

**MINUTES OF THE BOARD MEETING HELD ON  
Monday, January 09, 2017 – 6:00 P.M. – Twin Valley South – Media Center  
Organizational and Regular Board Meeting  
*South Strong – Panther Proud***

The Twin Valley Board of Education met in organizational session and transitioned into regular session on Monday, January 09, 2017 in the Twin Valley South School in West Alexandria, Ohio. The time of the meeting was 6:00 P.M.

**I. OPENING**

**A. Call to Order**

President Pro Tem Randolph called the meeting to order.

**B. Roll Call**

Members present and answering roll call were: Mr. Tim Beneke, Mr. Jason DeLong, Mr. Sean Maggard, Mr. James Pemberton, and Mr. Michael Randolph.

**C. Pledge of Allegiance**

Mr. Maggard led the Pledge of Allegiance.

**D. Invocation**

Mr. Pemberton led the invocation.

**E. District Mission Statement**

Mr. Beneke read the District Mission Statement.

**F. Adoption of the Agenda**

Resolution 01.17 Motion was made by Mr. Maggard, seconded by Mr. DeLong, to approve the January 09, 2017 Organizational Board Meeting Agenda.

Roll Call:

Yes: All

No: None

President Pro Tem Pemberton declared the motion carried 5-0.

**II. NEW BUSINESS**

**A. Nomination(s)/Election for President of the Board**

Resolution 02.17 Motion was made by Mr. Pemberton, seconded by Mr. Maggard, to nominate Mike Randolph for the office of President of the Board of Education for the Twin Valley Community Local School District.

Roll Call:

Yes: Mr. Beneke, Mr. DeLong, Mr. Maggard, Mr. Pemberton.

No: None

Abstained: Mr. Randolph

President Pro Tem Randolph declared the motion carried 4-0-1.

Oath of office administered to President by Treasurer, Tearalee Riddlebarger.

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B. Nomination(s)/Elections for Vice President of the Board

Resolution 03.16 Motion was made by Mr. Beneke, seconded by Mr. Maggard, to nominate Jason DeLong for the office of Vice President of the Board of Education for the Twin Valley Community Local School District.

Roll Call:

Yes: Mr. Beneke, Mr. Maggard, Mr. Pemberton, Mr. Randolph.

No: None

Abstained: Mr. DeLong

President Randolph declared the motion carried 4-0-1.

Oath of office administered to Vice President by Treasurer, Tearalee Riddlebarger.

**III. ADOPTION OF CONSENT CALENDAR – ADMINISTRATIVE**

Resolution 04.17 Motion was made by Mr. Beneke, seconded by Mr. Pemberton, that Consent Calendar - Administrative –Item A through Item Q be approved.

Roll Call:

Yes: All

No: None

President Pemberton declared the motion carried 5-0.

A. The Twin Valley Board of Education will have their regular meetings at 6:00pm on the following dates during the 2017 calendar year:

Monday, February 27, 2017

Monday, July 24, 2017

**Monday, March 20, 2017**

Monday, August 28, 2017

Monday, April 24, 2017

Monday, September 25, 2017

**Tuesday, May 23, 2017**

Monday, October 23, 2017

Monday, June 26, 2017

**Monday, December 4, 2017**

B. Consideration of work session board meetings prior to regular board meetings.

C. Established rate of Board Member Compensation at \$80.00 per meeting for each Board Member for each meeting of 2017, not to exceed 24 meetings in a calendar year.

D. Set the Board Service Fund of \$3,000 for Fiscal 2017.

E. Set the Bond for Treasurer at \$50,000 effective from the Organizational Meeting in 2017 to the Organizational Meeting in 2018 (Cincinnati Insurance).

F. Set the Faithful Performance Bond for 2017 with Westfield Insurance Company in the amount of \$10,000 per person for the Board, Administrators, and Athletic Director.

G. Set the 2017 rate of reimbursement for mileage at the IRS rate (presently .535 cents) per mile for school district business.

