

**WARREN CITY SCHOOLS
BOARD OF EDUCATION REGULAR MEETING
TUESDAY, OCTOBER 29, 2019
5:30 PM
ADMINISTRATION BUILDING
105 High Street NE
Warren, Ohio**

CALL TO ORDER

Mrs. Patterson, President, called the Regular Meeting to order at 5:30 p.m. All present saluted the flag.

ROLL CALL

The following Board Members answered to roll call: Mr. Fowley, Mrs. Limperos and Mrs. Patterson.

MOTION NO. 10-2019-222 - EXECUTIVE SESSION

Mrs. Limperos moved and Mr. Fowley seconded that, under the provisions of ORC 121.22, the Warren City Board of Education recess into Executive Session at 5:35 p.m. to discuss Consideration of Appointment, Employment, Promotion, etc. of Public Employees, Investigation of Charges or Complaints Against Public Employee, Preparing for, Conducting, or Reviewing Negotiations with Public Employees and Matters Required to be Kept Confidential by State or Federal Law.

The President called for a vote.

Yes: Mrs. Limperos, Mr. Fowley and Mrs. Patterson.

No: None.

Absent: Mr. Coleman and Mr. Faulkner.

The President declared the motion carried.

At 6:12 p.m. the meeting was reconvened from Executive Session at which time it was reported that Consideration of Appointment, Employment, Promotion, etc. of Public Employees, Investigation of Charges or Complaints Against Public Employee, Preparing for, Conducting, or Reviewing Negotiations with Public Employees and Matters Required to be Kept Confidential by State or Federal Law were discussed.

MOTION NO. 10-2019-223 - ADOPTION OF AGENDA

Mrs. Limperos moved and Mr. Fowley seconded the adoption of the agenda.

The President called for a vote.

Yes: Mrs. Limperos, Mr. Fowley and Mrs. Patterson.

No: None.

Absent: Mr. Coleman and Mr. Faulkner.

The President declared the motion carried.

TREASURER'S REPORT

- A. Bond Refunding Rating and Pricing Update
Michael Prcela, Sudsina and Associates
Heather Baldwin Vlasuk, Squire Patton Boggs

Attorney Richard Manoloff, Partner Squire Patton Boggs
Austin McGuan, Stifel Nicolaus

B. 5 Five Year Forecast Presentation - Karen Sciortino, Treasurer

SUPERINTENDENT'S REPORT

TREASURER'S RECOMMENDATIONS

MOTION NO. 10-2019-224 - MINUTES

Mr. Fowley moved and Mrs. Limperos seconded the resolution listed below regarding the September, 2019 Board Minutes be approved as submitted.

BE IT RESOLVED, under the provisions of ORC 3313.26, the reading of the minutes of the following Board Meetings be waived and the minutes be approved:

Special Board Meeting held September 14, 2019 and
Regular Board Meeting held September 17, 2019

The President called for a vote.

Yes: Mr. Fowley, Mrs. Limperos and Mrs. Patterson.

No: None.

Absent: Mr. Coleman and Mr. Faulkner.

The President declared the motion carried.

MOTION NO. 10-2019-225 - MONTHLY FINANCIAL STATEMENT

Mrs. Limperos moved and Mr. Fowley seconded the resolution listed below regarding the September, 2019 financial statement and short term investments made by the Treasurer during September, 2019, (Exhibit 19-84) be approved as submitted.

BE IT RESOLVED that the following financial statement be approved:

	General Fund	All Other Funds	Total All Funds
Beginning Balance July 1, 2019	\$37,643,300.38	\$18,480,825.13	\$56,124,125.51
June Receipts	5,532,613.37	376,239.61	5,908,852.98
FTD Advances In	-0-	-0-	-0-
FTD Receipts	20,385,121.44	6,334,219.55	26,719,340.99
MTD Expenditures	5,991,223.14	2,333,664.23	8,324,887.37
FTD Advances Out	-0-	-0-	-0-
FTD Expenditures	19,489,203.61	6,451,416.07	25,940,619.68
Ending Balance September 30, 2019	38,539,218.21	18,363,628.61	56,902,846.82

BE IT FURTHER RESOLVED that the following short-term investments be approved:

Fund	Amount
001-0000 A10-General Fund	\$113,395.46
006-0000 FS-Food Service	4,089.01
401 Auxiliary Services	276.39
Total	\$117,760.86

The President called for a vote.

Yes: Mrs. Limperos, Mr. Fowley and Mrs. Patterson.

No: None.

Absent: Mr. Coleman and Mr. Faulkner.

The President declared the motion carried.

MOTION NO. 10-2019-226 - 2019-20 CO-CURRICULAR BUDGET AND PURPOSE STATEMENTS

Mr. Fowley moved and Mrs. Limperos seconded the resolution listed below establishing 2019-20 Co-curricular Budget and Purpose Statements be approved as submitted.

BE IT RESOLVED that the Warren City Board of Education approve the budget and purpose statements (on file in the Treasurer's Office) for the following 2019-20 Co-curricular Activity Accounts:

<u>Fund/S.C.C.</u>	<u>Activity Code/Name</u>
200-9022	SA89 – Interact Club
200-9022	SA18 – National Honor Society
200-9022	SASRCL – Senior Class
200-9022	SA2 – Student Council
300-9022	SA221 – Key Club
300-9022	SAPOC – Poetry Club
300-9022	SA302 – Ski Club
300-9022	SA322 – Speech & Debate
300-9022	SA105 – Visions

The President called for a vote.

Yes: Mr. Fowley, Mrs. Limperos and Mrs. Patterson.

No: None.

Absent: Mr. Coleman and Mr. Faulkner.

The President declared the motion carried.

MOTION NO. 10-2019-227 - APPROPRIATION BUDGETS

Mrs. Limperos moved and Mr. Fowley seconded the resolution listed below to approve appropriation budgets (a.) be approved as submitted.

BE IT RESOLVED that the Warren City Board of Education approve the following appropriation budgets:

- a. Fund/S.C.C.: Student Wellness and Success Funds
Fund #467, S.C.C. #9201
- Amount: \$1,111,550.00
- Funding: Ohio Department of Education
- Period: July 1, 2019 through June 30, 2019
- Treasurer: Karen Sciortino
- Purpose: These funds allow the district, alongside allowable community partners, to design programs and purchase services that meet the specific needs of students covering 11 different allowable initiatives as outlined under the student health and wellness plan.

Appropriation:

Fund	Func.	Obj.	S.C.C.	Description	Amount
467	1990	479	9201	Purchased Services	\$500,000.00
467	2130	413	9201	Purchased Services	111,550.00
467	2173	419	9201	Purchased Services	<u>500,000.00</u>
					1,111,550.00

The President called for a vote.
 Yes: Mrs. Limperos, Mr. Fowley and Mrs. Patterson.
 No: None.
 Absent: Mr. Coleman and Mr. Faulkner.
 The President declared the motion carried.

MOTION NO. 10-2019-228 - FIVE YEAR PROJECTION OF REVENUES, EXPENDITURES AND ASSUMPTIONS

Mr. Fowley moved and Mrs. Limperos seconded the resolution listed below submitting the Five-Year Projection of Revenues, Expenditures and Assumptions be approved as submitted.

BE IT RESOLVED, in accordance with Rule 3301-92-04 under Chapter 119 of ORC Section 5705.391, the Warren City Board of Education approve the Five-Year Projection of Revenues, Expenditures and Assumptions, (Exhibit 19-85), in the format as prescribed by the Ohio Department of Education and the Auditor of State.

The President called for a vote.
 Yes: Mr. Fowley, Mrs. Limperos and Mrs. Patterson.
 No: None.
 Absent: Mr. Coleman and Mr. Faulkner.
 The President declared the motion carried.

MOTION NO. 10-2019-229 - PROVIDING FOR THE ISSUANCE AND SALE OF BONDS IN A MAXIMUM AGGREGATE PRINCIPAL AMOUNT OF \$13,780,000, FOR THE PURPOSE OF REFUNDING

BONDS ISSUED BY THE SCHOOL DISTRICT IN 2012 FOR THE PURPOSE OF CONSTRUCTING, RENOVATING, REMODELING, RE-EQUIPPING AND OTHERWISE IMPROVING SCHOOL DISTRICT BUILDINGS AND FACILITIES AND ACQUIRING, CLEARING, IMPROVING AND EQUIPPING REAL ESTATE FOR SCHOOL PURPOSES, AUTHORIZING AND DIRECTING THE CALL FOR OPTIONAL REDEMPTION OF THE REFUNDED BONDS, AUTHORIZING THE EXECUTION AND DELIVERY OF A BOND REGISTRAR AGREEMENT AND A BOND PURCHASE AGREEMENT WITH RESPECT TO THE REFUNDING BONDS, AND AUTHORIZING THE PREPARATION, USE AND DISTRIBUTION OF AN OFFICIAL STATEMENT

Mrs. Limperos moved and Mr. Fowley seconded the resolution providing for the issuance and sale of bonds in a maximum aggregate principal amount of \$13,780,000, for the purpose of refunding bonds issued by the school district in 2012 for the purpose of constructing, renovating, remodeling, re-equipping and otherwise improving school district buildings and facilities and acquiring, clearing, improving and equipping real estate for school purposes, authorizing and directing the call for optional redemption of the refunded bonds, authorizing the execution and delivery of a bond registrar agreement and a bond purchase agreement with respect to the refunding bonds, and authorizing the preparation, use and distribution of an official statement relating thereto, be approved as submitted.

WHEREAS, at an election held on November 4, 2003, on the combined question of (i) issuing bonds of the Warren City School District, Ohio (the "School District") in the aggregate principal amount of \$40,672,000 for the purpose of constructing, renovating, remodeling, rehabilitating, reconstructing, adding to, furnishing, equipping and otherwise improving School District buildings and facilities and acquiring, clearing, improving and equipping real estate for school purposes, and (ii) levying an additional property tax to provide funds for the acquisition, construction, enlargement, renovation, and financing of general on-going permanent improvements, the requisite majority of those voting on the question voted in favor of it (the "2003 Voter Authorization"); and

WHEREAS, pursuant to the 2003 Voter Authorization and a resolution adopted by this Board, on December 23, 2003, the District issued its \$38,000,000 School Improvement Notes, Series 2003, in anticipation of the issuance of a portion of the aforesaid bonds (the "Series 2003 Notes"); and

WHEREAS, pursuant to the 2003 Voter Authorization and a resolution adopted by this Board on March 29, 2004, the District issued its \$38,000,000 School Improvement Bonds, Series 2004, dated April 20, 2004 (the "Series 2004 Bonds") to refund the Series 2003 Notes; and

WHEREAS, thereafter, pursuant to a resolution adopted by this Board on February 21, 2012 and a Certificate of Award relating thereto (the "Original Bond Legislation"), the District advance refunded all the outstanding Series 2004 Bonds scheduled to mature on or after December 1, 2014, through the issuance of the District's \$30,905,000 School Improvement Refunding Bonds, Series 2012, dated June 28, 2012 (the "Series 2012 Bonds"); and

WHEREAS, thereafter, pursuant to a resolution adopted by this Board on June 11, 2019, and a Certificate of Award dated October 16, 2019, relating thereto, the District intends to currently refund a portion of the outstanding Series 2012 Bonds schedule to mature on or after December 1, 2014, through

the issuance of the District's \$8,930,000 School Improvement Refunding Bonds, Series 2019, anticipated to be issued on October 31, 2019 (the "Series 2019 Bonds"); and

WHEREAS, certain of those Series 2012 Bonds are outstanding (and will remain outstanding after the issuance of the Series 2019 Bonds) and are scheduled to mature on December 1 in the years 2020 through 2023, inclusive, and years 2028, 2029 (but only \$470,000 thereof, the balance of this maturity being refunded by the issuance of the Series 2019 Bonds), 2030 and 2031, totaling \$13,780,000 in principal amount, and are subject to optional redemption, in whole or in part (as selected by the Board), on or after December 1, 2019, which is prior to their stated maturity (the "Callable Bonds"), and, if called for such optional early redemption, shall be redeemed at a redemption price of 100% of the principal amount redeemed; and

WHEREAS, based in part on the advice of the District's municipal advisor, Sudsina & Associates, LLC, in order to take advantage of favorable current interest rates and create savings for the taxpayers of this School District, this Board finds, determines, and declares that it is necessary and in the best interest of the School District to refund at a lower interest cost those Callable Bonds, or portions thereof, identified by the Treasurer in the Certificate of Award (the "Refunded Bonds"), to exercise the Board's option to call the Refunded Bonds for redemption on the Call Date (as defined in Section 9 hereof) (at 100% of the principal amount redeemed, plus accrued and unpaid interest to that date), and to issue the Bonds described in Section 2 to provide funds for the purpose of refunding the Refunded Bonds, including the payment of any expenses relating to the refunding of the Refunded Bonds and the issuance of the Bonds; and

WHEREAS, this Board has requested that the Treasurer, as fiscal officer of this Board, certify the estimated life or period of usefulness of the permanent improvements described in Section 2 and the maximum maturity of the Bonds described in Section 2; and

WHEREAS, the Treasurer has certified to this Board that the estimated life or period of usefulness of the permanent improvements described in Section 2 is at least five years and that the maximum maturity of the Bonds described in Section 2 is at least December 1, 2031;

NOW, THEREFORE, BE IT RESOLVED by the Board of Education of the Warren City School District, County of Trumbull, State of Ohio, that:

Section 1. In addition to the words and terms elsewhere defined in this Resolution, unless the context or use clearly indicates another or different meaning or intent:

"Authorized Denominations" means (i) with respect to Current Interest Bonds, the denomination of \$5,000 or any whole multiple thereof, and (ii) with respect to Capital Appreciation Bonds, if any, the denomination equal to the original principal amount that, when interest at the applicable compounding rate is accrued and compounded thereon on each Interest Accretion Date to the stated maturity of such Bonds, will result in a \$5,000 Maturity Amount or any integral multiple thereof.

"Bond Proceedings" means, collectively, this Resolution, the Certificate of Award, the Continuing Disclosure Agreement, the Registrar Agreement, the Purchase Agreement, and such other proceedings of the Board, including the Bonds, that provide collectively for, among other things, the rights of holders and beneficial owners of the Bonds.

"Bond Register" means all books and records necessary for the registration, exchange and transfer of Bonds as provided in Section 7 of this Resolution.

“Bond Registrar” means the bank or trust company appointed pursuant to Section 5, as the initial authenticating agent, bond registrar, transfer agent, and paying agent for the Bonds under the Registrar Agreement and until a successor shall have become such pursuant to the terms of the Registrar Agreement and, thereafter, “Bond Registrar” shall mean the successor.

“Book entry form” or “book entry system” means a form or system under which (a) the ownership of beneficial interests in Bonds and the principal of and interest on the Bonds may be transferred only through a book entry, and (b) physical Bond certificates in fully registered form are issued by the School District only to a Depository or its nominee as registered owner, with the certificates deposited with and maintained in the custody of the Depository or its agent. The book entry maintained by others than the School District is the record that identifies the owners of beneficial interests in those Bonds and that principal and interest.

