

**Ovid-Elsie Area Schools**  
**Board of Education**  
**Minutes of Regular Meeting**  
**Monday, February 23, 2015-6:30 PM**

**1. Call to order**

The meeting was called to order by President Rulison at 6:30 p.m. with the pledge of allegiance to the flag of the United States of America.

Members Present: Stacie Rulison, David Huff, Steven Sopocy,  
Erin Bancroft, Josh Miller, Michael Schiffer

Members Absent: Amy Palus

**2. Consent Agenda**

Motion by M. Schiffer, supported by D. Huff, to approve the consent agenda for the February 23, 2015 board meeting. A roll call vote was taken. Motion passed 6-0. The agenda included the following items:

- A. Minutes from the January 19, 2015 Reorganizational Board Meeting.
- B. Payment of bills: Checks #12683-#12771 and #12655-#12682.
- C. Monthly Financial Reports as of January 31, 2015.

**3. Recognition**

Mr. Randy Barton, Principal of Leonard Elementary, presented Students of the Month for Kindergarten. Alivia Peters in Ms. Smith's class; Ashlyn Fabus in Ms. Buza's class and Jordyn Pierce in Ms. Barretta's class.

Mr. Cory Gavenda, Principal of E. E. Knight Elementary, presented Students of the Month for the 4<sup>th</sup> Grade. Kayla Coats in Ms. Thelen's class and Kevin Ley in Ms. White's class.

- A. Palus entered meeting at 6:42 p.m.

**4. Reports**

Dr. Cunningham presented the Ovid-Elsie Revised Budget for 2014-2015.

Mr. Kris Kirby reviewed the Instructional Council Meeting held today.

**5. Communications From the Public**

**6. Communications From Ovid-Elsie Personnel**

**7. Correspondence**

**8. Old Business**

**9. New Business**

A. Resolution for Refunding Bonds

Motion by M. Schiffer, supported by D. Huff to approve the Resolution as presented. Motion passed 7-0.

RESOLUTION FOLLOWS MINUTES

B. Ovid-Elsie Area Schools Revised Budget for 2014-2015

Motion by M. Schiffer, supported by E. Bancroft to approve the Ovid-Elsie Area Schools Revised Budget for 2014-2015 as presented. Motion passed 7-0.

BUDGET FOLLOWS MINUTES

C. Request for Proposals

Motion by A. Palus, supported by E. Bancroft to approve a RFP for Food Service. Motion passed 7-0.

Motion by A. Palus, supported by M. Schiffer to approve a RFP for GSRP and Daycare Services. Motion passed 7-0.

D. Purchasing Consortium

Motion by M. Schiffer, supported by D. Huff to enter into an Agreement with TCPN (The Cooperative Purchasing Network) to purchase band room furniture. Motion passed 7-0.

E. Bid for Band Furniture

Motion by J. Miller, supported by D. Huff to accept the bid of \$8,768.00 from Wenger Corporation for band room furniture. Motion passed 7-0.

F. Employee Contract

Motion by A. Palus, supported by D. Huff to approve a three (3) year contract for Craig Coleman, Operations Director, as presented. Motion passed 7-0.

G. Bid for School Furnishings

Motion by E. Bancroft, supported by A. Palus to accept the bid of \$222,500.00 from School Specialty for new school furnishings as part of the bond project. Motion passed 7-0.

H. Bond Bids presented by Triangle

Motion by M. Schiffer, supported by D. Huff to award bond bids as presented by Triangle Construction Company. Motion passed 7-0.

**10. Other Matters Which May Properly Come Before the Board**

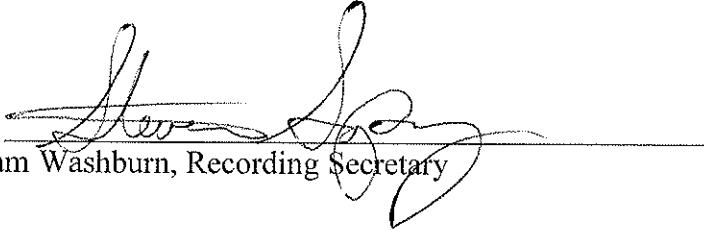
**11. Hearing From Board Members**

**12. Adjournment**

Motion by D. Huff, supported by J. Miller to adjourn the meeting at 8:00 p.m.  
Motion carried unanimously.