H. Designated The Register Herald as official newspaper of the District.

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- I. Appointed legal counsel for calendar year 2017 in accordance with the Ohio Revised Code 3313.203 and 3313.47 as follows:
  - a. Bricker and Eckler
  - b. Frost Brown Todd
  - c. Dinsmore
- J. Appointed the Superintendent, Mr. Robert O. Fischer as 2017 Purchasing Agent for the District.
- K. Appointed Mr. Robert O. Fischer as 2017 Title IX Compliance Officer.
- L. Appointed Mr. Tim Beneke 2017 Legislative Liaison.
- M. Appointed Mr. Jim Pemberton 2017 Student Achievement Liaison.
- N. Appointed Mr. Sean Maggard 2017 District Athletic Council Liaison.
- O. Approved Participation in Federal Programs as applicable for 2017.
- P. Approved standing authorizations for the Superintendent:
  - a. To employ temporary personnel and accept resignations
  - b. To enter into contractual agreements for services as needed in emergency situations
  - c. To approve applications for professional meetings which conform to established Board Policies and are within appropriations for such activities
  - d. To apply for grants as available
  - e. To be Board's designee for appeals of student suspensions
- Q. Authorized the Board President to waive the reading of the minutes of the previous meeting, providing they have been submitted in advance.

**IV. ADOPTION OF CONSENT CALENDAR – FINANCIAL**

Resolution 05.17 Motion was made by Mr. Pemberton, seconded by Mr. Beneke, to approve item A.

Roll Call:

Yes: All

No: None

President Pemberton declared the motion carried 5-0.

- A. Approved the following standing authorizations for the Treasurer:
  - a. To request advances of Tax Settlements
  - b. To invest inactive funds
  - c. To pay all bills, provided that funds are available
  - d. To modify appropriations throughout the year with increasing total fund appropriations
  - e. To advance cash from fund-to-fund to alleviate cash flow difficulties
  - f. To issue blanket purchase orders
  - g. To borrow money, if necessary, for payroll purposes

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**V. ADJOURNMENT**

Resolution 06.17 Motion was made by Mr. Beneke, seconded by Mr. Maggard, that the meeting be adjourned. Meeting adjourned at 6:11 P.M.

Roll Call:

Yes: All.

No: None.

President Pemberton declared the motion carried 5-0.

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**I. OPENING: Regular Meeting**

A. Adoption of the Agenda

Resolution 07.17 Motion was made by Mr. Pemberton, seconded by Mr. Beneke, to approve the January 9, 2017 Regular Board Meeting agenda.

Roll Call:

Yes: All

No: None

President Randolph declared the motion carried 5-0.

**II. APPROVAL OF MINUTES:**

Resolution 08.17 Motion was made by Mr. Maggard, seconded by Mr. Pemberton, that the Minutes of the December 19, 2016 Regular Board meeting be approved.

Roll Call:

Yes: All

No: None

President Randolph declared the motion carried 5-0.

**III. RECOGNITION OF PUBLIC – AGENDA ITEMS ONLY:**

None.

**IV. ADMINISTRATIVE REPORTS**

A. Mr. Jeff Tully – Director of Maintenance/Transportation – Mr. Tully gave his report.

B. Mr. Derrick Myers – Director of Instructional Technology – Mr. Myers gave his report.

**V. BOARD MEMBER COMMENTS**

Mr. Randolph thanked Mr. Pemberton for his two years of service and his extra efforts.

Mr. DeLong concurred and sent thoughts/condolences for National Trail.

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**VI. DISCUSSION/INFORMATION ITEMS**

- A. Board Member Recognition Month
- B. OSBA Policy Revisions: First Reading
  - 1. AC Nondiscrimination
  - 2. ACA/ACAA and ACA-R/ACAA-R Nondiscrimination on the Basis of Sex
  - 3. IIBH District Website
  - 4. JEC School Admission
  - 5. JECAA/JECAA-R Admission of Homeless Students
  - 6. JFCF/JFCF-R Hazing and Bullying
  - 7. JFG Interrogations and Searches
  - 8. JFG-R Interrogations and Searches
  - 9. JHCB Immunizations
  - 10. JO/JO-R Student Records
- C. Review of Treasurer Items (Mrs. Riddlebarger)
- D. Review of New Business and Personnel Items (Mr. Fischer)

**VII. BOARD MEMBER REPORTS**

Mr. Beneke, Legislative Liaison

Mr. Pemberton, Student Achievement Liaison

Mr. Maggard, District Athletic Council Liaison - Mr. Maggard stated that the boys MS Basketball team won by 5.