“Capital Appreciation Bonds” means any Bonds designated as such in the Certificate of Award, maturing in the years, being in the principal amounts, and having the Maturity Amounts set forth therein, and bearing interest accrued and compounded on each Interest Accretion Date and payable at maturity.

“Certificate of Award” means the certificate authorized by Section 8 of this Resolution, to be signed by the Treasurer, setting forth and determining those terms or other matters pertaining to the Bonds and their issuance, sale and delivery as this Resolution requires or authorizes to be set forth or determined therein, including without limitation, the amount and scheduled principal payment date(s) of the Callable Bonds to be refunded.

“Closing Date” means the date of physical delivery of, and payment of the purchase price for, the Bonds; provided that such date shall not be such as to cause the Bonds to be “advance” refunding bonds for purposes of the Code.

“Code” means the Internal Revenue Code of 1986, the Regulations (whether temporary or final) under that Code or the statutory predecessor of that Code, and any amendments of, or successor provisions to, the foregoing and any official rulings, announcements, notices, procedures, and judicial determinations regarding any of the foregoing, all as and to the extent applicable. Unless otherwise indicated, reference to a Section of the Code includes any applicable successor section or provision and such applicable Regulations, rulings, announcements, notices, procedures, and determinations pertinent to that Section.

“Compound Accreted Amount” means, with respect to any Capital Appreciation Bond, the principal amount thereof plus interest accrued and compounded on each Interest Accretion Date to the date of maturity or other date of determination. The Compound Accreted Amount of the Capital Appreciation Bonds of each maturity as of each Interest Accretion Date shall be set forth in the Certificate of Award. The Compound Accreted Amount of any Capital Appreciation Bond for each maturity as of any date other than an Interest Accretion Date is the sum of (a) the Compound Accreted Amount for such Bond on the immediately preceding Interest Accretion Date plus (b) the product of (i) the difference between (A) the Compound Accreted Amount of that Bond on the immediately preceding Interest Accretion Date and (B) the Compound Accreted Amount of that Bond on the immediately succeeding Interest Accretion Date, times (ii) the ratio of (C) the number of days from the immediately preceding Interest Accretion Date to the date of determination to (D) the total number of days from that immediately preceding Interest Accretion Date to the immediately succeeding Interest Accretion Date; provided, however, that in determining the Compound Accreted Amount of a Capital Appreciation Bond as of a date prior

to the first Interest Accretion Date, the Closing Date shall be deemed to be the immediately preceding Interest Accretion Date and the principal amount of that Capital Appreciation Bond shall be deemed to be the Compound Accreted Amount on the Closing Date.

“Continuing Disclosure Agreement” means the agreement authorized by Section 8 hereof, which, together with the agreements of the School District set forth in that section and the Bonds, shall constitute the continuing disclosure agreement made by the School District for the benefit of holders and beneficial owners of the Bonds in accordance with the Rule.

“Current Interest Bonds” means, collectively, the Current Interest Serial Bonds and the Term Bonds, each as is designated as such in the Certificate of Award.

“Current Interest Serial Bonds” (or “Serial Bonds”) means those Current Interest Bonds designated as such and maturing on the dates set forth in the Certificate of Award, bearing interest payable on each Interest Payment Date and not subject to mandatory sinking fund redemption.

“Depository” means any securities depository that is a clearing agency under federal law operating and maintaining, with its Participants or otherwise, a book entry system to record ownership of beneficial interests in Bonds or the principal of and interest on Bonds, and to effect transfers of Bonds, in book entry form, and includes and means initially The Depository Trust Company (a limited purpose trust company), New York, New York.

“Escrow Agent” means the bank or trust company appointed pursuant to Section 10, as escrow agent for the Refunded Bonds under the Escrow Agreement.

“Escrow Agreement” means the Escrow Agreement between the School District and the Escrow Agent, as it may be modified from the form on file with the Treasurer and executed by the Treasurer in accordance with Section 10 of this Resolution.

“Interest Accretion Dates” means, unless otherwise specified in the Certificate of Award, as to any Capital Appreciation Bonds, each June 1 and December 1, commencing June 1, 2020, in the years any Capital Appreciation Bonds are outstanding.

“Interest Payment Dates” means (a) unless otherwise specified in the Certificate of Award, as to Current Interest Bonds, June 1 and December 1 of each year during which the Bonds are outstanding, commencing June 1, 2020, and (b) as to Capital Appreciation Bonds, their respective maturity dates.

“Maturity Amount” means, with respect to a Capital Appreciation Bond, the principal and interest due and payable at the stated maturity of that Capital Appreciation Bond.

“Original Purchaser” means Stifel, Nicolaus & Company, Incorporated, as the original purchaser of the Bonds, or otherwise as may be determined by the Treasurer in the Certificate of Award.

“Participant” means any participant contracting with a Depository under a book entry system and includes securities brokers and dealers, banks and trust companies, and clearing corporations.

“Principal Payment Dates” means, unless otherwise determined by the Treasurer in the Certificate of Award, December 1 in each of the years specified in the Certificate of Award when

principal of the Bonds is scheduled to be paid, either at maturity or pursuant to mandatory sinking fund redemption, provided that the earliest Principal Payment Date shall not be later than the first scheduled principal payment of the Refunded Bonds (either at maturity or by mandatory sinking fund redemption), and the latest Principal Payment Date shall not be later than December 1, 2031.

“Purchase Agreement” means the Bond Purchase Agreement between the School District and the Original Purchaser, as it may be modified from the form on file with the Treasurer and signed by the Treasurer in accordance with Section 8 of this Resolution.

“Registrar Agreement” means the Bond Registrar Agreement between the School District and the Bond Registrar and the Ohio Department of Education, if applicable, as it may be modified from the form on file with the Treasurer and signed by the Treasurer in accordance with Section 5 of this Resolution.

“Rule” means Rule 15c2-12 prescribed by the SEC pursuant to the Securities Exchange Act of 1934.

“SEC” means the Securities and Exchange Commission.

“Term Bonds” means those Current Interest Bonds designated as such and maturing on the date or dates set forth in the Certificate of Award, bearing interest payable on each Interest Payment Date and subject to mandatory sinking fund redemption.

The captions and headings in this Resolution are solely for convenience of reference and in no way define, limit or describe the scope or intent of any Sections, subsections, paragraphs, subparagraphs or clauses hereof. Reference to a Section means a section of this Resolution unless otherwise indicated.

Section 2. This Board determines that it is necessary and in the best interest of the School District to issue bonds of this School District (the “Bonds”) in an aggregate principal amount not to exceed \$13,780,000, for the purpose of providing funds necessary to refund the Refunded Bonds, which were issued for the purpose of constructing, renovating, remodeling, rehabilitating, reconstructing, adding to, furnishing, equipping and otherwise improving School District buildings and facilities and acquiring, clearing, improving and equipping real estate for school purposes, including the payment of any expenses relating to the refunding of the Refunded Bonds and the issuance of the Bonds.

The aggregate principal amount of Bonds to be issued shall not exceed \$13,780,000 and shall be in an amount determined by the Treasurer in the Certificate of Award, consistent with the Treasurer’s determination of the best interest of and financial advantages to the School District, as the amount necessary to effect the purpose for which the Bonds are to be issued, as stated in this Section 2.

Section 3. The Bonds shall be issued in one lot and only as fully registered bonds, in Authorized Denominations, but in no case as to a particular maturity date exceeding the principal amount maturing on that date. The respective principal amounts of the Bonds to be issued as Current Interest Bonds and Capital Appreciation Bonds (if any Bonds are to be issued as Capital Appreciation Bonds) shall be determined by the Treasurer in the Certificate of Award, having due regard to the best interest of and financial advantages to the School District. The Bonds shall be dated the Closing Date or such other date (not more than 45 days prior to the Closing Date) as

may be established in the Certificate of Award. Notwithstanding any provision herein to the contrary, Bonds maturing on any one date may bear interest at different rates and may be issued separately as Current Interest Bonds and Capital Appreciation Bonds.

- (a) The Current Interest Bonds shall bear the rate or rates of interest per year (computed on the basis of a 360-day year consisting of twelve 30-day months), as shall be determined, subject to paragraph (c) of this Section, by the Treasurer in the Certificate of Award. Interest on the Current Interest Bonds shall be payable at such rate or rates on the Interest Payment Dates until the principal amount has been paid or provided for. The Current Interest Bonds shall bear interest from the most recent date to which interest has been paid or provided for or, if no interest has been paid or provided for, from their date.

Any Capital Appreciation Bonds shall bear interest from the Closing Date at the compounding rate or rates of interest (computed on the basis of a 360-day year consisting of twelve 30-day months), accrued and compounded on each Interest Accretion Date and payable at maturity, which will result in the aggregate Maturity Amounts payable at maturity, as shall be determined, subject to paragraph (c) of this Section, by the Treasurer in the Certificate of Award, provided that the Capital Appreciation Bonds of any one stated maturity all shall bear the same compounding rate of interest. The total interest accrued on any Capital Appreciation Bond as of any particular date shall be an amount equal to the amount by which the Compound Accreted Amount of that Capital Appreciation Bond exceeds the original principal amount of that Capital Appreciation Bond as of that date.

- (b) The Bonds shall mature on the Principal Payment Dates in principal amounts as shall be determined, subject to paragraph (c) of this Section, by the Treasurer in the Certificate of Award, consistent with the Treasurer's determination of the best interest of and financial advantages to the School District.

Consistent with the foregoing and in accordance with the Treasurer's determination of the best interest of and financial advantages to the School District, the Treasurer shall specify in the Certificate of Award, among other things, (i) the aggregate principal amount of any Bonds to be issued as Current Interest Bonds, the Principal Payment Dates on which those Bonds shall be stated to mature (or be subject to mandatory sinking fund redemption) and the principal amount thereof that shall be stated to mature (or be subject to mandatory sinking fund redemption) on each such Principal Payment Date, and (ii) the aggregate principal amount of any Bonds to be issued as Capital Appreciation Bonds and the corresponding aggregate Maturity Amount thereof, the Principal Payment Dates on which those Bonds shall be stated to mature, and the principal amount and corresponding Maturity Amount thereof that shall be payable on each such Principal Payment Date.

- (c) The rate or rates of interest per year to be borne by the Current Interest Bonds and the compounding rate or rates of interest per year to be borne by any Capital Appreciation Bonds, determined by taking into account the respective principal amounts of the Bonds and terms to maturity or mandatory sinking fund redemption, as applicable, of those principal amounts of Bonds, shall be such as to demonstrate net present value savings to the School District taxpayers due to the refunding of the Refunded Bonds with the issuance of the Bonds, taking into account all expenses related to that refunding and issuance, provided that the true interest cost of the Bonds shall not exceed 4.00%.

(d) The Capital Appreciation Bonds, if any, shall not be subject to redemption prior to stated maturity. The Current Interest Bonds may be subject to redemption prior to stated maturity as follows, with the details and terms thereof to be set forth in the Certificate of Award.

(i) Mandatory Sinking Fund Redemption. Current Interest Bonds maturing in any year may be made subject to mandatory sinking fund redemption and (unless retired by optional redemption pursuant to subparagraph (ii) hereof) may be redeemed pursuant to mandatory sinking fund redemption requirements, at a redemption price of 100% of the principal amount redeemed plus interest accrued to the redemption date, on any Interest Payment Date or Interest Payment Dates (as selected by the Treasurer in the Certificate of Award) in the principal amounts and in the year or years specified in the Certificate of Award. The aggregate of the moneys to be deposited with the Bond Registrar for payment of principal of and interest on the Term Bonds shall include amounts sufficient to redeem the principal amount of any Current Interest Bonds subject to mandatory sinking fund redemption on the dates specified for such redemption (less the amount of any credit as provided below).

The Board shall have the option to deliver to the Bond Registrar for cancellation Term Bonds in any aggregate principal amount and to receive a credit against the then current or any subsequent mandatory sinking fund redemption requirement (and corresponding mandatory redemption obligation) of the School District, as specified by the Treasurer, for Term Bonds stated to mature on the same principal payment date as the Term Bonds so delivered. That option shall be exercised by the Board on or before the 45th day preceding any mandatory redemption date with respect to which the Board wishes to obtain a credit by furnishing the Bond Registrar a certificate, signed by the Treasurer, setting forth the extent of the credit to be applied with respect to the then current or any subsequent mandatory sinking fund redemption requirement for Term Bonds stated to mature on the same principal payment date. If the certificate is not timely furnished to the Bond Registrar, the then current mandatory sinking fund redemption requirement (and corresponding mandatory redemption obligation) shall not be reduced. A credit against the then current or any subsequent mandatory sinking fund redemption requirement (and corresponding mandatory redemption obligation), as specified by the Treasurer, shall also be received by the Board for any Term Bonds that mature by mandatory sinking fund redemption which prior thereto have been optionally redeemed or purchased for cancellation and cancelled by the Bond Registrar, to the extent not applied theretofore as a credit against any mandatory sinking fund redemption requirement, for Term Bonds stated to mature on the same principal payment date as the Term Bonds so redeemed or purchased and cancelled.

Each Term Bond so delivered, or previously redeemed, or purchased and cancelled, shall be credited by the Bond Registrar at 100% of the principal amount thereof against the then current or subsequent mandatory sinking fund redemption requirements (and corresponding mandatory redemption obligations), as specified by the Treasurer, for Term Bonds stated to mature on the same principal payment date as the Term Bonds so delivered, redeemed or purchased and cancelled.

(ii) Optional Redemption. If and as provided by the Treasurer in the Certificate of Award, the Current Interest Bonds shall be subject to optional redemption by and at the sole option of the Board, in whole or in part (as selected by the Board) on any date, in whole multiples of \$5,000, at the specified redemption prices (expressed as a percentage

of the principal amount redeemed) plus, in each case, accrued interest to the redemption date, provided the redemption price for the earliest optional redemption date shall not be greater than 102% and the earliest optional redemption date shall not be later than ten years and six months after the date of issuance of the Bonds.

If optional redemption is to take place on any mandatory redemption date identified in subparagraph (i) hereof, the Term Bonds, or portions thereof, to be redeemed by optional redemption shall be selected by lot prior to the selection by lot of the Term Bonds to be redeemed on the same date by operation of the mandatory redemption provisions of subparagraph (i). Current Interest Bonds to be redeemed pursuant to this subparagraph (ii) shall be redeemed only upon written notice from the Treasurer of the Board to the Bond Registrar, given upon the direction of the Board by adoption of a resolution. That notice shall specify the redemption date and the principal amount of each maturity of Current Interest Bonds to be redeemed, and shall be given at least 45 days prior to the redemption date or such shorter period as shall be acceptable to the Bond Registrar. In the event that notice of redemption shall have been given by the Bond Registrar to the registered owners as hereinafter provided, there shall be deposited with the Bond Registrar, on or prior to the redemption date, funds which, in addition to any other moneys available therefor and held by the Bond Registrar, will be sufficient to redeem at the redemption price thereof, plus interest accrued to the redemption date, all of the redeemable Current Interest Bonds for which notice of redemption has been given.