Respectfully Submitted,  
Steven Sopocy, Secretary

Minutes submitted by: Pam Washburn, Recording Secretary

A handwritten signature in black ink, appearing to read "Steven Sopocy", is written over a horizontal line. The signature is cursive and somewhat stylized.

Ovid-Elsie Area Schools, Clinton, Shiawassee, Saginaw and Gratiot Counties, Michigan  
(the "Issuer")

A rescheduled regular meeting of the board of education of the Issuer (the "Board") was held in the High School Community Room, within the boundaries of the Issuer, on the 23rd day of February, 2015, at 6:30 o'clock in the p.m.

The meeting was called to order by Stacie Rulison, President.

Present: Members S. Rulison, D. Huff, S. Sopocy, A. Palus  
M. Schiffer, E. Bancroft, J. Miller

Absent: Members

The following preamble and resolution were offered by Member M. Schiffer  
and supported by Member D. Huff :

**WHEREAS:**

1. By resolution adopted on November 17, 2014 (the "Bond Resolution"), this Board authorized not to exceed Nine Million Seven Hundred Fifty Thousand Dollars (\$9,750,000) 2015 Refunding Bonds (the "Bonds") for the purpose of refunding all or part of that portion of the Issuer's 2005 Refunding Bonds, dated December 13, 2005, which are callable on or after May 1, 2015, and are due and payable May 1, 2017 and May 1, 2018 through May 1, 2025, inclusive (the "Refunded Bonds"); and

2. In the Bond Resolution, the Issuer authorized the Superintendent of Schools to accept the offer of Stifel, Nicolaus & Company, Incorporated, Okemos, Michigan (the "Underwriter"), within the parameters set forth in such resolution; and

3. Based upon information provided by the Issuer's financial consulting firm and the Underwriter, the Issuer selected a negotiated sale to allow for flexibility in the timing, sale and structure of the Bonds in response to changing market conditions and to allow for flexibility in sizing the defeasance escrow necessary to accomplish the refunding of the Refunded Bonds; and

4. The Underwriter presented an offer to purchase the Bonds to the Superintendent on January 30, 2015, which the Superintendent has accepted.

**NOW, THEREFORE, BE IT RESOLVED THAT:**

1. The offer of the Underwriter as set forth in the bond purchase agreement (the "Bond Purchase Agreement"), and the terms and conditions set forth therein, presented to the Superintendent on January 30, 2015, to purchase the Bonds in the principal amount of \$8,170,000 at a purchase price of \$9,237,226.25, which is the par value of the Bonds, plus an original issue premium of \$1,112,161.25, less the Underwriter's discount of \$44,935.00, is hereby ratified and affirmed. The Bonds shall be issued in the aggregate principal sum of \$8,170,000 and designated 2015 Refunding Bonds (General Obligation - Unlimited Tax).

2. The Bonds shall be dated February 26, 2015, and shall mature on May 1 of the years 2017 through 2025, inclusive, on which interest is payable on each November 1 and May 1 commencing November 1, 2015, at the rates and in the principal amounts set forth in Exhibit A. The Bonds shall be initially offered to the public at the initial offering yields as set forth in Exhibit A hereto.

3. Bonds of this issue are not subject to redemption prior to maturity.

4. Blank Bonds with the manual or facsimile signatures of the President and Secretary of the Board affixed thereto, shall, upon issuance and delivery and from time to time thereafter as necessary, be delivered to the Paying Agent for safekeeping to be used for registration and transfer of ownership.

The Bonds are registered as to principal and interest and are transferable as provided in the Bond Resolution only upon the books of the Issuer kept for that purpose by the Paying Agent, by the registered owner thereof in person or by an agent of the owner duly authorized in writing, upon the surrender of the Bond together with a written instrument of transfer satisfactory to the Paying Agent duly executed by the registered owner or agent thereof and thereupon a new Bond or Bonds in the same aggregate principal and of the same maturity shall be issued to the transferee in exchange therefor as provided in the Bond Resolution, and upon payment of the charges, if any, therein provided. The Bonds are issuable in denominations of \$5,000 or any integral multiple thereof not exceeding the aggregate principal amount for each maturity.