**VIII. TREASURER'S REPORT**

Resolution 09.17 Motion was made by Mr. Beneke, seconded by Mr. Maggard, to approve items A through F.

Roll Call:

Yes: All

No: None

President Randolph declared the motion carried 5-0.

A. Financial Reports

The Board approved the Financial Reports as submitted.

B. Payment of Bills

The Board approved payment of bills as submitted.

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C. Budget Report Exemption

The Preble county Auditor has exempted all school districts in Preble County from filing a budget report (reference ORC 5705.281). The Treasurer will present all required documents to the Auditor and the Preble County Budget Commission for review in lieu of a budget report including the Twin Valley Community Local School District's Five-Year Forecast, cash balances as of December 2016, and the debt schedule.

D. Establish New Fund

The Board approved the creation of the Class of 2022 fund – 200-9422.

E. Establish New Funds

The Board approved the creation of the following funds for the purposes of the upcoming roof project:

010 - 9107 - Twin Valley Schools - Local Share  
010 - 9109 - Twin Valley Schools - Local Share Interest  
010 - 9108 - Twin Valley Schools - State Share  
010 - 9110 - Twin Valley Schools - State Share Interest  
004 - 9107 - Twin Valley Schools - LFI  
004 - 9109 - Twin Valley Schools - LFI Interest

F. Transfer of Funds

The Board approved the following transfer of funds:

\$677,800 from 001 - 0000 General Fund to 004 - 9107 Twin Valley Schools - LFI  
\$13,202 from 001 - 0000 General Fund to 010 - 9107 Twin Valley Schools - Local Share

**IX. NEW BUSINESS:**

Resolution 10.17 Motion was made by Mr. Pemberton, seconded by Mr. DeLong, to approve items A through E.

Roll Call:

Yes: All

No: None

President Randolph declared the motion carried 5-0.

A. Resolution of Acceptance with Ohio School Facilities Commission

Recommend the board accept the following Ohio School Facilities Commission Classroom Facilities Assistance Program – Segment One Resolution [EXHIBIT A]

*WHEREAS, the Ohio School Facilities Commission (“Commission”) made a determination in favor of proceeding with a Segmented Master Facilities Plan for*

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*Classroom Facilities under ORC Section 3318.03 and conditionally approved a Scope of Project-Segment One for the School District; and*

*WHEREAS, the Ohio Controlling Board approved the determination and conditional approval of the Commission and approved the amount of the State's portion of the Segment One project cost; and*

*WHEREAS, the Commission has certified the State's conditional approval and reservation of funds for the project to this School District's Board of Education pursuant to ORC Section 3318.04 based on the following funds:*

STATE SHARE:	\$732,643
LOCAL SHARE:	\$649,702
TOTAL BUDGET:	\$1,382,345

Project Budget and Shares with Project Agreement LFI of **\$677,800**

STATE SHARE:	\$732,643
LOCAL SHARE:	\$1,327,502
TOTAL BUDGET:	\$2,060,145

*WHEREAS, the 120 day time limitation pursuant to ORC Section 3318.05 has not lapsed since the State's certification of conditional approval.*

*NOW, THEREFORE, BE IT RESOLVED by the Board of Education of the Twin Valley Community Local School District, Preble County, Ohio that the conditional approval as granted by the Commission for the Classroom Facilities–Segment One project be hereby accepted in accordance with the provisions of ORC Section 3318.05.*

*Upon the roll call on the passage of the Resolution, the vote was as follows:*

**B. 2017 – 2018 District Calendar**

The Board approved the 2017 – 2018 District Calendar as presented. [EXHIBIT B]

**C. Professional Development**

The Board approved the overnight professional development for the following individuals to attend the 2017 ACT State Organization Conference in Columbus, Ohio, January 31 – February 2, 2017. All costs associated with the conference will be paid with High Schools that Work grant money.