(iii) Partial Redemption. If fewer than all of the Current Interest Bonds of a single maturity are to be redeemed, the selection of Current Interest Bonds to be redeemed, or portions thereof in amounts of \$5,000 or any integral multiple thereof, shall be made by lot by the Bond Registrar in any manner which the Bond Registrar may determine. In the case of a partial redemption of Current Interest Bonds by lot when Current Interest Bonds of denominations greater than \$5,000 are then outstanding, each \$5,000 unit of principal thereof shall be treated as though it were a separate Current Interest Bond of the denomination of \$5,000. If it is determined that one or more, but not all of the \$5,000 units of principal represented by a Current Interest Bond are to be called for redemption, then upon notice of redemption of a \$5,000 unit or units, the registered owner of that Current Interest Bond shall surrender the Bond to the Bond Registrar (A) for payment of the redemption price of the \$5,000 unit or units called for redemption (including, without limitation, the interest accrued to the date fixed for redemption and any premium), and (B) for issuance, without charge to the registered owner thereof, of a new Current Interest Bond or Current Interest Bonds of any Authorized Denomination or Denominations in an aggregate principal amount equal to the unmatured and unredeemed portion of, and bearing interest at the same rate and maturing on the same date as, the Current Interest Bond surrendered.

(iv) Notice of Redemption. The notice of the call for redemption of Current Interest Bonds shall identify (A) by designation, letters, numbers or other distinguishing marks, the Current Interest Bonds or portions thereof to be redeemed, (B) the redemption price to be paid, (C) the date fixed for redemption, and (D) the place or places where the amounts due upon redemption are payable. The notice shall be given by the Bond Registrar on behalf of the School District by mailing a copy of the redemption notice by first class mail, postage prepaid, (or otherwise as may be permitted or required if the Bonds are held under a book-entry system by a securities depository) at least 30 days prior to the date fixed for redemption, to the registered owner of each Current Interest Bond subject to redemption in whole or in part at the registered owner's address shown

on the Bond Register maintained by the Bond Registrar at the close of business on the 15th day preceding that mailing and to any municipal bond insurance company that has issued a policy insuring the Current Interest Bonds. The failure of any registered owner of any Current Interest Bond to be redeemed to receive notice by mail or any defect in that notice regarding any Current Interest Bond shall not affect the validity of the proceedings for the redemption of any other Current Interest Bond.

(v) Payment of Redeemed Current Interest Bonds. Notice having been mailed in the manner provided in subparagraph (iv) hereof, the Current Interest Bonds and portions thereof called for redemption shall become due and payable on the redemption date, and, upon presentation and surrender thereof at the place or places specified in that notice, shall be paid at the redemption price, plus interest accrued to the redemption date. If moneys for the redemption of all of the Current Interest Bonds and portions thereof to be redeemed, together with interest accrued thereon to the redemption date, are held by the Bond Registrar on the redemption date, so as to be available therefor on that date and, if notice of redemption has been deposited in the mail as aforesaid, then from and after the redemption date those Current Interest Bonds and portions thereof called for redemption shall cease to bear interest and no longer shall be considered to be outstanding. If those moneys shall not be so available on the redemption date, or that notice shall not have been deposited in the mail as aforesaid, those Current Interest Bonds and portions thereof shall continue to bear interest, until they are paid, at the same rate as they would have borne had they not been called for redemption. All moneys held by the Bond Registrar for the redemption of particular Current Interest Bonds shall be held in trust for the account of the registered owners thereof and shall be paid to them, respectively, upon presentation and surrender of those Current Interest Bonds, provided that any interest earned on the moneys so held by the Bond Registrar shall be for the account of and paid to the School District to the extent not required for the payment of the Bonds called for redemption.

Section 4. The Bonds shall be signed by the President or Vice President, and the Treasurer, of this Board, in the name of the School District and in their official capacities, provided that either or both of those signatures may be a facsimile. The Bonds shall be designated "School Improvement Refunding Bonds, Series 2020" (or otherwise as may be determined by the Treasurer in the Certificate of Award), be issued in Authorized Denominations and numbers as requested by the Original Purchaser and approved by the Treasurer (consistent with the parameters set forth herein), be numbered as determined by the Treasurer in order to distinguish each Bond from any other Bond and to distinguish the Current Interest Bonds from any Capital Appreciation Bonds, and express upon their faces the purpose, in summary terms, for which they are issued and that they are issued pursuant to the aforesaid election held on November 4, 2003, Chapter 133 and Section 133.34 of the Revised Code, this Resolution, and the Certificate of Award. No Bond shall be valid or obligatory for any purpose or shall be entitled to any security or benefit under the Bond Proceedings unless and until the certificate of authentication printed on the Bond is signed by the Bond Registrar as authenticating agent. Authentication by the Bond Registrar shall be conclusive evidence that the Bond so authenticated has been duly issued, signed and delivered under, and is entitled to the security and benefit of, the Bond Proceedings. The certificate of authentication may be signed by any authorized officer or employee of the Bond Registrar or by any other person acting as an agent of the Bond Registrar and approved by the Treasurer on behalf of the School District. The same person need not sign the certificate of authentication on all of the Bonds.

Section 5. The Treasurer is authorized and directed to appoint, in the Certificate of Award, the Bond Registrar, after determining that such bank or trust company will not endanger the funds or securities of the School District and that proper procedures and safeguards are available for that purpose. The Treasurer shall sign and deliver, in the name and on behalf of the School District, the Registrar Agreement between the School District and the Bond Registrar and the Ohio Department of Education (if applicable), in substantially the form as is now on file with this Board. The Registrar Agreement is approved, together with any changes or amendments that are not inconsistent with this Resolution and not substantially adverse to the School District and that are approved by the Treasurer, on behalf of the School District, all of which shall be conclusively evidenced by the signing of the Registrar Agreement or amendments thereto. The Treasurer shall provide for the payment of the services rendered and for reimbursement of expenses incurred pursuant to the Registrar Agreement, except to the extent paid or reimbursed by the Original Purchaser in accordance with the Purchase Agreement, from the proceeds of the Bonds to the extent available and then from other money lawfully available and appropriated or to be appropriated for that purpose.

Section 6. The debt charges on the Bonds shall be payable in lawful money of the United States of America or in Federal Reserve funds of the United States of America, as determined by the Director of Finance in the Certificate of Award, without deduction for the services of the Bond Registrar as paying agent. Principal and premium, if any, of the Current Interest Bonds, and principal of and interest on any Capital Appreciation Bonds, shall be payable when due upon presentation and surrender of the Bonds at the corporate trust office of the Bond Registrar designated in the Certificate of Award or, if not so designated, at the principal corporate trust office of the Bond Registrar. Interest on a Current Interest Bond shall be paid by the Bond Registrar on each Interest Payment Date by check or draft mailed to the person in whose name the Bond was registered, and to that person's address appearing, on the Bond Register at the close of business on the 15th day next preceding that Interest Payment Date. Notwithstanding the foregoing, if and so long as the Bonds are issued in a book entry system, principal of, premium, if any, and interest on the Bonds shall be payable in the manner provided in any agreement entered into by the Treasurer, in the name and on behalf of the School District, in connection with the book entry system.

Section 7. So long as any of the Bonds remain outstanding, the School District will cause the Bond Registrar to maintain and keep the Bond Register at its designated corporate trust office. Subject to the provisions of Section 6, the person in whose name a Bond is registered on the Bond Register shall be regarded as the absolute owner of that Bond for all purposes of the Bond Proceedings. Payment of or on account of the debt charges on any Bond shall be made only to or upon the order of that person; neither the School District nor the Bond Registrar shall be affected by any notice to the contrary, but the registration may be changed as provided in this Section. All such payments shall be valid and effectual to satisfy and discharge the School District's liability upon the Bond, including interest, to the extent of the amount or amounts so paid.

Any Bond may be exchanged for Bonds of any Authorized Denomination upon presentation and surrender at the designated corporate trust office of the Bond Registrar, together with a request for exchange signed by the registered owner or by a person legally empowered to do so in a form satisfactory to the Bond Registrar. A Bond may be transferred only on the Bond Register upon presentation and surrender of the Bond at the designated corporate trust office of the Bond Registrar together with an assignment signed by the registered owner or by a person legally empowered to do so in a form satisfactory to the Bond Registrar. Upon exchange or transfer the Bond Registrar shall complete, authenticate and deliver a new Bond or Bonds of any Authorized

Denomination or Denominations requested by the owner equal in the aggregate to the unmatured principal amount of the Bond surrendered and bearing interest at the same rate and maturing on the same date.

If manual signatures on behalf of the School District are required, the Bond Registrar shall undertake the exchange or transfer of Bonds only after the new Bonds are signed by the authorized officers of the Board. In all cases of Bonds exchanged or transferred, the School District shall provide for the signing and the Bond Registrar shall authenticate and deliver Bonds in accordance with the provisions of the Bond Proceedings. The exchange or transfer shall be without charge to the owner, except that the School District and Bond 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 Bond Registrar may require that those charges, if any, be paid before the procedure is begun for the exchange or transfer. All Bonds issued and authenticated upon any exchange or transfer shall be valid obligations of the School District, evidencing the same debt, and entitled to the same security and benefit under the Bond Proceedings as the Bonds surrendered upon that exchange or transfer. Neither the School District nor the Bond Registrar shall be required to make any exchange or transfer of (i) Bonds then subject to call for redemption between the 15th day preceding the mailing of notice of Bonds to be redeemed and the date of that mailing, or (ii) any Bond selected for redemption, in whole or in part.

Notwithstanding any other provisions of this Resolution, if the Treasurer determines in the Certificate of Award that it is in the best interest of and financially advantageous to the School District, the Bonds may be issued in book entry form in accordance with the following provisions of this Section.

The Bonds may be issued to a Depository for use in a book entry system and, if and as long as a book entry system is utilized: (i) the Bonds may be issued in the form of a single, fully registered Bond representing each maturity, or interest rate within a maturity, as the case may be, and registered in the name of the Depository or its nominee, as registered owner, and immobilized in the custody of the Depository or its designated agent, which may be the Bond Registrar; (ii) the beneficial owners of Bonds in book entry form shall have no right to receive Bonds in the form of physical securities or certificates; (iii) ownership of beneficial interests in book entry form shall be shown by book entry on the system maintained and operated by the Depository and its Participants, and transfers of the ownership of beneficial interests shall be made only by book entry by the Depository and its Participants; and (iv) the Bonds 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.

If any Depository determines not to continue to act as a Depository for the Bonds for use in a book entry system, the Treasurer may attempt to establish a securities depository/book entry relationship with another qualified Depository. If the Treasurer does not or is unable to do so, the Treasurer, after making provision for notification of the beneficial owners by the then Depository and any other arrangements deemed necessary, shall permit withdrawal of the Bonds from the Depository, and shall cause Bond certificates in registered form to be authenticated by the Bond Registrar and delivered to the assignees of the Depository or its nominee, all at the cost and expense (including any costs of printing), if the event is not the result of the School District action or inaction, of those persons requesting such issuance.

The Treasurer is hereby authorized and directed, to the extent necessary or required, to enter into any agreements, in the name and on behalf of the School District, that the Treasurer

determines to be necessary in connection with a book entry system for the Bonds, after determining that the signing thereof will not endanger the funds or securities of the School District.

Section 8.

- (a) The Bonds are to be awarded and sold at private sale to the Original Purchaser at a purchase price, not less than 97% of the aggregate principal amount thereof, as shall be determined by the Treasurer in the Certificate of Award, plus accrued interest on the Current Interest Bonds from their date to the Closing Date, and shall be awarded by the Treasurer with and upon such other terms as are required or authorized by this Resolution to be specified in the Certificate of Award, in accordance with law, the provisions of this Resolution and the Purchase Agreement. The Treasurer is authorized to and shall sign and deliver the Certificate of Award and shall cause the Bonds to be prepared and signed and delivered, together with a true transcript of proceedings with reference to the issuance of the Bonds, to the Original Purchaser upon payment of the purchase price. The President, the Vice President and the Treasurer of this Board, the Superintendent of the School District, and other School District officials, as appropriate, each and all, are authorized and directed to sign any transcript certificates, financial statements and other documents and instruments and to take such actions as are necessary or appropriate to consummate the transactions contemplated by this Resolution.

The Treasurer shall sign and deliver, in the name and on behalf of the School District, the Purchase Agreement between the School District and the Original Purchaser, in substantially the form as is now on file with the Treasurer, providing for the sale to, and the purchase by, the Original Purchaser of the Bonds. The Purchase Agreement is approved, together with any changes or amendments that are not inconsistent with this Resolution and not substantially adverse to the School District and that are approved on behalf of the School District by the Treasurer, all of which shall be conclusively evidenced by the Treasurer's signing of the Purchase Agreement or amendments thereto.

The Treasurer is authorized, if it is determined to be in the best interest of the School District, to combine the issue of the Bonds with one or more other voted general obligation bond issues of the School District into a consolidated bond issue pursuant to Section 133.30(B) of the Revised Code, in which case a single Certificate of Award, Bond Purchase Agreement, and Bond Registrar Agreement, among other bond issue proceedings, may be utilized for the consolidated bond issue if appropriate and consistent with the terms of this Resolution.

- (b) The (preliminary) official statement currently on file with the Treasurer is approved in substance. The President or Vice-President and Treasurer and the Superintendent, on behalf of the School District and in their official capacities, are authorized to (i) make or authorize modifications, completions or changes of or supplements to, said official statement in connection with the original issuance of the Bonds, (ii) determine, and to certify or otherwise represent, when the official statement is to be "deemed final" (except for permitted omissions) by the School District or is a final official statement for purposes of Sections (b)(1), (3) and (4) of the Rule, (iii) use and distribute, or authorize the use and distribution of, the official statement, as it may be so modified, completed, changed or supplemented, in connection with the original issuance of the Bonds, and (iv) complete and sign an official statement, as it may be so modified, completed, changed or supplemented, together with such certificates, statements or other documents in

connection with the finality, accuracy and completeness of an official statement as they deem necessary or appropriate.

- (c) For the benefit of the holders and beneficial owners from time to time of the Bonds, the School District agrees to provide or cause to be provided such financial information and operating data, audited financial statements and notices of the occurrence of certain events, in such manner as may be required for purposes of the Rule. The President of the Board, the Treasurer and the Superintendent are authorized and directed to complete, sign and deliver the Continuing Disclosure Agreement, in the name and on behalf of the School District, in substantially the form as is now on file with the Treasurer. The Continuing Disclosure Agreement is approved, together with any changes or amendments that are not inconsistent with this Resolution and not substantially adverse to the School District and that are approved by the Treasurer on behalf of the School District, all of which shall be conclusively evidenced by the signing of the Continuing Disclosure Agreement.

