by this Board;

NOW, THEREFORE, BE IT RESOLVED by the Board of Education of the Rocky River City School District, County of Cuyahoga, State of Ohio, that:

Section 1. The President and the Treasurer of the Board are hereby authorized to sign and deliver, in the name of and on behalf of the School District, the aforesaid Property Schedule No. 3 substantially in the form on file with the Treasurer. The form of Property Schedule No. 3 is approved with such changes therein that are not materially inconsistent with this Resolution and not substantially adverse to the School District and that are permitted by law and shall be approved by the officers signing Property Schedule No. 3, provided that the aggregate principal components of the rental payments due under Property Schedule No. 3 shall not exceed **\$100,000.00**, the interest component of those rental payments shall accrue at an annual rate not in excess of **5.75%**, the final renewal term of Property Schedule No. 3 shall end not later than **4 years** from the commencement date of Property Schedule No. 3, and the principal components of the Base Rent shall be **subject to prepayment without penalty** as shown on Property Schedule No. 3 on file. The approval of such changes, and that such changes are not materially inconsistent with this Resolution and not substantially adverse to the School District, shall be conclusively evidenced by the signing of Property Schedule No. 3 by such officer. The President, Vice-President and Treasurer of the Board, and the Superintendent, are each further authorized to sign any certifications, financing statements, documents, and instruments, including an escrow agreement, if applicable, and to take such other actions as are desirable, advisable, necessary, or appropriate to consummate the transactions contemplated by this Resolution and Property Schedule No. 3. The aforesaid escrow agreement is hereby approved in substantially the form as is now on file with this Board, with such changes that are not inconsistent with this Resolution and not substantially adverse to the School District that are approved by the Treasurer on behalf of this Board, all of which shall be conclusively evidenced by the signing of the escrow agreement by the Treasurer.

Section 2. The Lease Proceeds pertaining to and as defined in Property Schedule No. 3, shall be paid into the proper fund or funds as provided in Property Schedule No. 3, and those proceeds are appropriated and shall be used for the purpose for which Property Schedule No. 3 is authorized and are hereby appropriated for that purpose.

Section 3. This Board covenants that it will use, and will restrict the use and investment of, the Lease Proceeds in such manner and to such extent as may be necessary so that (a) the obligations of the School District under Property Schedule No. 3 will not (i) constitute private activity bonds, arbitrage bonds or hedge bonds under Sections 141, 148 or 149 of the Internal Revenue Code of 1996, as amended, or (ii) be treated other than as bonds to which Section 103(a) of the Code applies, and (b) the interest thereon will not be treated as a preference item under Section 57 of the Code.

This Board further covenants (a) that it will take or cause to be taken such actions which may be required of it for the interest components of the Basic Rent ("Interest") to be and remain excluded from gross income for federal income tax purposes, (b) that it will not take or authorize to be taken any actions which would adversely affect that exclusion, and (c) that it, or persons acting for it, will, among other acts of compliance, (i) apply the Lease Proceeds to the governmental purpose of the borrowing, (ii) restrict the yield on investment property acquired with the Lease Proceeds, (iii) make timely and adequate rebate payments to the federal government if required to do so, (iv) maintain books and records and make calculations and reports, and (v) refrain from certain uses of Lease Proceeds and, as applicable, of property financed with such proceeds, all in such manner and to the extent necessary to assure such exclusion of that Interest under the Code.

The Treasurer, as the fiscal officer, or the President or Vice President of the Board, is hereby authorized (a) to make or effect any election, selection, designation, choice, consent, approval, or