Jane Cottingim, Nathan Hamblin, Daniel Lewis, Brandy Woodrey

**D. Leadership Conference**

The Board approved attendance to the Ohio FFA 212/360 Leadership Conference held in Columbus, Ohio, January 14-15, 2017.

**E. Note Resolution and General Fund Reserves Transfer**

The Board approved the following:

**AUTHORIZING THE ISSUANCE OF NOT TO EXCEED \$636,500  
PERMANENT IMPROVEMENT TAX ANTICIPATION NOTES.**



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WHEREAS, pursuant to a resolution heretofore duly adopted by the Board of Education of the Twin Valley Community Local School District (hereinafter called the "Board of Education"), County of Preble, Ohio, an election was held on March 15, 2016, under the provisions of Section 5705.21 of the Ohio Revised Code, upon the question of levying a tax in excess of the ten-mill limitation for the purpose of providing funds for permanent improvements of said school district at the rate of two (2.00) mills per one dollar (\$1.00) of valuation for a period of five (5) years, at which election a majority of the electors voting on said proposition voted in favor thereof; and

WHEREAS, the Board of Education deems it necessary to anticipate a fraction of the proceeds of such tax levy in accordance with the provisions of Section 5705.21 of the Ohio Revised Code, and issue notes maturing over a period of not to exceed five (5) years in anticipation of the levy and collection of said taxes in the aggregate principal amount of not to exceed \$636,500 which such amount does not exceed one-half of the estimated proceeds of the levy to be collected over a five (5) year period after note issuance; and

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF EDUCATION OF THE TWIN VALLEY COMMUNITY LOCAL SCHOOL DISTRICT, PREBLE COUNTY, OHIO THAT:

Section 1. That it is necessary to issue notes of the Board of Education in the principal sum of not to exceed \$636,500 (the "Notes"), in anticipation of the levy and collection of a tax for the purpose of general permanent improvements under authority of the general laws of the State of Ohio, particularly Sections 5705.21 and 133.24 of the Ohio Revised Code. The proposed Notes may be issued in a series. Each series of Notes shall be dated their date of issuance. The aggregate amount of said Notes outstanding at any time shall not exceed one-half of the estimated proceeds of the levy to be collected during the five (5) year period following issuance of any series of notes. The Notes shall be issued as Ohio Revised Code Chapter 133 securities and may be subject to optional redemption on the terms stated in the certificate awarding that series of Notes. The proceeds of each series of Notes may be applied to pay financing costs.

Section 2. The Notes shall be designated as "Twin Valley Community Local School District, Preble County, Ohio Permanent Improvement Tax Anticipation Notes, Series 2017" or as otherwise designated by the Treasurer, for the purpose described in the title of this resolution, and shall express upon their faces the purpose for which they are issued and that they are issued in pursuance of the Ohio Revised Code Chapter 133 and Chapter 5705 of the Ohio Revised Code and this resolution.

Section 3. The Notes shall be issued as fully registered securities and may be in book entry form only, in such denominations as shall be determined by the Treasurer, but not exceeding the principal amount of Notes maturing on any one date; shall be numbered consecutively from R-1 upward, as determined by the Treasurer, and shall be dated the date and shall mature on such date as determined by the Treasurer and certified to this Board in a certificate which shall set forth the such other final terms of the Notes as shall be consistent with the provisions of this Resolution.

The Treasurer is hereby authorized and directed to execute on behalf of the School District a Certificate of Treasurer Relating to Terms of Notes (the "Certificate of Treasurer") setting forth

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the final terms of the Notes, consistent with the requirements of this Resolution and forward an executed copy of such Certificate of Treasurer to the Auditor.

Section 4. The par value to be received from the sale of the Notes and any excess funds resulting from the issuance of the Notes shall, to the extent necessary, be used for the retirement of the Notes at maturity, together with interest thereon and is hereby pledged for such purpose.