The Treasurer is further authorized and directed to establish procedures in order to ensure compliance by the School District with its Continuing Disclosure Agreement, including timely provision of information and notices as described above. Prior to making any filing required under the Rule, the Treasurer shall consult with and obtain legal advice from, as appropriate, the bond or other qualified independent special counsel selected by the School District. The Treasurer, acting in the name and on behalf of the School District, shall be entitled to rely upon any such legal advice in determining whether a filing should be made. The performance by the School District of its Continuing Disclosure Agreement shall be subject to the annual appropriation of any funds that may be necessary to perform it.

- (d) If, in the judgment of the Treasurer, the filing of an application for (i) a rating on the Bonds by one or more nationally recognized rating agencies and/or (ii) a policy of insurance from a company or companies to better assure the payment of principal of and interest on the Bonds is in the best interest of and financially advantageous to the School District, the Treasurer is authorized to prepare and submit those applications. The Treasurer is also authorized to provide to each such agency or company such information as may be required for the purpose and, if it is, in the Treasurer's judgment, in the best interest of and financially advantageous to the School District, to accept a commitment for insurance issued by a nationally recognized municipal bond insurance company insuring the payment when due of the principal of and interest on all or any portion of the Bonds. The Treasurer is authorized to enter into any agreements, on behalf of and in the name of the School District, that the Treasurer determines to be necessary or required to obtain such ratings or insurance.

The expenditure of the amounts necessary to secure those ratings and to pay the other financing costs (as defined in Section 133.01 of the Revised Code) in connection with the Bonds, to the extent not paid by the Original Purchaser in accordance with the Bond Purchase Agreement, is authorized and approved, and the Treasurer is authorized to provide for the payment of any such amounts and costs from the proceeds of the Bonds to the extent available and otherwise from any other funds lawfully available that are appropriated or shall be appropriated for that purpose.

- (e) If the Treasurer determines it to be in the best interests of and financially advantageous to the School District, the Treasurer is authorized and directed to apply, on behalf of

the School District, to the Ohio Department of Education (the "Department") and the Office of Budget and Management ("OBM") for permission for the School District to participate in the Ohio School District Credit Enhancement Program (the "Program") and thereby to request that the Department approve an agreement with the School District and the Bond Registrar, which agreement may be incorporated as a part of the Registrar Agreement, providing for the withholding and deposit of funds otherwise due the School District under Chapter 3317 of the Revised Code ("State Education Aid") for the payment of debt charges on the Bonds (or a portion thereof) under certain circumstances. If the School District receives that permission and the Treasurer determines that it is in the best interest of and financially advantageous to the School District, the Treasurer may sign and deliver, in the name and on behalf of the School District, such an agreement pursuant to and containing the terms and conditions required by Section 3317.18 of the Revised Code. Unless otherwise stipulated by Section 3317.18 of the Revised Code or its implementing rule, Ohio Administrative Code Section 3301-8-01, this Board covenants that, if the School District enters into such an agreement with the Department, it will not pledge State Education Aid as primary security for other obligations on a parity with those bonds unless the projected amount of State Education Aid to be distributed to the School District in the then current fiscal year exceeds the maximum annual debt charges due in that fiscal year or any future fiscal year on all outstanding and proposed obligations to which State Education Aid is pledged as the primary security by a ratio of at least 2.5 to 1; provided that this covenant shall not prevent the School District from issuing obligations having a claim on State Education Aid subordinate to that of those bonds. The Treasurer is authorized to sign and deliver, in the name and on behalf of the School District, to the extent necessary or required, any other instruments or agreements necessary to enable the School District to participate in the Program.

Section 9. This Board determines that it is necessary and in the best interest of the School District to provide for the refunding of the Refunded Bonds by the payment of the principal of and interest on, the Refunded Bonds pursuant to Section 133.34 of the Revised Code and as provided in this Resolution, and to redeem the Refunded Bonds on a date selected by the Treasurer in the Certificate of Award, which date shall be on or after December 1, 2019 (the "Call Date"). The Board further determines and finds that such refunding will enable the School District and its taxpayers to effect a savings in the aggregate debt service payments that would otherwise be required to be made on the Refunded Bonds.

As provided in the Escrow Agreement, timely after the delivery of and payment for the Bonds and the crediting to the Escrow Fund created under the Escrow Agreement as provided in this Resolution, the Refunded Bonds shall be called for prior redemption. The Treasurer is authorized and directed to give to The Huntington National Bank, as the authenticating agent, bond registrar and paying agent for the Refunded Bonds, on or promptly after the Closing Date, written notice of that call for redemption, and the Refunded Bonds shall be redeemed in accordance with the provisions of this Resolution, the Original Bond Legislation and the Escrow Agreement. The Board covenants, for the benefit of the holders of the Refunded Bonds and of the Bonds, that it will at no time on or after the Closing Date take actions to modify or rescind that call for prior redemption, that it will take, and will cause the bond registrar for the Refunded Bonds to take, all steps required by the terms of the Refunded Bonds to make and perfect that call for prior redemption, and that in accordance with the Escrow Agreement it will provide from the proceeds of the Bonds, and other available sources as may be required, moneys and securities sufficient to provide for the timely payment, in accordance with this Resolution, of all principal of and interest that will be due and payable on the Refunded Bonds through and including the Call Date.

Section 10. The Treasurer is hereby authorized and directed to appoint an Escrow Agent in the Certificate of Award after determining that said bank or trust company will not endanger the funds or securities to be held in trust for redemption of the Refunded Bonds. The Escrow Agent is authorized and directed to cause notice of the refunding of the Refunded Bonds to be given in accordance with the Escrow Agreement. The Treasurer shall sign and deliver, in the name and on behalf of the School District and in the Treasurer's official capacity, the Escrow Agreement between the School District and the Escrow Agent in substantially the form as is now on file with the Treasurer. The Escrow Agreement is approved, together with any changes or amendments that are not inconsistent with this Resolution and not substantially adverse to the School District and that are approved by the Treasurer on behalf of the School District, all of which shall be conclusively evidenced by the signing of the Escrow Agreement or amendments thereto. The Treasurer shall provide for the payment of services rendered and for reimbursement of expenses incurred pursuant to the Escrow Agreement (including the fees and expenses of a mathematical verification agent to be appointed by the Treasurer in the Certificate of Award), except to the extent paid or reimbursed by the Original Purchaser in accordance with the Purchase Agreement, from the proceeds of the Bonds to the extent available and otherwise from other funds lawfully available and appropriated or to be appropriated for that purpose.

Section 11. There is created under the Escrow Agreement a trust fund designated the "Warren City School District, Ohio, Series 2012 Bonds, Escrow Fund (2020)" (the "2012 Escrow Fund") which shall be held and maintained by the Escrow Agent in trust for the registered owners of the Refunded Bonds and is assigned for the payment of principal of and interest on the Refunded Bonds, all in accordance with the provisions of the Escrow Agreement. The Treasurer is hereby authorized and directed to pay or cause to be paid to the Escrow Agent for deposit in the 2012 Escrow Fund such amount of the proceeds from the sale of the Bonds as may be necessary, together with such amount, if any, as is on deposit in the Bond Retirement Fund of the School District and required to be used for such purpose, to provide for the refunding of the Refunded Bonds. Those funds are appropriated and shall be used to pay principal of and interest on the Refunded Bonds, as provided in the Escrow Agreement. The transfer to the 2012 Escrow Fund of any funds required hereunder and presently on deposit in the Bond Retirement Fund is hereby authorized. The funds deposited in the 2012 Escrow Fund shall be (a) held in cash to the extent that they are not needed to make the investments hereinafter described, and (b) invested in direct obligations of, or obligations guaranteed as to payment by, the United States of America (within the meaning of Section 133.34 of the Revised Code, referred to herein as "Government Obligations") that mature or are subject to redemption by and at the option of the holder, in amounts sufficient, together with any uninvested cash in the 2012 Escrow Fund but without further investment or reinvestment, for the payment on the Call Date of (i) all accrued but unpaid interest on the Refunded Bonds, and (ii) the principal amount of the Refunded Bonds (at a redemption price of 100% of the principal amount redeemed), all as provided in the Escrow Agreement. The Escrow Agent is hereby authorized to file, on behalf of the School District, subscriptions for the purchase and issuance of United States Treasury Securities – State and Local Government Series ("SLGS") for investment of funds in the 2012 Escrow Fund if it is determined by the Treasurer in the Certificate of Award that the purchase of SLGS for such purpose is in the best interest of and financially advantageous to the School District. If, in the judgment of the Treasurer, an open-market purchase of Government Obligations for the 2012 Escrow Fund is in the best interest of and financially advantageous to this District, the Treasurer or any other officer of the District, on behalf of the District and in his or her official capacity, may purchase or cause to be purchased and deliver or cause to be delivered such obligations, engage the services of a financial advisor, bidding agent or similar entity for the purpose of facilitating the bidding, purchase and delivery of such obligations for, and any related structuring of, the 2012

Escrow Fund, execute such instruments as are deemed necessary to engage such services for such purpose, and provide further for the payment of the cost of obtaining such services, except to the extent paid by the Original Purchaser in accordance with the Purchase Agreement, from the proceeds of the Bonds to the extent available and otherwise from any other funds lawfully available and that are appropriated or shall be appropriated for that purpose.

Section 12. Proceeds from the sale of the Bonds (except any accrued interest and original issue premium in excess of the amount necessary to accomplish the refunding of the Refunded Bonds and the payment of costs relating to the issuance of the Bonds and the refunding of the Refunded Bonds, which shall be paid into the Bond Retirement Fund) shall be paid into the 2012 Escrow Fund as and to the extent provided in Section 11, and are appropriated and shall be used for that purpose. Accrued interest and such excess premium received by the School District are appropriated and shall be used for the purpose of paying debt charges on the Bonds. Any proceeds received by the School District to be used for the payment of any expense relating to the refunding of the Refunded Bonds and the issuance of the Bonds shall be paid into the proper fund or funds, and are appropriated and shall be used for that purpose.

Section 13. There shall be levied on all the taxable property in the School District, in addition to all other taxes, a direct tax annually during the period the Bonds are outstanding in an amount sufficient to pay the debt charges on the Bonds when due, which tax shall not be less than the interest and sinking fund tax required by Section 11 of Article XII of the Ohio Constitution. The tax shall be unlimited as to amount or rate, shall be and is ordered computed, certified, levied and extended upon the tax duplicate and collected by the same officers, in the same manner and at the same time that taxes for general purposes for each of those years are certified, levied, extended and collected, and shall be placed before and in preference to all other items and for the full amount thereof. The proceeds of the tax levy shall be placed in the Bond Retirement Fund, which is irrevocably pledged for the payment of the debt charges on the Bonds when and as the same fall due.

Section 14. This Board covenants to use, and to restrict the use and investment of, the proceeds of the Bonds in such manner and to such extent as may be necessary so that (a) the Bonds will not (i) constitute private activity bonds, arbitrage bonds or hedge bonds under Sections 141, 148 or 149 of the Code or (ii) be treated other than as bonds to which Section 103 of the Code applies, and (b) the interest thereon will not be an item of tax preference under Section 57 of the Code.

This Board further covenants (a) to take or cause to be taken such actions that may be required of it for the interest on the Bonds to be and to remain excluded from gross income for federal income tax purposes, and (b) not to take or authorize to be taken any actions that would adversely affect that exclusion, and (c) that it, or persons acting for it, will, among other acts of compliance, (i) apply the proceeds of the Bonds to the governmental purpose of the borrowing, (ii) restrict the yield on investment property acquired with those proceeds, (iii) make timely and adequate payments to the federal government, (iv) maintain books and records and make calculations and reports, and (v) refrain from certain uses of those 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 any other officer of this Board or the School District having responsibility for issuance of the Bonds, is hereby authorized (a) to make or effect any election, selection, designation, choice, consent, approval, or waiver on behalf of this Board and the School District with respect to the Bonds as this Board or the School District is permitted or required to make or give under the federal income tax laws, including, without limitation, any of

the elections available under Section 148 of the Code, for the purpose of assuring, enhancing or protecting favorable tax treatment or status of the Bonds or interest thereon or assisting compliance with requirements for that purpose, reducing the burden or expense of such compliance, reducing the rebate amount or payments or 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 this Board and the School District, as may be appropriate to assure the exclusion of interest from gross income and the intended tax status of the Bonds, and (c) to give one or more appropriate certificates of this Board and the School District, for inclusion in the transcript of proceedings for the Bonds, setting forth the reasonable expectations of this Board and the School District regarding the amount and use of all the proceeds of the Bonds, the facts, circumstances and estimates on which they are based, and other facts and circumstances relevant to the tax treatment of the interest on and the tax status of the Bonds. The Treasurer is specifically authorized to designate or otherwise determine the Bonds to be or to be deemed designated or otherwise treated as "qualified tax-exempt obligations" if such designation or determination is applicable and desirable, and to make any related necessary representations and covenants.

Each covenant made in this Section with respect to the Bonds is also made with respect to all issues any portion of the debt charges on which is paid from proceeds of the Bonds (and, if different, the original issue and any refunding issues in a series of refundings), to the extent such compliance is necessary to assure exclusion of interest on the Bonds from gross income for federal income tax purposes, and the officers identified above are authorized to take actions with respect to those issues as they are authorized in this Section to take with respect to the Bonds.

Section 15. The Treasurer is directed to deliver promptly to the Trumbull County Auditor (i) a certified copy of this Resolution and a signed copy of the Certificate of Award as soon as each is available, and (ii) promptly after the Closing Date, a certificate to the effect that, in accordance with Section 133.34 of the Revised Code, the Refunded Bonds are no longer considered to be outstanding.

Section 16. The legal services of Squire Patton Boggs (US) LLP, as bond counsel and disclosure counsel, are hereby retained. The legal services shall be in the nature of legal advice and recommendations as to the documents and the proceedings in connection with the issuance and sale of the Bonds and the refunding and defeasance of the Refunded Bonds and the rendering of the necessary legal opinions upon the delivery of the Bonds. In rendering those legal services, as an independent contractor and in an attorney-client relationship, that firm shall not exercise any administrative discretion on behalf of the School District in the formulation of public policy, expenditure of public funds, enforcement of laws, rules and regulations of the State, the School District or any other political subdivision, or the execution of public trusts. That firm shall be paid just and reasonable compensation for those legal services and shall be reimbursed for the actual out-of-pocket expenses it incurs in rendering those legal services, whether or not the Bonds are ever issued. The Treasurer is authorized and directed, to the extent they are not paid by the Original Purchaser in accordance with the Purchase Agreement, to make appropriate certification as to the availability of funds for those fees and any reimbursement and to issue an appropriate order for their timely payment as written statements are submitted by that firm.

