

## RECORD OF BOARD PROCEEDINGS (Minutes)

Owenton, Kentucky, December 13, 2021

The Owen County Board of Education met in the Owen County Upper Elementary School on the 13<sup>th</sup> of December, 2021, with the following members present:

(1) Neese Chilton (2) Kim Hunter (3) Cara Stewart (4) Eric Baumann (5) Craig Bowling

Meeting was called to order at 6:00 p.m. by Chairman Ms. Chilton.

#10862 Mr. Bowling made a motion to adopt the agenda with the addition of item 'M' Consideration/Approval-Health Assistant Job Description and item 'N' Consideration/Approval-Mask Policy Update. Motion was seconded by Dr. Baumann.

Chilton – Aye Hunter – Aye Stewart – Aye Baumann-Aye Bowling – Aye

#10863 Ms. Hunter made a motion to Consideration/Approval – Set Board Meeting Dates for 2022. Motion was seconded by Ms. Stewart.

Chilton – Aye Hunter – Aye Stewart – Aye Baumann-Aye Bowling – Aye

#10864 Ms. Stewart made a motion to approve the resolution authorizing a contract, rent and lease with the Owen School District Finance Corporation and approving all other documents in connection with the proposed Owen County School District Finance Corporation Series of 2022 bond issue. Motion was seconded by Mr. Bowling.

Chilton – Aye Hunter – Aye Stewart – Aye Baumann-Aye Bowling – Aye

#10865 Ms. Stewart made a motion to recess the regular meeting of the Board of Education and convene the Owen County School District Finance Corporation related to the issuance of the School Building Revenue Bonds Series of 2022. Motion was seconded by Ms. Hunter.

Chilton – Aye Hunter – Aye Stewart – Aye Baumann-Aye Bowling – Aye

#10866 Mr. Bowling made a motion to reconvene the regular meeting of the Board of Education. Motion was seconded by Dr. Baumann.

Chilton – Aye Hunter – Aye Stewart – Aye Baumann-Aye Bowling – Aye

#10867 Ms. Stewart made a motion to approve the bid for BG #22-080 Owen County ESSER II and ARP ESSER III District Wide Purification Upgrades to Bison as General Contractor. Motion was seconded by Mr. Bowling.

Chilton – Aye Hunter – Aye Stewart – Aye Baumann-Aye Bowling – Aye

#10868 Ms. Stewart made a motion to approve the revised BG-1 #22-080 for the Owen County District Wide Purification Project in the amount of \$70,350.00. Motion was seconded by Mr. Bowling.

Chilton – Aye Hunter – Aye Stewart – Aye Baumann-Aye Bowling – Aye

#10869 Mr. Bowling made a motion to approve the KDE AIA Agreement Between Owen County Public Schools and CMTA for BG-1 #22-080. Motion was seconded by Dr. Baumann.

Chilton – Aye Hunter – Aye Stewart – Aye Baumann-Aye Bowling – Aye

#10870 Mr. Bowling made a motion to approve Crawford & Baxter, P.S.C. as Board Attorney for 2022. Motion was seconded by Ms. Stewart.

Chilton – Aye Hunter – Aye Stewart – Aye Baumann-Aye Bowling – Aye

#10871 Ms. Hunter made a motion to approve the food service application for the Fiscal Year 2022 Equipment Assistance Grant. Motion was seconded by Ms. Stewart.

Chilton – Aye Hunter – Aye Stewart – Aye Baumann-Aye Bowling – Aye

#10872 The board discussed the 1<sup>st</sup> reading of the 2022-2023 school calendar draft. No action required.

#10873 Ms. Stewart made a motion to approve the Substitute Instructional Assistant Job Description. Motion was seconded by Dr. Baumann.

Chilton – Aye Hunter – Aye Stewart – Aye Baumann-Aye Bowling – Aye

#10874 Ms. Hunter made a motion to approve the Comprehensive District Improvement Plan. Motion was seconded by Mr. Bowling.

Chilton – Aye Hunter – Aye Stewart – Aye Baumann-Aye Bowling – Aye

#10875 Ms. Stewart made a motion to approve the Health Assistant job description. Motion was seconded by Dr. Baumann.