If any Bond shall become mutilated, the Issuer, at the expense of the holder of the Bonds, shall furnish or cause to be furnished, and the Paying Agent shall authenticate and deliver, a new Bond of like tenor in exchange and substitution of the mutilated Bond, upon surrender to the Paying Agent of the mutilated Bond. If any Bond issued under this resolution shall be lost, destroyed or stolen, evidence of the loss, destruction or theft and indemnity may be submitted to the Paying Agent, and if satisfactory to the Paying Agent and the Issuer, the Issuer at the expense of the owner, shall furnish or cause to be furnished, and the Paying Agent shall authenticate and deliver a new Bond of like tenor and bearing the statement required by Act 354, Public Acts of Michigan, 1972, as amended, being sections 129.131 to 129.134, inclusive, of the Michigan Compiled Laws, or any applicable law hereafter enacted, in lieu of and in substitution of the Bond so lost, destroyed or stolen. If any such Bond shall have matured or shall be about to mature, instead of issuing a substitute Bond, the Paying Agent may pay the same without surrender thereof.

5. The Huntington National Bank, Grand Rapids, Michigan, is hereby approved as Escrow Agent under the proposed Escrow Agreement (the "Escrow Agreement") presented to the Board. The Escrow Agreement providing for payment and redemption of the Refunded Bonds is hereby approved. The President or Secretary shall execute and deliver the Escrow Agreement substantially in the form presented to the Board with such changes and completions as shall be necessary as determined by Thrun Law Firm, P.C., in order to accomplish refunding the Refunded Bonds in accordance with the law and the Bond Resolution. The Escrow Agent is further authorized to act as the Issuer's Agent, an attorney-in-fact for the purpose of acquiring on behalf of the Issuer the federal securities, if necessary, as defined in the Escrow Agreement to meet the Board's obligations under the Escrow Agreement.

6. Upon delivery of the Bonds, the accrued interest, if any, shall be deposited in the Debt Retirement Fund for the Bonds and the balance of the Bond proceeds shall be used as follows:

A. The approximate sum of \$72,010.25 shall be used to pay the cost of issuance of the Bonds, and any balance remaining from that sum after paying the cost of issuance shall be deposited in the Debt Retirement Fund for the Bonds.

B. The sum of \$9,165,216 from the Bonds shall be paid to the Escrow Agent and then invested by it as provided in the Bond Resolution and Exhibit D of the Escrow Agreement for payment of principal and interest on the Refunded Bonds. Any funds from the Bond proceeds not used for the Escrow Account shall be deposited in the Costs of Issuance Fund.

7. The Issuer hereby designates the Bonds of this issue as "qualified tax-exempt obligations" for purposes of deduction of interest expense by financial institutions under the provisions of the Internal Revenue Code of 1986, as amended; provided, however, that to the extent the Prior Bonds were designated by the Issuer as a "qualified tax-exempt obligation," then only that portion of the par amount of the Bonds that exceeds the par amount of the Prior Bonds are hereby designated as "qualified tax-exempt obligations" under this paragraph and the remaining portion of the Bonds are deemed designated as "qualified tax-exempt obligations." In making said designation, the Board determines that the reasonably anticipated amount of tax-exempt obligations which will be issued by the Issuer or entities which issue obligations on behalf of the Issuer during calendar year 2015 will not exceed \$10,000,000, excluding only those tax-exempt obligations as permitted by Section 265(b)(3)(C)(ii) of the Code.

8. The President and Secretary be, and they are hereby authorized to provide the Bonds in conformity with the specifications of this resolution by causing their manual or facsimile signatures to be affixed thereto, and upon the manual execution by the authorized signatory of the Paying Agent, the Treasurer be and is hereby authorized and directed to cause said Bonds to be delivered to the Underwriter upon receipt of the purchase price and accrued interest, if any.

9. The Preliminary Official Statement, dated January 22, 2015, is deemed final for purposes of SEC Rule 15c2-12(b)(1), relating to the Bonds and its use and distribution by the Underwriter is hereby authorized, approved and confirmed.