waiver on behalf of the Board with respect to Property Schedule No. 3 as the Board is permitted or required to make or give under the federal income tax laws, including, without limitation thereto, any of the elections provided for in Section 148(f)(4)(C) of the Code or available under Section 148 of the Code, for the purpose of assuring, enhancing or protecting favorable tax treatment or status of Property Schedule No. 3 or Interest or assisting compliance with requirements for that purpose, reducing the burden or expense of such compliance, reducing the rebate amount or payments of penalties, or making payments of special amounts in lieu of making computations to determine, or paying, excess earnings as rebate, or obviating those amounts or payments, as determined by that officer, which action shall be in writing and signed by the officer, (b) to take any and all other actions, make or obtain calculations, make payments, and make or give reports, covenants and certifications of and on behalf of the Board, as may be appropriate to assure the exclusion of Interest from gross income and the intended tax status of Property Schedule No. 3, and (c) to give one or more appropriate certificates of the Board, for inclusion in the transcript of proceedings for Property Schedule No. 3, setting forth the reasonable expectations of the Board regarding the amount and use of all the proceeds of Property Schedule No. 3, the facts, circumstances and estimates on which they are based, and other facts and circumstances relevant to the tax treatment of the Interest and the tax status of Property Schedule No. 3. The Treasurer is specifically authorized to designate the aggregate of the principal components of the Basic Rent (as defined in Property Schedule No. 3) pertaining to Property Schedule No. 3 payable during all Lease Terms under Property Schedule No. 3 to be "qualified tax-exempt obligations" for purposes of Section 265(b)(3) of the Internal Revenue Code of 1986, as amended, if such designation or determination is applicable and desirable, and to make any related necessary representations and covenants.

Section 4. If and to the extent not appropriated previously, there is hereby appropriated for fiscal year 2011, from unencumbered funds currently on deposit in the general fund of the School District, a sum not to exceed the amount shown in Property Schedule No. 3 as the School District's obligations thereunder for fiscal year 2011, to pay said obligations during said fiscal year.

Section 5. This Board hereby finds and determines that a true and very real need exists for the Leased Property described in Property Schedule No. 3 and that said Leased Property will be used solely for essential governmental functions and not for private business use.

Section 6. This Board has taken, or will have taken by the effective date of Property Schedule No. 3, the necessary steps to arrange for the acquisition and installation of the Leased Property described in Property Schedule No. 3.

Section 7. 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 those formal actions were in meetings open to the public, in compliance with the law.

Section 8. This Resolution shall be in full force and effect from and immediately upon its adoption.

B. SUPERINTENDENT'S REPORT

1. Appointments -- Certificated Staff*

(CERTIFICATED STAFF FOR THE 2010-2011 SCHOOL YEAR)*

<u>Name</u>	<u>Position</u>	<u>Effective Date</u>	<u>Rate of Pay</u>
Laura Daugstrup BA+9, Step 3	Teacher 1.0 F.T.E.	8/27/10	\$44,240
Dana Judson BA, Step 2	Teacher 1.0 F.T.E.	8/27/10	\$41,356
Suzanne Toppel MA, Step 4	Teacher 1.0 F.T.E.	8/27/10	\$49,548

(SUBSTITUTE TEACHERS FOR THE 2010-2011 SCHOOL YEAR)*

Name

Vern Sharbaugh

2. Appointments -- Support Personnel*

(SUPPORT STAFF FOR THE 2010-2011 SCHOOL YEAR)*

<u>Name</u>	<u>Classification</u>	<u>Effective Date</u>	<u>Rate of Pay</u>
Kathleen Brown Pay Range G, Step 1	Lunchroom Monitor	8/27/10	\$11.67/hr.

(OCCASIONAL EMPLOYEES - SUPPORT STAFF FOR THE 2010-2011 SCHOOL YEAR)*

Name

Nicki Hazeldine

* Employment conditional upon receipt of a negative drug test screening and a satisfactory criminal reference check

3. Adjustments in Salary and Assignments

It is recommended that the following adjustments in salary be made on the basis of further training or experience:

<u>Name</u>	<u>New Classification</u>	<u>Semester Hours</u>	<u>Step</u>	<u>Effective Date</u>
Jennifer Norman	MA+36		7	6/18/10
Emily Ogilvy	BA+18		3	8/27/10

4. Resolution to Accept Gifts to Schools

BE IT RESOLVED by the Board of Education of the Rocky River City School District that, in accordance with **Board Policy 7230 - Public Gift**, the following be and the same is hereby accepted as an absolute and unconditional gift to the Board without any restrictions or reservations as to the future use thereof.

DONOR

Nancy Score
10 River Place
Rocky River, OH 44116

DONATION

A donation in the amount of
\$5,000.00 to be used for the Rocky River
High School Stadium PA System.

C. OTHER BUSINESS

1. RESOLUTION TO ADJOURN

BE IT RESOLVED by the Board of Education of the Rocky River City School District that it hereby adjourn.