Section 5. That for the payment of the proposed Notes and the interest thereon, the proceeds of said additional tax levy shall be and are hereby appropriated each year, to the extent necessary. Levy proceeds received by the Treasurer sufficient to pay debt charges on the Notes shall be deposited in a designated account in the District's bond retirement fund in the amounts and at the times required to pay those debt charges.

Section 6. The Notes shall bear interest at such rate per annum as shall be determined by the Treasurer and certified to this Board, provided that such rate shall not exceed five per centum (5%) per annum, based on a 360-day year of twelve 30-day months, payable at maturity. The Notes shall be sold at private sale to Twin Valley Bank or other purchaser (the "Original Purchaser") as the Treasurer shall designate in the Certificate of Treasurer at the purchase price set forth in the Certificate of Treasurer, plus interest accrued interest, if any, to the Original Purchaser.

The Treasurer is hereby authorized and directed to deliver the Notes, when executed, to the Original Purchaser upon payment of the purchase price and accrued interest, if any, to the date of delivery. If required by the Original Purchaser, the Treasurer and the President of the Board, or either of them individually, are authorized to execute on behalf of the Board a Note Purchase Agreement with the Original Purchaser setting forth the conditions under which the Notes are to be sold and delivered, which agreement shall be in such form, not inconsistent with the terms of this Resolution, as the Treasurer shall determine. The proceeds from the sale of the Notes, except the premium and accrued interest thereon, shall be used for the purpose aforesaid and for no other purpose. Any accrued interest received from such sale shall be deposited in the Bond Retirement Fund to be applied to the payment of the principal of and interest on the Notes, or other outstanding obligations of the School District, as permitted by law. Any premium received from the sale of the Notes shall be deposited into such fund and used for such purpose as shall be specified in the Certificate of Treasurer.

Section 7. The Notes shall be executed by the Treasurer and President of the Board, provided that either or both of those signatures may be a facsimile. The Notes shall be payable as to both principal and interest at the designated office of the Note Registrar (as defined herein below) and shall express upon their face the purpose for which they are issued and that the Notes are issued pursuant to this Resolution. No Note shall be valid or become obligatory for any purpose or shall be entitled to any security or benefit under this Resolution unless and until a certificate of authentication, as printed on the Notes, is signed by the Note Registrar as authenticating agent. Authentication by the Note Registrar shall be conclusive evidence that the Notes so authenticated have been duly issued and delivered under this Resolution and are entitled to the security and benefit of this Resolution. The certificate of authentication may be signed by any officer or officers of the Note Registrar or by such other person acting as an agent of the Note Registrar as shall be approved by the Treasurer on behalf of the School District. It shall not be necessary that the same authorized person sign the certificate of authentication on all of the Notes.

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Section 8. The Treasurer is hereby authorized and directed to serve as authenticating agent, note registrar, transfer agent, and paying agent for the Notes (the "Note Registrar"), or to execute on behalf of the Board a Note Registrar Agreement with such bank or other appropriate financial institution as shall be acceptable to the Treasurer and the Original Purchaser, pursuant to which such bank or financial institution shall agree to serve as authenticating agent, note registrar, transfer agent, and paying agent for the Notes. Interest shall be payable at maturity (the "Interest Payment Date") by check or draft mailed to the Registered Owner hereof, as shown on the registration books of the School District maintained by the Note Registrar, at the close of business on the 15th day next preceding the Interest Payment Date (the "Record Date") (unless such date is a non-business day, in which case the Record Date will be the preceding business day). If at any time the Note Registrar shall be unable or unwilling to serve as such, or the Treasurer in such officer's discretion shall determine that it would be in the best interest of the School District for such functions to be performed by another party, the Treasurer may, and is hereby authorized and directed to, enter into an agreement with a national banking association or other appropriate institution experienced in providing such services, to perform the services required of the Note Registrar hereunder. Each such successor Note Registrar shall promptly advise all noteholders of the change in identity and new address of the Note Registrar.