Section 17. The services of Sudsina & Associates, LLC, as municipal advisor, be and are hereby retained. The municipal advisory services shall be in the nature of financial advice and recommendations in connection with the issuance and sale of the Bonds. In rendering those

municipal advisory services, as an independent contractor, that firm shall not exercise any administrative discretion on behalf of the School District in the formulation of public policy, expenditure of public funds, enforcement of laws, rules and regulations of the State, the School District or any other political subdivision, or the execution of public trusts. That firm shall be paid just and reasonable compensation for those municipal advisory services and shall be reimbursed for the actual out-of-pocket expenses it incurs in rendering those municipal advisory services. The Treasurer is authorized and directed, to the extent they are not paid by the Original Purchaser, to make appropriate certification as to the availability of funds for those fees and any reimbursement and to issue an appropriate order for their timely payment as written statements are submitted by that firm.

Section 18. This Board determines that all acts and conditions necessary to be performed by this Board and the School District or to have been met precedent to and in the issuing of the Bonds in order to make them legal, valid and binding general obligations of the School District have been performed and have been met, or will at the time of delivery of the Bonds have been performed and have been met, in regular and due form as required by law; that the full faith and credit and general property taxing power (as described in Section 13) of this Board and the School District are pledged for the timely payment of the debt charges on the Bonds; that no statutory or constitutional limitation of indebtedness or taxation will have been exceeded in the issuance of the Bonds; and that the Bonds are being authorized and issued pursuant to Chapter 133 of the Revised Code, particularly Section 133.34 thereof, the requisite vote of the electors cast at an election held on November 4, 2003, this Resolution, the Certificate of Award, the Purchase Agreement, the Registrar Agreement, the Escrow Agreement, and other authorizing provisions of law.

Section 19. This Board finds and determines that all formal actions of this Board and of any of its committees concerning and relating to the adoption of this Resolution were taken, and that all deliberations of this Board and of any of its committees that resulted in those formal actions were held, in meetings open to the public in compliance with the law.

Section 20. This Resolution shall be in full force and effect upon its adoption.

NOW, THEREFORE, BE IT RESOLVED that the above be approved.

The President called for a vote.

Yes: Mrs. Limperos, Mr. Fowley and Mrs. Patterson.

No: None.

Absent: Mr. Coleman and Mr. Faulkner.

The President declared the motion carried.

MOTION NO. 10-2019-230 -

PROVIDING FOR THE ISSUANCE AND SALE OF BONDS OF THIS SCHOOL DISTRICT, IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$2,672,000, FOR THE PURPOSE OF CONSTRUCTING, RENOVATING, REMODELING, REHABILITATING, RECONSTRUCTING, ADDING TO FURNISHING, EQUIPPING AND OTHERWISE IMPROVING SCHOOL DISTRICT BUILDINGS AND FACILITATES AND ACQUIRING, CLEARING, IMPROVING AND EQUIPPING REAL ESTATE FOR SCHOOL PURPOSES.

Mr. Fowley moved and Mrs. Limperos seconded the resolution providing for the issuance and sale of bonds of this school district, in an aggregate principal amount not to exceed \$2,672,000, for the purpose of constructing, renovating, remodeling, rehabilitating, reconstructing, adding to furnishing, equipping and otherwise improving school district buildings and facilities and acquiring, clearing, improving and equipping real estate for school purposes, be approved as submitted

WHEREAS, at an election held on November 4, 2003, on the combined question of (i) issuing bonds of the Warren City School District, Ohio (the "School District") in the aggregate principal amount of \$40,672,000 for the purpose of constructing, renovating, remodeling, rehabilitating, reconstructing, adding to, furnishing, equipping and otherwise improving School District buildings and facilities and acquiring, clearing, improving and equipping real estate for school purposes, and (ii) levying an additional property tax to provide funds for the acquisition, construction, enlargement, renovation, and financing of general on-going permanent improvements, the requisite majority of those voting on the question voted in favor of it (the "2003 Voter Authorization"); and

WHEREAS, pursuant to the 2003 Voter Authorization and a resolution adopted by this Board, on December 23, 2003, the District issued its \$38,000,000 School Improvement Notes, Series 2003, in anticipation of the issuance of a portion of the aforesaid bonds (the "Series 2003 Notes"); and

WHEREAS, pursuant to the 2003 Voter Authorization and a resolution adopted by this Board on March 29, 2004, and Certificate of Award executed pursuant to that resolution, the District issued its \$38,000,000 School Improvement Bonds, Series 2004, dated April 20, 2004 (the "Series 2004 Bonds") to refund the Series 2003 Notes, leaving \$2,672,000 voter-authorized but unissued; and

WHEREAS, this Board finds and determines that the School District should issue the Bonds described in Section 2, pursuant to the 2003 Voter Authorization, to provide a portion of the funds necessary for the purposes set forth therein; and

WHEREAS, the Treasurer of this Board, as fiscal officer, has certified that the estimated life or period of usefulness of each class of the improvements described in Section 2 is at least five years and that the maximum maturity of the Bonds described in Section 2 is 28 years;

NOW, THEREFORE, BE IT RESOLVED by the Board of Education of the Warren City School District, County of Trumbull, State of Ohio, that:

Section 1. Definitions and Interpretation. In addition to the words and terms elsewhere defined in this Resolution, unless the context or use clearly indicates another or different meaning or intent:

"Authorized Denominations" means (a) with respect to Current Interest Bonds, a denomination of \$5,000 or any whole multiple thereof (except for one maturity of Current Interest Bonds which may be issued in the denomination of \$5,000 or any whole multiple of \$1,000 in excess thereof), and (b) with respect to any Capital Appreciation Bonds, a denomination equal to a principal amount that, when interest at the applicable compounding interest rate is accrued and compounded thereon on each Interest Accretion Date to the stated maturity of the Bonds, will result in a Maturity Amount equal to \$5,000 or any whole multiple thereof.

"Bond proceedings" means, collectively, this Resolution, the Certificate of Award, and such other proceedings of the School District, including the Bonds, that provide collectively for, among other things, the rights of holders and beneficial owners of the Bonds.

“Bond Purchase Agreement” means the Bond Purchase Agreement between the School District and the Original Purchaser, as it may be modified from the form on file with the Treasurer and signed by the Treasurer in accordance with Section 6.

“Bond Register” means all books and records necessary for the registration, exchange and transfer of Bonds as provided in Section 5.

“Bond Registrar” means the bank or trust company appointed in the Certificate of Award pursuant to Section 4, as the initial authenticating agent, bond registrar, transfer agent and paying agent for the Bonds under the Bond Registrar Agreement and until a successor Bond Registrar shall have become such pursuant to the provisions of the Bond Registrar Agreement and, thereafter, “Bond Registrar” shall mean the successor Bond Registrar.

“Bond Registrar Agreement” means the Bond Registrar Agreement among the School District, the Bond Registrar and, if applicable, the Ohio Department of Education, as it may be modified from the form on file with the Treasurer and signed by the Treasurer in accordance with Section 4.

“Book-entry form” or “book-entry system” means a form or system under which (a) the ownership of book-entry interests in Bonds and the principal of and interest on the Bonds may be transferred only through a book entry, and (b) physical Bond certificates in fully registered form are issued by the School District only to a Depository or its nominee as registered owner, with the Bonds deposited with and maintained in the custody of the Depository or its agent. The book entry maintained by others than the School District or the Bond Registrar is the record that identifies the owners of book-entry interests in those Bonds and that principal and interest.

“Capital Appreciation Bonds” means any Bonds designated as such in the Certificate of Award, maturing in the years, being in the principal amounts and having the Maturity Amounts set forth therein, and bearing interest accrued and compounded on each Interest Accretion Date and payable at maturity.

“Certificate of Award” means the certificate authorized by Section 6(a), to be signed by the Treasurer, specifying and determining those terms or other matters pertaining to the Bonds and their issuance, sale and delivery as this Resolution requires or authorizes to be set forth or determined therein.

“Closing Date” means the date of physical delivery of, and payment of the purchase price for, the Bonds.

“Code” means the Internal Revenue Code of 1986, the Regulations (whether temporary or final) under that Code or the statutory predecessor of that Code, and any amendments of, or successor provisions to, the foregoing and any official rulings, announcements, notices, procedures and judicial determinations regarding any of the foregoing, all as and to the extent applicable. Unless otherwise indicated, reference to a Section of the Code includes any applicable successor section or provision and such applicable Regulations, rulings, announcements, notices, procedures and determinations pertinent to that Section.

“Compound Accreted Amount” means, with respect to any Capital Appreciation Bond, the principal amount thereof plus interest accrued and compounded on each Interest Accretion Date to the date of maturity or other date of determination. The Compound Accreted Amount

per \$5,000 Maturity Amount of the Capital Appreciation Bonds of each maturity and each compounding interest rate within a maturity as of each Interest Accretion Date shall be set forth in the Certificate of Award. The Compound Accreted Amount of a Capital Appreciation Bond as of any date other than an Interest Accretion Date is the sum of (a) the Compound Accreted Amount for that Bond on the immediately preceding Interest Accretion Date plus (b) the product of (i) the difference between (A) the Compound Accreted Amount of that Bond on the immediately preceding Interest Accretion Date and (B) the Compound Accreted Amount of that Bond on the immediately succeeding Interest Accretion Date, times (ii) the ratio of (C) the number of days from the immediately preceding Interest Accretion Date to the date of determination to (D) the total number of days from that immediately preceding Interest Accretion Date to the immediately succeeding Interest Accretion Date; provided, however, that in determining the Compound Accreted Amount of a Capital Appreciation Bond as of a date prior to the first Interest Accretion Date, the Closing Date shall be deemed to be the immediately preceding Interest Accretion Date and the principal amount of that Bond shall be deemed to be the Compound Accreted Amount on the Closing Date.

“Continuing Disclosure Agreement” means the Continuing Disclosure Agreement, as it may be modified from the form on file with the Treasurer and signed in accordance with Section 6, and which shall constitute the continuing disclosure agreement made by the School District for the benefit of holders and beneficial owners of the Bonds in accordance with the Rule.

“Current Interest Bonds” means, collectively, the Serial Bonds, the Sinking Fund Bonds and the Term Bonds, each as may be designated as such by the Treasurer in the Certificate of Award and being Bonds payable as to principal at maturity or pursuant to Mandatory Redemption Requirements or Mandatory Sinking Fund Requirements on the Principal Payment Dates and bearing interest payable on each Interest Payment Date as set forth in the Certificate of Award.

“Debt Charges” means principal, including any Mandatory Redemption Requirements and Mandatory Sinking Fund Requirements, and interest and any redemption premium payable on the Bonds.

“Depository” means any securities depository that is a clearing agency under federal law operating and maintaining, with its Participants or otherwise, a book-entry system to record ownership of book-entry interests in Bonds or the principal of and interest on Bonds, and to effect transfers of Bonds, in book-entry form, and includes and means initially The Depository Trust Company (a limited purpose trust company), New York, New York.

“Interest Accretion Dates” means, unless otherwise determined by the Treasurer in the Certificate of Award, as to any Capital Appreciation Bonds, June 1 and December 1 of each year during which any Capital Appreciation Bonds are outstanding, commencing June 1, 2020.

“Interest Payment Dates” means, unless otherwise determined by the Treasurer in the Certificate of Award, (a) as to Current Interest Bonds, June 1 and December 1 of each year during which the Current Interest Bonds are outstanding, commencing June 1, 2020, and (b) as to any Capital Appreciation Bonds, their respective maturity dates.

“Mandatory Redemption Date” means a Principal Payment Date designated as such by the Treasurer in the Certificate of Award on which principal of Term Bonds is payable by mandatory redemption prior to stated maturity pursuant to Section 3(e)(i).

“Mandatory Redemption Requirements” means amounts required by the Bond proceedings to be deposited in the Bond Retirement Fund in a year or fiscal year for the purpose of paying in that year or fiscal year by mandatory redemption prior to stated maturity the principal of Term Bonds that is due and payable, except for such mandatory redemption, in a subsequent year or fiscal year.

“Mandatory Sinking Fund Requirements” means amounts required by the Bond proceedings to be deposited in the Bond Retirement Fund in a year or fiscal year for the purpose of paying principal of Sinking Fund Bonds that is due and payable at their maturity in a subsequent year or fiscal year.

“Maturity Amount” means, with respect to a Capital Appreciation Bond, the principal and interest due and payable on its stated maturity date.

“Original Purchaser” means, unless otherwise determined by the Treasurer in the Certificate of Award, Stifel, Nicolaus & Company, Incorporated.

“Participant” means any participant contracting with a Depository under a book-entry system and includes securities brokers and dealers, banks and trust companies, and clearing corporations.

“Principal Payment Dates” means, unless otherwise determined by the Treasurer in the Certificate of Award, December 1 in each of the years specified in the Certificate of Award when principal of the Bonds is scheduled to be paid, either at maturity or pursuant to Mandatory Redemption Requirements or Mandatory Sinking Fund Requirements, provided that in no case shall the total number of annual Principal Payment Dates exceed the maximum maturity of the Bonds referred to in the preambles hereto.

“Rule” means Rule 15c2-12 prescribed by the SEC pursuant to the Securities Exchange Act of 1934.

“SEC” means the Securities and Exchange Commission.

“Serial Bonds” means those Current Interest Bonds designated as such by the Treasurer in the Certificate of Award, and which are not subject to Mandatory Redemption Requirements or Mandatory Sinking Fund Requirements.

“Sinking Fund Account” means a separate escrow account, if any, created and maintained in the custody of the Bond Registrar pursuant to the Bond Registrar Agreement for any amounts received by the Bond Registrar pursuant to any Mandatory Sinking Fund Requirements, which Account shall be a part of the School District’s Bond Retirement Fund.

“Sinking Fund Bonds” means those Current Interest Bonds designated as such by the Treasurer in the Certificate of Award, and which are subject to Mandatory Sinking Fund Requirements but not subject to Mandatory Redemption Requirements.

“Term Bonds” means those Current Interest Bonds designated as such by the Treasurer in the Certificate of Award, and which are subject to Mandatory Redemption Requirements but not subject to Mandatory Sinking Fund Requirements.

“Treasurer” means the Treasurer of this Board.

The captions and headings in this Resolution are solely for convenience of reference and in no way define, limit or describe the scope or intent of any Sections, subsections, paragraphs, subparagraphs or clauses hereof. Reference to a Section means a section of this Resolution unless otherwise indicated.

Section 2. Authorized Principal Amount and Purpose; Application of Proceeds. This Board determines that it is necessary and in the best interest of the School District to issue bonds of the School District in the maximum aggregate principal amount of \$2,672,000 (the Bonds) for the purpose of constructing, renovating, remodeling, rehabilitating, reconstructing, adding to, furnishing, equipping and otherwise improving School District buildings and facilities and acquiring, clearing, improving and equipping real estate for school purposes. The Bonds shall be designated "School Improvement Bonds, Series 2020" or otherwise as determined by the Treasurer in the Certificate of Award, shall be the second installment of new money bonds issued under the authority referred to in the preambles hereto. Anticipatory securities have not been issued.