Chilton – Aye Hunter – Aye Stewart – Aye Baumann-Aye Bowling – Aye

#10876 The board discussed the current mask policy. No action taken.

Chilton – Aye Hunter – Aye Stewart – Aye Baumann-Aye Bowling – Aye

#10877 Reports were submitted from the following: (1) Principal Reports – OCHS, MBMS & OCES (2) Curriculum/Federal Programs/Assessment (3) Director of Special Education (4) Director of Student Services (5) Director of Maintenance (6) Energy Manager (7) Youth Services Center (8) Family Resource Center (9) 21st Century Community Learning Center (10) Community Education (11) Director of Technology (12) Nurse (13) Director of Finance (14) Food Service Director report (15) Director of Transportation, (16) Superintendent Update. Each report included information in the Board Packet. No action required.

#10878 Ms. Stewart made a motion to approve the Consent Items which include (1) Minutes of November 15, 2021, & November 29, 2021, Board Meetings (2) Accounts Paid/Payable (3) Financial Report (4) Donations (5) Fund Raiser Requests (6) Overnight or Out-of-State Field Trip Requests and (7) Personnel Report. Motion was seconded by Mr. Bowling.

Chilton – Aye Hunter – Aye Stewart – Aye Baumann-Aye Bowling – Aye

#10879 Ms. Stewart made a motion at 7:48 p.m. to begin Executive Session in Accordance with KRS 159.030 for Discussions of a shortened school week for student #2 & student #3 based upon Admissions and Release Committee Decision. Motion was seconded by Mr. Bowling.

Chilton – Aye Hunter – Aye Stewart – Aye Baumann-Aye Bowling – Aye

#10880 Ms. Hunter made a motion at 7:53 p.m. to come out of Executive Session. Motion was seconded by Ms. Stewart.

Chilton – Aye Hunter – Aye Stewart – Aye Baumann-Aye Bowling – Aye

#10881 Ms. Stewart made a motion to approve the shortened school week for student #2 & student #3 for remainder of 2021-2022 School Year. Motion was seconded by Mr. Bowling.

Chilton – Aye Hunter – Aye Stewart – Aye Baumann – Aye Bowling – Aye

#10882 Ms. Stewart made a motion at 7:57 p.m. to begin Executive Session in Accordance with KRS 61.810 (1) (f) for Discussions Which Might Lead to the Discipline of a Student(s). Motion was seconded by Mr. Bowling.

Chilton – Aye Hunter – Aye Stewart – Aye Baumann-Aye Bowling – Aye

#10883 Ms. Hunter made a motion at 7:57 p.m. to come out of Executive Session. Motion was seconded by Ms. Stewart.

Chilton – Aye Hunter – Aye Stewart – Aye Baumann-Aye Bowling – Aye

#10884 A Motion was made by Ms. Stewart, seconded by Ms. Hunter, and unanimously approved to adopt and approve the attached Expulsion Record evidencing the disciplinary hearing and subsequent expulsion of the student referenced therein. (Student #2022 (3) )

Chilton – Aye Hunter – Aye Stewart – Aye Baumann-Aye Bowling – Aye

#10885 Ms. Hunter made a motion at 7:58 p.m. to adjourn the meeting. Motion was seconded by Mr. Bowling.

Chilton – Aye Hunter – Aye Stewart – Aye Baumann-Aye Bowling – Aye

\_\_\_\_\_, Secretary

\_\_\_\_\_, Chairman

DRAFT

**EXCERPT FROM MINUTES OF A SPECIAL MEETING OF THE BOARD OF  
EDUCATION OF THE OWEN COUNTY, KENTUCKY SCHOOL DISTRICT**

At a special meeting of the Board of Education of the Owen County, Kentucky School District, held on the 13<sup>th</sup> day of December, 2021 at 6:00 P.M., E.S.T., at the regular meeting place of the Board in Owenton, Kentucky, there were present the following:

Neese Chilton, Chairperson  
Kimberly Hunter, Vice Chairperson  
Cara Stewart  
Dr. Eric Baumann  
Craig Bowling

There were also present: Dr. Robert Stafford, Superintendent and Secretary and a representative of Robert W. Baird & Co., Inc., Louisville, Kentucky.