So long as any of the Notes remain outstanding, the School District will cause to be maintained and kept by the Note Registrar, at the office of the Note Registrar, all books and records necessary for the registration, exchange and transfer of Notes as provided in this Section (the "Note Register"). The person in whose name any Note shall be registered on the Note Register shall be regarded as the absolute owner thereof for all purposes. Payment of or on account of the principal of and interest on any Note shall be made only to or upon the order of that person. Neither the School District nor the Note Registrar shall be affected by any notice to the contrary, but the registration may be changed as herein provided. All payments shall be valid and effectual to satisfy and discharge the liability upon the Notes, including the interest thereon, to the extent of the amount or amounts so paid.

Any Note, upon presentation and surrender at the office of the Note Registrar, together with a request for exchange signed by the registered owner or by a person authorized by the owner to do so by a power of attorney in a form satisfactory to the Note Registrar, may be exchanged for Notes of any authorized denomination or denominations equal in the aggregate to the unmatured principal amount of the Notes surrendered, and bearing interest at the same rate and maturing on the same date.

A Note may be transferred only on the Note Register upon presentation and surrender thereof at the office of the Note Registrar, together with an assignment executed by the registered owner or by a person authorized by the owner to do so by a power of attorney in a form satisfactory to the Note Registrar. Upon that transfer, the Note Registrar shall complete, authenticate and deliver a new Note or Notes of any authorized denomination or denominations equal in the aggregate to the unmatured principal amount of the Notes surrendered, and bearing interest at the same rate and maturing on the same date.

In all cases in which Notes are exchanged or transferred hereunder, the School District shall cause to be executed and the Note Registrar shall authenticate and deliver Notes in accordance with the provisions of this Resolution. The exchange or transfer shall be without

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charge to the owner; except that the School District and Note Registrar may make a charge sufficient to reimburse them for any tax or other governmental charge required to be paid with, respect to the exchange or transfer. The School District or the Note Registrar may require that those charges, if any, be paid before it begins the procedure for the exchange or transfer of the Notes. All Notes issued upon any transfer or exchange shall be the valid obligations of the School District, evidencing the same debt, and entitled to the same benefits under this Resolution, as the Notes surrendered upon that transfer or exchange.

Section 9. For purposes of this Resolution, the following terms shall have the following meanings:

"Book entry form" or "book entry system" means a form or system under which (i) the beneficial right to payment of principal of and interest on the Notes may be transferred only through a book entry and (ii) physical Notes in fully registered form are issued only to a depository or its nominee as registered owner, with the Notes "immobilized" to the custody of the Depository, and the book entry is the record that identifies the owners of beneficial interests in those Notes.

"Depository" means any securities depository that is a clearing agency under federal law operating and maintaining, together with its participants, a book entry system to record beneficial ownership of notes and to effect transfers of notes, in book entry form.

The Notes may be initially issued to a Depository for use in a book entry system, and the provisions of this Section shall apply, notwithstanding any other provision of this Resolution: (i) there shall be a single Note of each maturity, (ii) those Notes shall be registered in the name of the Depository or its nominee, as registered owner, and immobilized in the custody of the Depository, (iii) the beneficial owners in book entry form shall have no right to receive Notes in the form of physical securities or certificates; (iv) ownership of beneficial interests in any Notes in book entry form shall be shown by book entry on the system maintained and operated by the Depository, and transfers of the ownership of beneficial interests shall be made only by the Depository and by book entry; and (v) the Notes as such shall not be transferable or exchangeable, except for transfer to another Depository or to another nominee of a Depository, without further action by the School District. Note service charges on Notes in book entry form registered in the name of a Depository or its nominee shall be payable in same day funds delivered to the Depository or its authorized representative upon presentation and surrender of Notes as provided in this Resolution.