10. The Superintendent is authorized and directed to execute and deliver the final Official Statement on behalf of the Issuer. The Superintendent is further authorized to approve, execute and deliver any amendments and supplements to the final Official Statement necessary to assure that the statements therein are true, as of the time the Bonds are delivered to the Underwriter, and that it does not contain any untrue statement of a material fact and does not omit to state a material fact necessary in order to make the statements, in light of the circumstances under which they were made, not misleading. In the absence of the Superintendent, the President may execute the above documents.

11. The President or Vice President, the Secretary, the Treasurer, the Superintendent, and/or all other officers, agents and representatives of the Issuer and each of them shall execute, issue and deliver any certificates, statements, warranties, representations, or documents necessary to effect the purposes of this resolution, the Bonds or the Bond Purchase Agreement.

12. The officers, agents and employees of the Issuer are authorized to take all other actions necessary and convenient to facilitate sale and delivery of the Bonds.

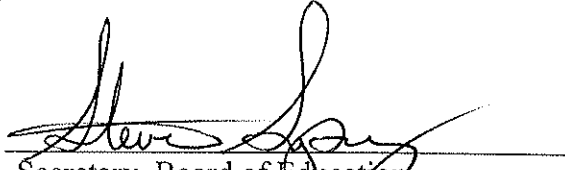
13. The Issuer hereby appoints The Huntington National Bank, Grand Rapids, Michigan, as Paying Agent-Bond Registrar and directs the Superintendent of Schools to execute for and on behalf of the Issuer a Paying Agent-Bond Registrar Agreement.

14. All resolutions and parts of resolutions insofar as they conflict with the provisions of this resolution be and the same are hereby rescinded.

Ayes: Members S. Rulison, D. Huff, S. Sopocy, A. Palus  
M. Schiffer, E. Bancroft, J. Miller

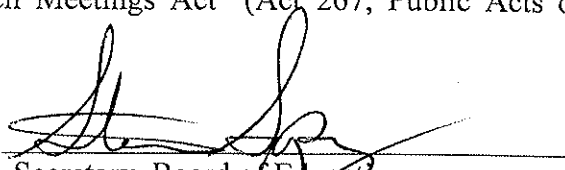
Nays: Members

Resolution declared adopted.



Secretary, Board of Education

The undersigned duly qualified and acting Secretary of the Board of Education of Ovid-Elsie Area Schools, Clinton, Shiawassee, Saginaw and Gratiot Counties, Michigan, hereby certifies that the foregoing constitutes a true and complete copy of a resolution adopted by the Board at a rescheduled regular meeting held on February 23, 2015, the original of which is part of the Board's minutes. The undersigned further certifies that notice of the meeting was given to the public pursuant to the provisions of the "Open Meetings Act" (Act 267, Public Acts of Michigan, 1976, as amended).



Secretary, Board of Education

CJI/kmh

EXHIBIT A

STIFEL

**BOND PRICING**

Ovid-Elsie Area Schools  
2015 Refunding Bonds (General Obligation - Ultd. Tax)

Bond Component	Maturity Date	Amount	Rate	Yield	Price	Premium (-Discount)
Serial Bond:						
	05/01/2017	110,000	4.000%	0.850%	106.790	7,469.00
	05/01/2018	885,000	4.000%	1.120%	108.972	79,402.20
	05/01/2019	910,000	4.000%	1.310%	110.907	99,253.70
	05/01/2020	925,000	4.000%	1.480%	112.520	115,810.00
	05/01/2021	945,000	4.000%	1.660%	113.689	129,361.05
	05/01/2022	1,115,000	4.000%	1.820%	114.609	162,890.35
	05/01/2023	1,105,000	4.000%	1.970%	115.266	168,689.30
	05/01/2024	1,095,000	4.000%	2.100%	115.787	172,867.65
	05/01/2025	1,080,000	4.000%	2.200%	116.335	176,418.00
		8,170,000				1,112,161.25

Dated Date	02/26/2015	
Delivery Date	02/26/2015	
First Coupon	11/01/2015	
Par Amount	8,170,000.00	
Premium	1,112,161.25	
Production	9,282,161.25	113.612745%
Underwriter's Discount	(44,935.00)	(0.550000%)
Purchase Price	9,237,226.25	113.062745%
Accrued Interest		
Net Proceeds	9,237,226.25	