There was absent:

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Thereupon, there were presented to the Board certain instruments in connection with the plan of financing construction of a new bus garage (the "Project"). After said instruments had been fully considered a motion was made and seconded that the following Resolution be adopted:

**RESOLUTION OF THE BOARD OF EDUCATION OF THE OWEN COUNTY SCHOOL DISTRICT; AUTHORIZING AND APPROVING THE EXECUTION OF A LEASE AGREEMENT WITH THE OWEN COUNTY SCHOOL DISTRICT FINANCE CORPORATION AND ANY FURTHER NECESSARY INSTRUMENTS; APPROVING CERTAIN ARCHITECTS' PLANS FOR THE CONSTRUCTION OF A CERTAIN SCHOOL BUILDING PROJECT; AUTHORIZING AND APPROVING THE EXECUTION OF A SUPPLEMENT TO THE CONTINUING DISCLOSURE PROCEDURES; APPROVING THE PLAN OF FINANCING THE COST OF SAID PROJECT.**

WHEREAS, the Board is desirous that the Corporation issue Bonds in the principal amount of approximately \$6,115,000 for the purpose of providing funds to pay the cost, not otherwise provided, of constructing the Project;

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF EDUCATION OF THE OWEN COUNTY, KENTUCKY SCHOOL DISTRICT AS FOLLOWS:**

RESOLVED, that the incorporation of a non-stock, non-profit corporation pursuant to KRS 162.385 of the School Bond Act and Chapter 273 and KRS 58.180 to act as an agency and instrumentality of this Board in financing school building improvements for the Board is hereby authorized, ratified and approved; the Board of Directors of the Corporation, to be known as the "Owen County School District Finance Corporation", shall be the same persons who are at any time the members of the Board of Education of the Owen County, Kentucky School District.

RESOLVED FURTHER, that the Chairperson and Secretary are hereby authorized and instructed to execute a Deed to and a Lease Agreement with the Corporation with respect to said Project property, which Deed and Lease Agreement shall be prepared by Bond Counsel and shall contain a description of said property.

RESOLVED FURTHER, that the Chairperson and Secretary are hereby authorized and instructed to execute all further instruments necessary and desirable in carrying out the plan of financing encompassed in the issuance of said Bonds; including, but not being limited to the execution of an Appointment Agreement with the

Bond Registrar/Paying Agent regarding the administration of the registration and payment of said Bonds and a Continuing Disclosure Agreement with the Corporation in order to comply with SEC Rule 15c2-12.

RESOLVED FURTHER, that the public sale of said Bonds is hereby authorized, approved, ratified and confirmed, in accordance with the terms of a Bond Resolution to be adopted by the Board of Directors of the Corporation, the form of which has been reviewed by the Board and is hereby approved.

RESOLVED FURTHER, that the Secretary of the Board of Education is hereby authorized and instructed to file a certified copy of this Resolution with the Secretary of the Corporation, with the request that it be brought to the attention of its Board of Directors, and same shall constitute a request and notice on behalf of the Board that the Corporation, acting by and through its Board of Directors, take all action necessary and appropriate (1) for the authorization and sale of said Bonds; (2) that the proceeds of the sale of said Bonds be set apart and held separate from all other funds of the Corporation for the purpose of constructing the Project and expenses; and (3) for executing on behalf of said Corporation the proposed Lease Agreement.

RESOLVED FURTHER, that pursuant to the provisions of Section 265(b)(3) of the Internal Revenue Code of 1986, as amended, (the "Code") the Board, by the adoption of this Resolution, hereby designates the Refunding Bonds as "qualified tax-exempt obligations" within the meaning of the Code and certifies that it reasonably anticipates that the total principal amount of qualified tax-exempt obligations which will be issued by the Board (or the Corporation acting on its behalf) during the calendar year ending December 31, 2022 will not exceed \$10,000,000.

RESOLVED FURTHER, that pursuant to the amendments to the Code, the Board, by the adoption of this Resolution, certifies that it does not reasonably anticipate that less than 95% of the proceeds of the Refunding Bonds will be used for "local government activities" of the Board but that the aggregate face amount of all tax-exempt bonds issued by the Board (or the Corporation acting on its behalf) during the calendar year ending December 31, 2022 will not exceed \$10,000,000.