Subject to the limitations set forth in this Resolution, the aggregate principal amount of Bonds to be issued, the principal maturities of and the principal payment schedule for the Bonds, the interest rate or rates or compounding interest rate or rates that the Bonds shall bear and certain other terms and provisions of the Bonds identified in this Resolution are subject to further specification or determination in the Certificate of Award upon the finalization of the terms and provisions of the Bonds. The aggregate principal amount of Bonds to be issued, as so specified in the Certificate of Award, shall be the amount determined by the Treasurer to be necessary at the time to carry out the purpose for which the Bonds are to be issued; provided that such amount, together with the aggregate principal amount of all other bonds issued or to be issued under the voted authority set forth in the preambles hereto, shall not exceed \$2,672,000.

The proceeds from the sale of the Bonds, except any premium and accrued interest, shall be paid into the proper fund or funds, and those proceeds are appropriated and shall be used for the purpose for which the Bonds are being issued. Any portion of those proceeds representing premium actually received by the District and accrued interest shall be paid into the Bond Retirement Fund.

Section 3. Denominations; Dating; Principal and Interest Payment and Redemption Provisions. The Bonds shall be issued as fully registered bonds, in Authorized Denominations, but in no case as to a particular maturity date exceeding the principal amount maturing on that date. The respective principal amounts of the Bonds (and Bonds of each federal tax status, if applicable) to be issued as Current Interest Bonds and Capital Appreciation Bonds (if any Bonds are to be issued as Capital Appreciation Bonds) shall be determined by the Treasurer in the Certificate of Award, having due regard to the best interest of and financial advantages to the School District. Unless otherwise specified by the Treasurer in the Certificate of Award, the Bonds shall be dated as of the Closing Date.

- (a) Interest Rates and Interest Payment Dates. The Current Interest Bonds shall bear interest at the rate or rates of interest per year (computed on the basis of a 360-day year consisting of twelve 30-day months), as shall be specified by the Treasurer (subject to subsection (c) of this Section) in the Certificate of Award. Interest on the Current Interest Bonds shall be payable on each Interest Payment Date until the principal amount has been paid or provided for. The Current Interest Bonds shall bear interest from the most recent date to which interest has been paid or provided for or, if no interest has been paid or provided for, from their date.

Any Capital Appreciation Bonds shall bear interest from the Closing Date at the compounding rate or rates of interest per year (computed on the basis of a 360-day year consisting of twelve 30-day months), accrued and compounded on each Interest Accretion Date and payable at maturity, that will result in the aggregate Maturity Amounts payable at maturity, as shall be specified by the Treasurer in the Certificate of Award. The total interest accrued on any Capital Appreciation Bond as of any particular date shall be an amount equal to the amount by which the Compound Accreted Amount of that Capital Appreciation Bond as of that date exceeds the principal amount of that Capital Appreciation Bond.

Notwithstanding any provision of this Resolution to the contrary, Bonds maturing on any one Principal Payment Date may bear interest at different rates, may be issued separately as Current Interest Bonds and Capital Appreciation Bonds, and may have different federal tax statuses.

- (b) Principal Payment Schedule. The Bonds shall mature or be payable pursuant to Mandatory Redemption Requirements, in the case of Term Bonds, or Mandatory Sinking Fund Requirements, in the case of Sinking Fund Bonds, on the Principal Payment Dates and in principal amounts as shall be determined by the Treasurer in the Certificate of Award (subject to subsection (c) of this Section), consistent with the Treasurer's determination of the best interest of and financial advantages to the School District.

Consistent with the foregoing and in accordance with the Treasurer's determination of the best interest of and financial advantages to the School District, the Treasurer shall specify in the Certificate of Award, among other things, (i) the aggregate principal amount of Bonds (and Bonds of each federal tax status, if applicable) to be issued, (ii) the aggregate principal amount of Bonds (and Bonds of each federal tax status, if applicable) to be issued as Current Interest Bonds, (iii) the aggregate principal amount of Current Interest Bonds (and Current Interest Bonds of each federal tax status, if applicable) to be issued as Serial Bonds, the Principal Payment Dates on which those Bonds shall be stated to mature and the principal amount thereof that shall be stated to mature on each such Principal Payment Date, (iv) the aggregate principal amount of Current Interest Bonds (and Current Interest Bonds of each federal tax status, if applicable) to be issued as Term Bonds, the Principal Payment Dates on which those Bonds shall be stated to mature, the principal amount thereof that shall be stated to mature on each such Principal Payment Date, the Principal Payment Dates on which Term Bonds shall be subject to Mandatory Redemption Requirements and the principal amount thereof that shall be payable pursuant to Mandatory Redemption Requirements on each Mandatory Redemption Date, (v) the aggregate principal amount of Current Interest Bonds (and Current Interest Bonds of each federal tax status, if applicable) to be issued as Sinking Fund Bonds, the Principal Payment Date or Dates on which Mandatory Sinking Fund Requirements shall be met by a payment to the Bond Registrar for deposit to a Sinking Fund Account and the Mandatory Sinking Fund Requirement to be so met on each such Principal Payment Date, and (vi) the aggregate principal amount of any Bonds (and Bonds of each federal tax status, if applicable) to be issued as Capital Appreciation Bonds and the corresponding aggregate Maturity Amount thereof, the Principal Payment Date or Dates on which those Bonds shall be stated to mature, and the principal amount and corresponding Maturity Amount thereof that shall be payable on each such Principal Payment Date.

- (c) Conditions for Establishment of Interest Rates and Principal Payment Dates and Amounts. The rate or rates of interest per year to be borne by the Current Interest Bonds and the compounding rate or rates of interest per year to be borne by any Capital Appreciation Bonds, and the principal amount of Current Interest Bonds maturing or payable pursuant to Mandatory Sinking Fund Requirements or Mandatory Redemption Requirements on each Principal Payment Date and the Maturity Amount of any Capital Appreciation Bonds payable on each Principal Payment Date, shall be such that (i) the total principal and interest payments on the Bonds in any fiscal year in which principal is payable is not more than three times the amount of those payments in any other such fiscal year, and (ii) the true interest cost of the Bonds shall not exceed 6.0%. Furthermore, the requirements of Ohio Revised Code Section 133.21 may be met pursuant to subsection (D) thereof.
- (d) Payment of Debt Charges. The Debt Charges on the Bonds shall be payable in lawful money of the United States of America without deduction for the services of the Bond Registrar as paying agent. Principal (excluding any Mandatory Sinking Fund Requirements) of and any premium on the Current Interest Bonds, and principal of and interest on any Capital Appreciation Bonds, shall be payable when due upon presentation and surrender of the Bonds at the designated corporate trust office of the Bond Registrar. Interest on a Current Interest Bond shall be paid on each Interest Payment Date by check or draft mailed to the person in whose name the Bond was registered, and to that person's address appearing on the Bond Register at the close of business on the 15th day next preceding that Interest Payment Date. Notwithstanding the foregoing, if and so long as the Bonds are issued in a book-entry system, principal (excluding any Mandatory Sinking Fund Requirements) of and interest and any premium on the Bonds shall be payable in the manner provided in any agreement entered into by the Treasurer, in the name and on behalf of the School District, in connection with the book-entry system. Mandatory Sinking Fund Requirements, if any, shall be payable when due to the Bond Registrar and applied as provided in the Bond Registrar Agreement.
- (e) Redemption Provisions. The Capital Appreciation Bonds, if any, shall not be subject to redemption prior to maturity. Unless otherwise specified by the Treasurer of this Board in the Certificate of Award, consistently with that officer's determination of the best interest of and financial advantages to the School District, the Current Interest Bonds shall be subject to redemption prior to stated maturity as follows:
- (i) Mandatory Sinking Fund Redemption of Term Bonds Pursuant to Mandatory Redemption Requirements. If any of the Bonds are issued as Term Bonds, the Term Bonds shall be subject to mandatory redemption in part by lot and be redeemed pursuant to Mandatory Redemption Requirements, at a redemption price of 100% of the principal amount redeemed, plus accrued interest to the redemption date, on the applicable Mandatory Redemption Dates and in the principal amounts payable on those Dates, for which provision is made in the Certificate of Award (such Dates and amounts being the Mandatory Redemption Requirements).

The aggregate of the moneys to be deposited with the Bond Registrar for payment of principal of and interest on the Bonds on each Mandatory Redemption Date shall include an amount sufficient to redeem on that Mandatory Redemption Date the principal amount of Term Bonds payable on that Mandatory Redemption Date

pursuant to Mandatory Redemption Requirements (less the amount of any credit as hereinafter provided).

The School District shall have the option to deliver to the Bond Registrar for cancellation Term Bonds in any aggregate principal amount and to receive a credit against the then current or any subsequent Mandatory Redemption Requirement of the School District, as specified by the Treasurer, for Term Bonds stated to mature on the same Principal Payment Date and bear interest at the same rate as the Term Bonds so delivered. That option shall be exercised by the School District on or before the 45th day preceding any Mandatory Redemption Date with respect to which the School District wishes to obtain a credit, by furnishing the Bond Registrar a certificate, signed by the Treasurer, setting forth the extent of the credit to be applied with respect to the then current or any subsequent Mandatory Redemption Requirement for Term Bonds stated to mature on the same Principal Payment Date and bear interest at the same rate. If the certificate is not timely furnished to the Bond Registrar, the then current Mandatory Redemption Requirement shall not be reduced. A credit against the then current or any subsequent Mandatory Redemption Requirement, as specified by the Treasurer, also shall be received by the School District for any Term Bonds that prior thereto have been redeemed (other than through the operation of the applicable Mandatory Redemption Requirements) or purchased for cancellation and canceled by the Bond Registrar, to the extent not applied theretofore as a credit against any Mandatory Redemption Requirement, for Term Bonds stated to mature on the same Principal Payment Date and bear interest at the same rate as the Term Bonds so redeemed or purchased and canceled.

Each Term Bond so delivered, or previously redeemed, or purchased and canceled, shall be credited by the Bond Registrar at 100% of the principal amount thereof against the then current or subsequent Mandatory Redemption Requirements, as specified by the Treasurer, for Term Bonds stated to mature on the same Principal Payment Date and bear interest at the same rate as the Term Bonds so delivered, redeemed or purchased and canceled.

(ii) Optional Redemption. The Current Interest Bonds of the maturities, if any, specified in the Certificate of Award shall be subject to redemption by and at the sole option of the School District on the dates, in the years and at the redemption prices (expressed as a percentage of the principal amount to be redeemed), plus accrued interest to the redemption date, to be determined by the Treasurer in the Certificate of Award; provided that (i) the earliest optional redemption date shall not be more than 10½ years after the Closing Date and (ii) the redemption price for the earliest optional redemption date shall not be greater than 102%.

If optional redemption of Term Bonds at a redemption price exceeding 100% of the principal amount to be redeemed is to take place as of any Mandatory Redemption Date applicable to those Term Bonds, the Term Bonds, or portions thereof, to be redeemed optionally shall be selected by lot prior to the selection by lot of the Term Bonds of the same maturity to be redeemed on the same date by operation of the Mandatory Sinking Fund Redemption Requirements. Bonds to be redeemed pursuant to this paragraph shall be redeemed only upon written notice from the Treasurer to the Bond Registrar, given upon the direction of this Board through a resolution. That notice shall specify the redemption date and the principal amount of each maturity of Bonds and interest rate within a maturity to be redeemed, and shall be given at least

45 days prior to the redemption date or such shorter period as shall be acceptable to the Bond Registrar.

(iii) Partial Redemption. If fewer than all of the outstanding Bonds are called for optional redemption at one time and Bonds of more than one maturity or interest rate within a maturity are then outstanding, the Bonds that are called shall be Bonds of the maturity or maturities and interest rate or rates selected by the School District. If fewer than all of the Bonds of a single maturity and interest rate are to be redeemed, the selection of Bonds of that maturity and interest rate to be redeemed, or portions thereof in amounts of \$5,000 or any whole multiple thereof, shall be made by the Bond Registrar by lot in a manner determined by the Bond Registrar. In the case of a partial redemption of Bonds by lot when Bonds of denominations greater than \$5,000 are then outstanding, each \$5,000 unit of principal thereof shall be treated as if it were a separate Bond of the denomination of \$5,000. If it is determined that one or more, but not all, of the \$5,000 units of principal amount represented by a Bond are to be called for redemption, then, upon notice of redemption of a \$5,000 unit or units, the registered owner of that Bond shall surrender the Bond to the Bond Registrar (A) for payment of the redemption price of the \$5,000 unit or units of principal amount called for redemption (including, without limitation, the interest accrued to the date fixed for redemption and any premium), and (B) for issuance, without charge to the registered owner, of a new Bond or Bonds of any Authorized Denomination or Denominations in an aggregate principal amount equal to the unmaturing and unredeemed portion of, and bearing interest at the same rate and maturing on the same date as, the Bond surrendered.

(iv) Notice of Redemption. The notice of the call for redemption of Bonds shall identify (A) by designation, letters, numbers or other distinguishing marks, the Bonds or portions thereof to be redeemed, (B) the redemption price to be paid, (C) the date fixed for redemption, and (D) the place or places where the amounts due upon redemption are payable. The notice shall be given by the Bond Registrar on behalf of the School District by mailing a copy of the redemption notice by first-class mail, postage prepaid, (or otherwise as may be permitted or required if the Bonds are held under a book-entry system by a securities depository) at least 30 days prior to the date fixed for redemption, to the registered owner of each Bond subject to redemption in whole or in part at the registered owner's address shown on the Bond Register maintained by the Bond Registrar at the close of business on the 15th day preceding that mailing. Failure to receive notice by mail or any defect in that notice regarding any Bond, however, shall not affect the validity of the proceedings for the redemption of any Bond.

(v) Payment of Redeemed Bonds. In the event that notice of redemption shall have been given by the Bond Registrar to the registered owners as provided above, there shall be deposited with the Bond Registrar on or prior to the redemption date, moneys that, in addition to any other moneys available therefor and held by the Bond Registrar, will be sufficient to redeem at the redemption price thereof, plus accrued interest to the redemption date, all of the redeemable Bonds for which notice of redemption has been given. Notice having been mailed in the manner provided in the preceding paragraph hereof, the Bonds and portions thereof called for redemption shall become due and payable on the redemption date, and, subject to Sections 3(d) and 5, upon presentation and surrender thereof at the place or places specified in that notice, shall be paid at the redemption price, plus accrued interest to the redemption date. If moneys for the redemption of all of the Bonds and portions thereof to be redeemed, together with accrued interest thereon to the redemption date, are held by

the Bond Registrar on the redemption date, so as to be available therefor on that date and, if notice of redemption has been deposited in the mail as aforesaid, then from and after the redemption date those Bonds and portions thereof called for redemption shall cease to bear interest and no longer shall be considered to be outstanding. If those moneys shall not be so available on the redemption date, or that notice shall not have been deposited in the mail as aforesaid, those Bonds and portions thereof shall continue to bear interest, until they are paid, at the same rate as they would have borne had they not been called for redemption. All moneys held by the Bond Registrar for the redemption of particular Bonds shall be held in trust for the account of the registered owners thereof and shall be paid to them, respectively, upon presentation and surrender of those Bonds, provided that any interest earned on the moneys so held by the Bond Registrar shall be for the account of and paid to the School District to the extent not required for the payment of the Bonds called for redemption.