The Note Registrar may, with the approval of the School District, enter into an agreement with the beneficial owner or registered owner of any Note in the custody of a Depository providing for making all payments to that owner of principal and interest on that Note or any portion thereof (other than any payment of the entire unpaid principal amount thereof) at a place and in a manner (including wire transfer of federal funds) other than as provided in this Resolution, without prior presentation or surrender of the Note, upon any conditions which shall be satisfactory to the Note Registrar and to the School District. That payment in any event shall be made to the person who is the registered owner of that Note on the date that principal is due, or, with respect to the payment of interest, as of the applicable date agreed upon as the case may be. The Note Registrar will furnish a copy of each of those agreements, certified to be correct by the Note Registrar, to other paying agents for Notes and to the School District. Any payment of

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principal or interest pursuant to such an agreement shall constitute payment thereof pursuant to, and for all purposes of, this Resolution.

The Treasurer is authorized and directed to execute, acknowledge and deliver, in the name of and on behalf of the School District, if requested, a letter agreement among the School District, the Note Registrar and the Depository Trust Company, as Depository, to be delivered in connection with the issuance of the Notes to the Depository for use in a book entry system in substantially the form submitted to the Board.

If any Depository determines not to continue to act as a depository for the Notes for use in a book entry system, the School District and the Note Registrar may attempt to have established a securities depository/book entry relationship with another qualified Depository under this Resolution. If the School District and the Note Registrar do not or are unable to do so, the School District and the Note Registrar, after the Note Registrar has made provision for notification of the beneficial owners by the then Depository, shall permit withdrawal of the Notes from the Depository and authenticate and deliver bond certificates in fully registered form to the assigns of the Depository or its nominee, all at the cost and expense (including costs of printing definitive Notes), if the event is not the result of action or inaction by the School District or the Note Registrar, of those persons requesting such issuance.

Section 10. This Board hereby covenants that it will comply with the requirements of all existing and future laws which must be satisfied in order that interest on the Notes is and will continue to be excluded from gross income for federal income tax purposes, including without limitation restrictions on the use of the property financed with the proceeds of the Notes so that the Notes will not constitute "private activity bonds" within the meaning of Section 141 of the Internal Revenue Code of 1986, as amended (the "Code"). The Board further covenants that it will restrict the use of the proceeds of the Notes in such manner and to such extent, if any, as may be necessary, after taking into account reasonable expectations at the time the debt is incurred, so that they will not constitute arbitrage bonds under Section 148 of the Code and the regulations prescribed thereunder (the "Regulations").

The Treasurer, or any other officer of this Board, including the President, 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 Notes 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 Notes 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 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, or any other officer, including the President, 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 School District, as may be appropriate to assure the exclusion of interest from gross income and the intended tax status of the Notes; 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

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covenants of the Board regarding compliance by the Board with Sections 141 through 150 of the Code and the Regulations.

The Treasurer of the Board shall keep and maintain adequate records pertaining to investment of all proceeds of the Notes sufficient to permit, to the maximum extent possible and presently foreseeable, the Board to comply with any federal law or regulation now or hereafter having applicability to the Notes which limits the amount of Note proceeds which may be invested on an unrestricted yield or requires the Board to rebate arbitrage profits to the United States Department of the Treasury. The Treasurer of the Board 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 Notes requires any such reports or rebates.

Section 11. The law firm of Frost Brown Todd LLC is hereby appointed to serve as bond counsel to the School District in connection with the issuance of the Notes.

Section 12. The distribution of an Official Statement of the School District, in preliminary and final form, relating to the original issuance of the Notes, if requested by the Original Purchaser, is hereby authorized, and the President and the Treasurer are hereby authorized and directed to negotiate, prepare and execute, on behalf of the School District and in their official capacity, the Official Statement and any supplements thereto as so executed in connection with the original issuance of the Notes, and they are authorized and directed to advise the Original Purchaser in writing regarding limitations on the use of the Official Statement and any supplements thereto for purposes of marketing or reoffering the Notes as they deem necessary or appropriate to protect the interests of the School District. The President and Treasurer are each authorized to execute and deliver, on behalf of the School District and in their official capacities, such certificates in connection with the accuracy of the Official Statement, in either preliminary or final form, and any supplements thereto as may, in their judgment, be necessary or appropriate.