RESOLVED FURTHER, that the exception for governmental units contained in Section 148(f)(4)(C) of the Code, is available with regard to the Bonds as the principal amount of debt obligations issued by the Corporation on behalf of the Board will not exceed the aggregate sum of \$15,000,000 for the calendar year ending December 31, 2022 and said Bonds shall therefore be exempt from the rebate requirements of the Code.

RESOLVED FURTHER, that the Contract of Robert W. Baird & Co., Inc., Louisville, Kentucky, for its services as Fiscal Agent is hereby authorized, ratified and approved and the Chairperson and Secretary are hereby authorized to execute said Contract on behalf of the Board. In accordance with Municipal Securities Rulemaking Board Rule G-23 as amended November 28, 2011, said Fiscal Agent shall not provide any underwriting services. Compensation of said Fiscal Agent will be in accordance with the fee schedule approved the Kentucky Department of Education and the Kentucky School Facilities Construction Commission.

RESOLVED FURTHER, that the Treasurer of the Corporation is hereby authorized to execute an engagement letter with Steptoe & Johnson PLLC, to serve as Bond Counsel to the Corporation in connection with the issuance of the Bonds.

RESOLVED FURTHER, that Robert W. Baird & Co., Inc., Louisville, Kentucky, Fiscal Agent for the Board of Education and the Corporation, is hereby directed to prepare an Official Statement on behalf of and in conjunction with the Board of Education and the Board of Directors of the Corporation in regard to the issuance of the Bonds containing all pertinent information with regard thereto to be supplied prospective bidders for said Bonds.

RESOLVED FURTHER, that in accordance with the "Disclosure Rules" of the Securities and Exchange Commission, Rule 15c2-12(b)(5), as a result of the aggregate amount of bonds to be issued by the Corporation (or any other agency acting on behalf of the Board) exceeding \$1,000,000 the Board and the Corporation shall enter into a written agreement for the benefit of all parties who may become Registered or Beneficial Owners of the Bonds whereunder said Corporation and Board will agree to comply with the provisions of the Municipal Securities

Disclosure Rules set forth in Securities and Exchange Commission Rule 15c2-12 by filing annual financial statements and material events notices with the Electronic Municipal Market Access (EMMA) System maintained by the Municipal Securities Rule Making Board.

RESOLVED FURTHER, that the Board hereby adopts the Supplement to the Continuing Disclosure Procedures presented to the Board and agrees to follow, or cause the Financial Advisor to the Board and Corporation or another third party acting as disclosure agent to follow, said procedures to ensure the timely and complete filing of all financial information, operating data and notices of material events as required by SEC Rule 15c2-12 and the Corporation's Continuing Disclosure Undertakings entered into prior to or after the date of this Resolution.

Passed and approved December 13, 2021.

Upon a vote being taken on the motion to adopt the above Resolution, the result was as follows:

<u>Yeas</u>	<u>Nays</u>
Neese Chilton, Chairperson	None
Kimberly Hunter, Vice Chairperson	
Cara Stewart	
Dr. Eric Baumann	
Craig Bowling	

Thereupon, the Chairperson declared that the motion had carried and that the Resolution had been adopted.

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Thereupon, a motion was made, seconded and unanimously carried that the meeting be adjourned.

## CERTIFICATE

The undersigned hereby certifies that he is the duly elected and acting Secretary of the Board of Education of the Owen County, Kentucky School District, and that the foregoing is a true copy of the minutes of a special meeting of said Board held on the 13<sup>th</sup> day of December, 2021 in Owenton, Kentucky, insofar as said minutes pertained to the matters hereinbefore set forth. It is further certified that the foregoing minutes were read and approved at said meeting, and were promptly recorded and are open to public inspection at all reasonable time.

The undersigned further certifies that notice of the time and place of said Special Meeting was caused to be delivered personally or by mail, at least twenty-four hours prior to the time of such meeting, to each local newspaper of general circulation, each news service, each local radio or television station which had on file at the time of the giving of such notice or since such time with the Board of Education of the Owen County, Kentucky School District, a written request to be notified of special meetings.

Witness my hand as Secretary of the Board of Education this 13<sup>th</sup> day of December, 2021.

  
Secretary, Board of Education