- (f) Mandatory Sinking Fund Requirements. The aggregate of the moneys to be deposited with the Bond Registrar for payment of Debt Charges on each Principal Payment Date shall include, with respect to any Sinking Fund Bonds, an amount sufficient to meet the Mandatory Sinking Fund Requirement for deposit to the Sinking Fund Account on that Principal Payment Date (less a credit for any amount by which the balance in the Sinking Fund Account on that Principal Payment Date, determined as provided in the Bond Registrar Agreement, exceeds the sum of all Mandatory Sinking Fund Requirements for prior Principal Payment Dates).

Section 4. Execution and Authentication of Bonds; Appointment of Bond Registrar.

The Bonds shall be signed by the President or Vice President and Treasurer of this Board, in the name of the School District and in their official capacities, provided that either or both of those signatures may be a facsimile. The Bonds shall be issued in the Authorized Denominations and numbers as requested by the Original Purchaser and approved by the Treasurer, shall be numbered as determined by the Treasurer in order to distinguish each Bond from any other Bond and to distinguish the Current Interest Bonds from any Capital Appreciation Bonds, and shall express upon their faces the purpose, in summary terms, for which they are issued and that they are issued pursuant to the provisions of Chapter 133 of the Revised Code, the approval of the electors at the election identified in the first preamble hereto, this Resolution and the Certificate of Award.

The Treasurer is authorized to appoint and designate in the Certificate of Award the initial Bond Registrar after determining that such bank or trust company will not endanger the funds or securities of the School District and that proper procedures and safeguards are available for that purpose. The Treasurer shall sign and deliver, in the name and on behalf of the School District, the Bond Registrar Agreement among the School District, the Bond Registrar and, if applicable, the Ohio Department of Education, in substantially the form as is now on file with the Treasurer. The Bond Registrar Agreement is approved, together with any changes or amendments that are not inconsistent with this Resolution and not substantially adverse to the School District and that are approved by the Treasurer on behalf of the School District, all of which shall be conclusively evidenced by the signing of the Bond Registrar Agreement or amendments thereto. The Treasurer shall provide for payment of services rendered and for reimbursement of expenses incurred pursuant to the Bond Registrar Agreement, except to the extent paid or reimbursed by the Original Purchaser in accordance with the Bond Purchase Agreement and/or Bond Registrar Agreement from the proceeds of the Bonds to the extent available and then from other money lawfully available and appropriated or to be appropriated for that purpose.

No Bond shall be valid or obligatory for any purpose or shall be entitled to any security or benefit under the Bond proceedings unless and until the certificate of authentication printed on the Bond is signed by the Bond Registrar as authenticating agent. Authentication by the Bond Registrar shall be conclusive evidence that the Bond so authenticated has been duly issued, signed and delivered under, and is entitled to the security and benefit of, the Bond proceedings. The certificate of authentication may be signed by any authorized officer or employee of the Bond Registrar or by any other person acting as an agent of the Bond Registrar and approved by the Treasurer on behalf of the School District. The same person need not sign the certificate of authentication on all of the Bonds.

Section 5. Registration; Transfer and Exchange; Book-Entry System.

- (a) Bond Registrar. So long as any of the Bonds remain outstanding, the School District will cause the Bond Registrar to maintain and keep the Bond Register at its designated corporate trust office. Subject to the other provisions of this Section and Sections 3(d) of this Resolution, the person in whose name a Bond is registered on the Bond Register shall be regarded as the absolute owner of that Bond for all purposes of the Bond proceedings. Payment of or on account of the Debt Charges on any Bond shall be made only to or upon the order of that person; neither the School District nor the Bond Registrar shall be affected by any notice to the contrary, but the registration may be changed as provided in this Section. All such payments shall be valid and effectual to satisfy and discharge the School District's liability upon the Bond, including interest, to the extent of the amount or amounts so paid.

- (b) Transfer and Exchange. Any Bond may be exchanged for Bonds of any Authorized Denomination upon presentation and surrender at the designated corporate trust office of the Bond Registrar, together with a request for exchange signed by the registered owner or by a person legally empowered to do so in a form satisfactory to the Bond Registrar. A Bond may be transferred only on the Bond Register upon presentation and surrender of the Bond at the designated corporate trust office of the Bond Registrar together with an assignment signed by the registered owner or by a person legally empowered to do so in a form satisfactory to the Bond Registrar. Upon exchange or transfer the Bond Registrar shall complete, authenticate and deliver a new Bond or Bonds of any Authorized Denomination or Denominations requested by the owner equal in the aggregate to the unmatured principal amount of the Bond surrendered and bearing interest at the same rate and maturing on the same date.

If manual signatures on behalf of the School District are required, the Bond Registrar shall undertake the exchange or transfer of Bonds only after the new Bonds are signed by the authorized officers of the School District. In all cases of Bonds exchanged or transferred, the School District shall sign and the Bond Registrar shall authenticate and deliver Bonds in accordance with the provisions of the Bond proceedings. The exchange or transfer shall be without charge to the owner, except that the School District and the Bond 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 Bond Registrar may require that those charges, if any, be paid before the procedure is begun for the exchange or transfer. All Bonds issued and authenticated upon any exchange or transfer shall be valid obligations of the School District, evidencing the same debt, and entitled to the same security and benefit under the Bond proceedings as the Bonds surrendered upon that exchange or transfer. Neither the School District nor the Bond Registrar shall be required to make

any exchange or transfer of (i) Bonds then subject to call for redemption between the 15th day preceding the mailing of notice of Bonds to be redeemed and the date of that mailing, or (ii) any Bond selected for redemption, in whole or in part.

- (c) Book-Entry System. Notwithstanding any other provisions of this Resolution, if the Treasurer determines in the Certificate of Award that it is in the best interest of and financially advantageous to the School District, the Bonds may be issued in book-entry form in accordance with the following provisions of this Section.

The Bonds may be issued to a Depository for use in a book-entry system and, if and so long as a book-entry system is utilized, (i) the Bonds may be issued in the form of a single, fully registered Bond representing each maturity and each interest rate within a maturity and registered in the name of the Depository or its nominee, as registered owner, and deposited with and maintained in the custody of the Depository or its designated agent which may be the Bond Registrar; (ii) the book-entry interest owners of Bonds in book-entry form shall not have any right to receive Bonds in the form of physical securities or certificates; (iii) ownership of book-entry interests in Bonds in book-entry form shall be shown by book entry on the system maintained and operated by the Depository and its Participants, and transfers of the ownership of book-entry interests shall be made only by book entry by the Depository and its Participants; and (iv) the Bonds 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.

If any Depository determines not to continue to act as a Depository for the Bonds for use in a book-entry system, the Treasurer may attempt to establish a securities depository/book-entry relationship with another qualified Depository. If the Treasurer does not or is unable to do so, the Treasurer, after making provision for notification of the book-entry interest owners by the then Depository and any other arrangements deemed necessary, shall permit withdrawal of the Bonds from the Depository, and shall cause Bond certificates in registered form to be authenticated by the Bond Registrar and delivered to the assigns of the Depository or its nominee, all at the cost and expense (including any costs of printing), if the event is not the result of School District action or inaction, of those persons requesting such issuance.

The Treasurer is hereby authorized and directed, to the extent necessary or required, to enter into any agreements, in the name and on behalf of the School District, that the Treasurer determines to be necessary in connection with a book-entry system for the Bonds.

Section 6. Sale of the Bonds.

- (a) To the Original Purchaser. The Bonds shall be sold at private sale by the Treasurer to the Original Purchaser at a purchase price not less than 97% of the aggregate principal amount thereof, as shall be specified in the Certificate of Award, plus any accrued interest on the Current Interest Bonds from their date to the Closing Date, and with and upon such other terms as are required or authorized by this Resolution to be specified in the Certificate of Award, in accordance with law, the provisions of this Resolution and the Bond Purchase Agreement.

In accordance with the Treasurer's determination of the best interest of the School District and based on conditions then existing in the financial markets, the Treasurer shall sign and deliver the Certificate of Award to determine and specify the interest rate or rates the Bonds are to bear, the final purchase price of the Bonds and other final terms of the Bonds in accordance with the provisions of this Resolution and to evidence the sale of the Bonds to the Original Purchaser and shall cause the Bonds to be prepared and signed and delivered, together with a true transcript of proceedings with reference to the issuance of the Bonds, to the Original Purchaser upon payment of the purchase price. The President, Vice President and Treasurer of this Board, the Superintendent and other School District officials, as appropriate, each are authorized and directed to sign any transcript certificates, financial statements and other documents and instruments (including but not limited to agreements as necessary or appropriate for the holding, investment and application of any money deposited in the Bond Retirement Fund pursuant to Mandatory Sinking Fund Requirements) and to take such actions as are necessary or appropriate to consummate the transactions contemplated by this Resolution.

The Treasurer shall sign and deliver, in the name and on behalf of the School District, the Bond Purchase Agreement between the School District and the Original Purchaser, in substantially the form as is now on file with the Treasurer, providing for the sale to, and the purchase by, the Original Purchaser of the Bonds. The Bond Purchase Agreement is approved, together with any changes or amendments that are not inconsistent with this Resolution and not substantially adverse to the School District and that are approved on behalf of the School District by the Treasurer, all of which shall be conclusively evidenced by the Treasurer's signing of the Bond Purchase Agreement or amendments thereto.

The Treasurer is authorized, if it is determined to be in the best interest of the School District, to combine the issue of the Bonds with one or more other voted general obligation bond issues of the School District into a consolidated bond issue pursuant to Section 133.30(B) of the Revised Code, in which case a single Certificate of Award, Bond Purchase Agreement, and Bond Registrar Agreement, among other bond issue proceedings, may be utilized for the consolidated bond issue if appropriate and consistent with the terms of this Resolution.

- (b) Offering Disclosure – Official Statement. The (preliminary) official statement currently on file with the Treasurer is approved in substance. The President or Vice-President and Treasurer and the Superintendent, on behalf of the School District and in their official capacities, are authorized to (i) make or authorize modifications, completions or changes of or supplements to, said official statement in connection with the original issuance of the Bonds, (ii) determine, and to certify or otherwise represent, when the official statement is to be “deemed final” (except for permitted omissions) by the School District or is a final official statement for purposes of Sections (b)(1), (3) and (4) of the Rule, (iii) use and distribute, or authorize the use and distribution of, the official statement, as it may be so modified, completed, changed or supplemented, in connection with the original issuance of the Bonds, and (iv) complete and sign an official statement, as it may be so modified, completed, changed or supplemented, together with such certificates, statements or other documents in connection with the finality, accuracy and completeness of an official statement as they deem necessary or appropriate.
- (c) Agreement to Provide Continuing Disclosure. For the benefit of the holders and beneficial owners from time to time of the Bonds, the School District agrees to provide

or cause to be provided such financial information and operating data, audited financial statements and notices of the occurrence of certain events, in such manner as may be required for purposes of the Rule. The President or Vice President and Treasurer of this Board and the Superintendent of the School District are authorized and directed to complete, sign and deliver the Continuing Disclosure Agreement, in the name and on behalf of the School District, in substantially the form as is now on file with the Treasurer. The Continuing Disclosure Agreement is approved, together with any changes or amendments that are not inconsistent with this resolution and not substantially adverse to the School District and that are approved by the President or Vice President and Treasurer and Superintendent on behalf of the School District, all of which shall be conclusively evidenced by the signing of the Continuing Disclosure Agreement.

The Treasurer is further authorized and directed to establish procedures in order to ensure compliance by the School District with its Continuing Disclosure Agreement, including timely provision of information and notices as described above. Prior to making any filing required under the Rule, the Treasurer shall consult with and obtain legal advice from, as appropriate, the bond counsel or other qualified independent special counsel selected by the School District. The Treasurer, acting in the name and on behalf of the School District, shall be entitled to rely upon any such legal advice in determining whether a filing should be made. The performance by the School District of its Continuing Disclosure Agreement shall be subject to the annual appropriation of any funds that may be necessary to perform it.

- (d) Application for Ratings, Bond Insurance and/or Other Credit Enhancement; Financing Costs. If, in the judgment of the Treasurer the filing of an application for (i) a rating on the Bonds by one or more nationally recognized rating agencies, or (ii) a policy of insurance from a company or companies to better assure the payment of principal of and interest on all or a portion of the Bonds, is in the best interest of and financially advantageous to this School District, the Treasurer is authorized to prepare and submit those applications, to provide to each such agency or company such information as may be required for the purpose, and to provide further for the payment of the cost of obtaining each such rating or policy, except to the extent paid by the Original Purchaser in accordance with the Bond Purchase Agreement and/or Bond Registrar Agreement from the proceeds of the Bonds to the extent available and otherwise from any other funds lawfully available and that are appropriated or shall be appropriated for that purpose. The Treasurer is hereby authorized, to the extent necessary or required, to enter into any commitments or agreements, in the name of and on behalf of the School District that the Treasurer determines to be necessary in connection with obtaining of such ratings or insurance.

The expenditure of the amounts necessary to secure that rating or those ratings and such insurance (including travel costs) and to pay the other financing costs (as defined in Section 133.01 of the Revised Code) in connection with the Bonds, to the extent not paid by the Original Purchaser in accordance with the Bond Purchase Agreement and/or Bond Registrar Agreement (through a Cost of Issuance Fund created therein or otherwise), is authorized and approved, and the Treasurer is authorized to provide for the payment of any such amounts and costs from the proceeds of the Bonds to the extent available and otherwise from any other funds lawfully available that are appropriated or shall be appropriated for that purpose.