Section 13. The officer having charge of the minutes of the Board and any other officers of the Board, or any of them individually, are hereby authorized and directed to prepare and certify a true transcript of proceedings pertaining to the Notes and to furnish a copy of such transcript to the Original Purchaser. Such transcript shall include certified copies of all proceedings and records of the Board relating to the power and authority of the School District to issue the Notes and certificates as to matters within their knowledge or as shown by the books and records under their custody and control, including but not limited to a general certificate of the Treasurer and a no-litigation certificate of the President of the Board and the Treasurer, and such certified copies and certificates shall be deemed representations of the School District as to the facts stated therein.

Section 14. 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 Section 121.22 of the Ohio Revised Code.

Section 15. The Treasurer is hereby authorized to transfer additional funds necessary from reserves held in the School District's "General Fund" in an amount expected not to exceed

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\$700,000 to be used in conjunction with the proceeds of the Notes to pay for all or a portion of the necessary roof repairs or replacement for which purpose the Notes are being issued.

Section 16. It is hereby determined that all acts, conditions, and things necessary to be done precedent to and in the issuing of the Notes in order to make them legal, valid, and binding obligations of the School District have happened, been done, and been performed in regular and due form as required by law; that the proceeds of said additional tax levy are irrevocably pledged for the prompt payment of the principal and interest thereof at maturity; and that no limitation of indebtedness or taxation, either statutory or constitutional, has been exceeded in issuing the Notes.

Section 17. The Treasurer is hereby directed to forward a certified copy of this Resolution and a copy of the Certificate of Treasurer, as soon as each is available, to the Auditor of Preble County, Ohio.

**PERSONNEL:**

Resolution 11.17 Motion was made by Mr. Beneke, seconded by Mr. Pemberton, to approve Certificated Item A through Supplemental Item A.

Roll Call:

Yes: All

No: None

President Randolph declared the motion carried 5-0.

**Employment – Certificated**

A. Substitute Teacher Roster

Recommend the board approve the amended Preble County Educational Service Center Substitute Teacher roster.

**Employment – Classified**

A. Charge Cook

Recommend the board hire April Gibbs as the Charge Cook pending background check.

B. Food Service

Recommend the board hire Sharon Ankrom as a Food Service employee pending background check.

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**Employment – Supplemental**

A. 2016-2017 Supplemental Extracurricular Positions

Recommend the following individuals be employed for the respectively listed supplemental contracts for the 2016-2017 school year, pending background check and current Pupil Activity Supervisor Permit.

**Supplemental Contracts 2016-2017**

Raeanne Crews	Track – Girls, Assistant	Dane Sadowski	Baseball – JV
AJ Schrittmeyer	Track – Boys, MS	Clay Young	Softball - Assistant
Eric Wolfe	Track – Boys, Assistant		

**IX. RECOGNITION OF PUBLIC – PUBLIC COMMENTS**

Mr. Fischer thanked the kitchen staff for the delicious Staff Appreciation Breakfast in December.

**X. MISCELLANEOUS**

- A. February Regular Board of Education meeting is set for Monday, February 27, 2017 at 6:00 pm in the Twin Valley Community Local School District Media Center.
- B. Are there any schedule conflicts?
- C. Do we need to schedule a special meeting before the regular meeting?

**XI. EXECUTIVE SESSION**

Resolution 12.17 Motion was made by Mr. Maggard, seconded by Mr. Beneke, to enter into Executive Session for the purpose pertaining to the requirements of ORC 121.22 (G)(1).

(1) Superintendent Evaluation

Roll Call:

Yes: All.

No: None.

President Randolph declared the motion carried 5-0.

Time In: 6:45 P.M.

Time Out: 7:34 P.M.



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**XII. ADJOURNMENT**

Resolution 13.17 Motion was made by Mr. DeLong, seconded by Mr. Beneke, that the meeting be adjourned. Meeting adjourned at 7:35 P.M.

Roll Call:

Yes: All.

No: None.

President Randolph declared the motion carried 5-0.

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President

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Attest: Treasurer

Next Regular Board Meeting is February 27, 2017 at 6:00 in the TVS Media Center.