Note: Final Numbers



**2014/2015**  
**February 23, 2015**

**REVENUE**

Property Tax Revenue	711,321.00
State Revenue	12,553,883.00
Federal Revenue	300,562.00
Athletic	117,300.00
Interest and Other Revenue	606,182.00
	<hr/>

**TOTAL BUDGETED REVENUE** **14,289,248.00**

**EXPENDITURES**

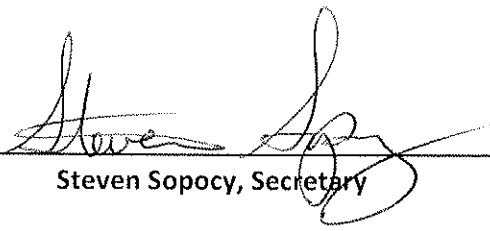
**Instruction**

O-E Elementary	3,083,877.00
Middle School	975,900.00
High School/Alt Ed	2,403,214.00
Kids Zone	189,110.00
Special Education	897,074.00
Compensatory Education	580,800.00
Vocational Education	142,650.00
Total Instruction	<hr/> <u>8,272,625.00</u>

**Supporting Services**

Guidance	253,300.00
School Improvement	6,000.00
Information Center	303,959.00
WOES	76,350.00
Technology	380,563.00
Board of Education	82,350.00
Administration	196,100.00
Office of the Principals	926,170.00
Other Administration	790,655.00
Operations & Maintenance	1,737,311.00
Transportation	878,489.00
Athletics	317,150.00
Community Services	47,680.00
Swim	8,055.00
Total Supporting Services	<hr/> <u>6,004,132.00</u>

**TOTAL EXPENSES AND OTHER FINANCIAL USES** **14,276,757.00**

Approved by   
Steven Sopocy, Secretary

Date 2-23-15

	<u>February 23, 2015</u>
Total Revenue	<u>14,289,248.00</u>
Total Expenditures	<u>14,276,757.00</u>
Projected Total Fund Balance June 30, 2015	<u>12,491.00</u>

Motion by M. Schiffer, supported by E. Bancroft to  
approve the preceding revised general fund appropriation budget for the 2014/2015 fiscal year.

A Resolution of the Board of Trustees of the Ovid-Elsie Area School District in Elsie, Michigan, approving the terms and conditions of the inter-local agreement between Region 4 Education Service Center, lead agency for The Cooperative Purchasing Network (TCPN), providing for a cooperative purchasing program for goods and services; designating Dr. Ryan Cunningham, Superintendent, as official representative of the Ovid-Elsie Area School District, relating to the program.

Whereas, the Board of Trustees of the Ovid-Elsie Area School District has been presented a proposed inter-local agreement by and between the Region 4 Education Service Center, lead agency for The Cooperative Purchasing Network (TCPN), and the Ovid-Elsie Area School District found to be acceptable and in the best interests of the Ovid-Elsie Area School District and its citizens, are hereby in all things approved.

Now, therefore, be it resolved by the Board of Trustees of the Ovid-Elsie Area School District, Elsie, Michigan.

Section I. The terms and conditions of the agreement having been reviewed by the Board of Trustees of the Ovid-Elsie Area School District and found to be acceptable and in the best interests of the Ovid-Elsie Area School District and its citizens are hereby in all things approved.

Section II. The Superintendent, Dr. Ryan Cunningham, of the Ovid-Elsie Area School District under the direction of the Board of Trustees of the Ovid-Elsie Area School District is hereby designated to act for the Ovid-Elsie Area School District in all matters relating to The Cooperative Purchasing Network including the designation of specific contracts in which the Ovid-Elsie Area School District desires to participate.

Section III. This resolution shall become effective from and after its' passage.

DULY PASSED AND APPROVED THE 23<sup>rd</sup> DAY OF FEBRUARY, 2015.

ATTEST:

Pamela S. Washburn

Notary  
(Title)

(Authorized Signature)

[Signature]

(Title)

Superintendent

PAMELA S. WASHBURN  
NOTARY PUBLIC, STATE OF MI  
COUNTY OF CLINTON  
MY COMMISSION EXPIRES Feb 19, 2019  
ACTING IN COUNTY OF Clinton