If the Treasurer determines it to be in the best interests of and financially advantageous to the School District, the Treasurer is authorized and directed to apply, on behalf of the School District, to the Ohio Department of Education (the Department) and the Office of Budget and Management (OBM) for permission for the School District to participate in the Ohio School District Credit Enhancement Program (the Program) and thereby to request that the Department approve an agreement with the School District and the Bond Registrar, which agreement may be incorporated as a part of the Registrar Agreement, providing for the withholding and deposit of funds otherwise due the School District under Chapters 3306 and 3317 of the Revised Code (State Education Aid) for the payment of Debt Charges on the Bonds (or a portion thereof) under certain circumstances. If the School District receives that permission and the Treasurer determines that it is in the best interest of and financially advantageous to the School District, the Treasurer may sign and deliver, in the name and on behalf of the School District, such an agreement pursuant to and containing the terms and conditions required by Section 3317.18 of the Revised Code. Unless otherwise stipulated by Section 3317.18 of the Revised Code or its implementing rule, Ohio Administrative Code Section 3301-8-01, this Board covenants that, if the School District enters into such an agreement with the Department, it will not pledge State Education Aid as primary security for other obligations on a parity with those bonds unless the projected amount of State Education Aid to be distributed to the School District in the then current fiscal year exceeds the maximum annual Debt Charges due in that fiscal year or any future fiscal year on all outstanding and proposed obligations to which State Education Aid is pledged as the primary security by a ratio of at least 2.5 to 1; provided that this covenant shall not prevent the School District from issuing obligations having a claim on State Education Aid subordinate to that of those bonds. The Treasurer is authorized to sign and deliver, in the name and on behalf of the School District, to the extent necessary or required, any other instruments or agreements necessary to enable the School District to participate in the Program.

Notwithstanding any provision in this Resolution to the contrary, the Bonds (or a sub-series thereof as described in the first paragraph of Section 2) may be made up of separate sub-series (or sub-sub-series, as the case may be), making distinctions as between those Bonds covered by the Program and/or bond insurance and those not covered by the Program and/or bond insurance. If any or all of the Bonds are to be covered by the Program and/or bond insurance, the Treasurer, in the Certificate of Award, shall designate those Bonds covered by the Program and/or bond insurance and those Bonds not covered by the Program and/or bond insurance, if any, and shall make all applicable sub-series (or sub-sub-series) designations.

Section 7. Provisions for Tax Levy. There shall be levied on all the taxable property in the School District, in addition to all other taxes, a direct tax annually during the period the Bonds are outstanding in an amount sufficient to pay the Debt Charges on the Bonds when due, which tax shall not be less than the interest and sinking fund tax required by Section 11 of Article XII of the Ohio Constitution. The tax shall be unlimited as to amount or rate, shall be and is ordered computed, certified, levied and extended upon the tax duplicate and collected by the same officers, in the same manner and at the same time that taxes for general purposes for each of those years are certified, levied, extended and collected, and shall be placed before and in preference to all other items and for the full amount thereof. The proceeds of the tax levy shall be placed in the Bond Retirement Fund, which is irrevocably pledged for the payment of the Debt Charges on the Bonds when and as the same fall due.

Section 8. Federal Tax Considerations. This Board covenants that it will use, and will restrict the use and investment of, the proceeds of the Bonds in such manner and to such extent as may be necessary so that (a) the Bonds will not (i) constitute private activity bonds or arbitrage bonds under Sections 141 or 148 of the Code or (ii) be treated other than as bonds the interest on which is excluded from gross income under Section 103 of the Code, and (b) the interest on the Bonds will not be an item of tax preference under Section 57 of the Code.

This Board further covenants (a) that it will take or cause to be taken such actions that may be required of it for the interest on the Bonds to be and to remain excluded from gross income for federal income tax purposes, (b) that it will not take or authorize to be taken any actions that would adversely affect that exclusion, and (c) that it, or persons acting for it, will, among other acts of compliance, (i) apply the proceeds of the Bonds to the governmental purpose of the borrowing, (ii) restrict the yield on investment property, (iii) make timely and adequate payments to the federal government, (iv) maintain books and records and make calculations and reports, and (v) refrain from certain uses of those 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 of this Board, or any other officer of the School District having responsibility for the issuance of the Bonds, is hereby authorized (a) to make or effect any election, selection, designation, choice, consent, approval, or waiver on behalf of the School District with respect to the Bonds as the School District is permitted or required to make or give under the federal income tax laws, including, without limitation, any of the elections available under Section 148 of the Code, for the purpose of assuring, enhancing or protecting the favorable tax treatment or status of the Bonds or interest thereon or assisting compliance with requirements for that purpose, reducing the burden or expense of such compliance, reducing the rebate amount or payments or 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 School District, as may be appropriate to assure the exclusion of interest from gross income and the intended tax status of the Bonds, and (c) to give one or more appropriate certificates of the School District, for inclusion in the transcript of proceedings for the Bonds, setting forth the reasonable expectations of the School District regarding the amount and use of all the proceeds of the Bonds, the facts, circumstances and estimates on which they are based, and other facts and circumstances relevant to the tax treatment of the interest on and the tax status of the Bonds. The Treasurer is specifically authorized to designate the Bonds, or any portion thereof, "qualified tax-exempt obligations" if such designation is applicable and desirable, and to make any related necessary representations and covenants.

Section 9. Certification and Delivery of Resolution and Certificate of Award. The Treasurer is directed to deliver or cause to be delivered a certified copy of this Resolution and a signed copy of the Certificate of Award to the Trumbull County Auditor.

Section 10. Satisfaction of Conditions for Bond Issuance. This Board determines that all acts and conditions necessary to be performed by the Board or the School District or to have been met precedent to and in the issuing of the Bonds in order to make them legal, valid and binding general obligations of the School District have been performed and have been met,

or will at the time of delivery of the Bonds have been performed and have been met, in regular and due form as required by law; that the full faith and credit and general property taxing power (as described in Section 7) of the School District are pledged for the timely payment of the Debt Charges on the Bonds; and that no statutory or constitutional limitation of indebtedness or taxation will have been exceeded in the issuance of the Bonds.

Section 11. Retention of Bond and Disclosure Counsel. The legal services of Squire Patton Boggs (US) LLP, as bond counsel and disclosure counsel, are hereby retained. The legal services shall be in the nature of legal advice and recommendations as to the documents and the proceedings in connection with the issuance and sale of the Bonds and the rendering of the necessary legal opinion upon the delivery of the Bonds. In rendering those legal services, as an independent contractor and in an attorney-client relationship, that firm shall not exercise any administrative discretion on behalf of the School District in the formulation of public policy, expenditure of public funds, enforcement of laws, rules and regulations of the State, the School District or any other political subdivision, or the execution of public trusts. That firm shall be paid just and reasonable compensation for those legal services and shall be reimbursed for the actual out-of-pocket expenses it incurs in rendering those legal services whether or not the Bonds are ever issued. The Treasurer is authorized and directed, to the extent they are not paid and/or reimbursed in accordance with the Bond Purchase Agreement and/or Bond Registrar Agreement to make appropriate certification as to the availability of funds for those fees and any reimbursement and to issue an appropriate order for their timely payment as written statements are submitted by that firm.

Section 12. Retention of Municipal Advisor. The services of Sudsina & Associates, LLC, as municipal advisor, be and are hereby retained. The municipal advisory services shall be in the nature of financial advice and recommendations in connection with the issuance and sale of the Bonds. In rendering those municipal advisory services, as an independent contractor, that firm shall not exercise any administrative discretion on behalf of the School District in the formulation of public policy, expenditure of public funds, enforcement of laws, rules and regulations of the State, the School District or any other political subdivision, or the execution of public trusts. That firm shall be paid just and reasonable compensation for those municipal advisory services and shall be reimbursed for the actual out-of-pocket expenses it incurs in rendering those municipal advisory services. The Treasurer is authorized and directed, to the extent they are not paid and/or reimbursed pursuant to the Bond Purchase Agreement and/or Bond Registrar Agreement, to make appropriate certification as to the availability of funds for those fees and any reimbursement and to issue an appropriate order for their timely payment as written statements are submitted by that firm.

Section 13. Compliance with Open Meeting Requirements. This Board finds and determines that all formal actions of this Board and of any of its committees concerning and relating to the adoption of this Resolution were taken, and that all deliberations of this Board and of any of its committees that resulted in those formal actions were held, in meetings open to the public in compliance with the law.

Section 14. Effective Date. This Resolution shall be in full force and effect immediately upon its adoption.

NOW, THEREFORE, BE IT RESOLVED that the above be approved.

The President called for a vote.

Yes: Mr. Fowley, Mrs. Limperos and Mrs. Patterson.

No: None.
Absent: Mr. Coleman and Mr. Faulkner.
The President declared the motion carried.

SUPERINTENDENT’S RECOMMENDATIONS

MOTION NO. 10-2019-231 - WARREN EDUCATION ASSOCIATION COLLECTIVE BARGAINING AGREEMENT

Mrs. Limperos moved and Mr. Fowley seconded the resolution listed below to approve and adopt the Collective Bargaining Agreement between the Warren Education Association and the Warren City Board of Education governing the three-year period commencing June 30, 2020, and concluding June 29, 2023 be approved as submitted.

SECTION 1: The Warren City Board of Education hereby approves and adopts the Collective Bargaining Agreement, (Exhibit 19-86), between the Warren Education Association and the Warren City Board of Education governing the three-year period commencing June 30, 2020, and concluding June 29, 2023.

SECTION 2: The Warren City Board of Education hereby authorizes and directs the appropriate officers and administrators of the Warren City Board of Education and the Warren City School District, including the Board President, Superintendent, and Treasurer, to take any and all acts or actions necessary to execute the Collective Bargaining Agreement and any related documents, including the Certificate of Availability of Funds, as may be necessary to assure its full implementation.

The President called for a vote.
Yes: Mrs. Limperos, Mr. Fowley and Mrs. Patterson.
No: None.
Absent: Mr. Coleman and Mr. Faulkner.
The President declared the motion carried.

MOTION NO. 10-2019-232 - OHIO SCHOOLS COUNCIL COOPERATIVE ADVERTISING AND RECEIVING BIDS FOR SCHOOL BUS CHASSIS AND BODIES

Mr. Fowley moved and Mrs. Limperos seconded the resolution listed below to approve the Ohio Schools Council cooperative advertising and receiving bids for school bus chassis and bodies be approved as submitted.

WHEREAS, the Warren City Schools Board of Education wishes to advertise and receive bids for the purchase of 3 - 78 passenger unitized conventional school bus chassis and bodies.

THEREFORE, BE IT RESOLVED, the Warren City Schools Board of Education wishes to participate and authorizes the Ohio Schools Council to advertise and receive bids on behalf of said Board as per the specifications submitted for the cooperative purchase of 3 - 78 passenger unitized conventional school bus chassis and bodies

BE IT FURTHER RESOLVED, that the Warren City Board of Education approves Ohio School Council cooperative advertising and receiving bids for school bus chassis and bodies.

The President called for a vote.

Yes: Mr. Fowley, Mrs. Limperos and Mrs. Patterson.
No: None.
Absent: Mr. Coleman and Mr. Faulkner.
The President declared the motion carried.

MOTION NO. 10-2019-233 - AUTHORIZATION TO PURCHASE FROM SCHOOL BUS BIDS RECEIVED BY OHIO SCHOOLS COUNCIL

Mrs. Limperos moved and Mr. Fowley seconded the resolution for authorization to purchase from school bus bids received by Ohio Schools Council be approved as submitted.

WHEREAS, the Warren City School District is a member of the Ohio Schools Council. On October 18, 2019, the Ohio Schools Council received bids for school buses on behalf of its members. The Warren City Schools Board of Education authorizes the purchase of 3 - 78 school bus chassis and bodies that were bid through the Ohio Schools Council.

THEREFORE, BE IT RESOLVED the Warren City Schools Board of Education wishes to purchase 3 - 78 school bus chassis and bodies from the bids received through the Ohio Schools Council on October 18, 2019.

NOW, THEREFORE, BE IT RESOLVED, the Warren City Schools Board of Education approves the purchase.

The President called for a vote.
Yes: Mrs. Limperos, Mr. Fowley and Mrs. Patterson.
No: None.
Absent: Mr. Coleman and Mr. Faulkner.
The President declared the motion carried.

MOTION NO. 10-2019-234 - AGREEMENTS, CONTRACTS, AND/OR LEASES

Mr. Fowley moved and Mrs. Limperos seconded the resolution listed below entering into agreements, contracts, and/or leases (a. through c.) be approved as submitted.

BE IT RESOLVED that the Warren City Board of Education approve entering into the following agreements, contracts, and/or leases.

- a. Agreement: Jessica Prater
1762 Roberts Lane
Warren, Ohio 44483
(Exhibit 19-87)
Amount: \$25.00 per session with a total of 11 sessions not exceeding \$275.00
Period: September 30, 2019, through May 31, 2020.
Supervisor: Jill Merolla
Purpose: To teach Yoga, Health and Wellness through a series of fitness workouts for students in 6th-8th grade in 21st CCLC Program at Willard and Jefferson

- b. Agreement: Jocelyn Dabney
1326 Inverness Avenue
Youngstown, Ohio 44502

330.360.3380
(Exhibit 19-88)
Amount: \$1,750.00
Fund(s): #572 and #439
Period: November 13, 2019, through November 20, 2019.
Exec. Director: Christine Bero, State and Federal Programs
Purpose: To provide storytelling sessions for all district preschool classrooms during the month of November.

c. Agreement: ROETZEL
41 South High Street
Huntington Center, 21st Floor
Columbus, Ohio 43215
614.723.2060
(Exhibit 19-89)
Amount: \$5,000.00
Fund(s): #001
Period: October 2019, through July 2020.
Superintendent: Steve Chiaro
Purpose: To assist The Ohio Mid-Sized Urban Districts Leadership Collaborative and its member schools who have executed an engagement letter for state government affairs services.

The President called for a vote.

Yes: Mr. Fowley, Mrs. Limperos and Mrs. Patterson.

No: None.

Absent: Mr. Coleman and Mr. Faulkner.

The President declared the motion carried.

MOTION NO. 10-2019-235 - OHIO DEPARTMENT OF EDUCATION CERTIFICATION
FOR OHIO TEACHERS EVALUATION SYSTEM AND
OHIO PRINCIPAL EVALUATION SYSTEM

Mrs. Limperos moved and Mr. Fowley seconded the resolution listed below regarding the Ohio Department of Education Certification for credentialed Ohio Teachers Evaluation System and Ohio Principals Evaluation evaluators be approved as submitted.

WHEREAS, the Warren City Board of Education wishes to support the efforts of the Ohio Department of Education evaluation system, and

WHEREAS, the following certificated, current, regular employees have passed and met the appropriate standards adopted by the state board of education and are considered credentialed evaluators.

NOW, THEREFORE, BE IT RESOLVED that the following individual(s) be approved.

OTES
Carrie Boyer
Dante Capers
Jill Merolla

OPES

The President called for a vote.
Yes: Mrs. Limperos, Mr. Fowley and Mrs. Patterson.
No: None.
Absent: Mr. Coleman and Mr. Faulkner.
The President declared the motion carried.

MOTION NO. 10-2019-236 - TUITION REIMBURSEMENT

Mr. Fowley moved and Mrs. Limperos seconded the resolution listed below for tuition reimbursement be approved as submitted.

WHEREAS, the master working agreements between various bargaining units and the Warren City Board of Education provide for tuition reimbursement for qualified staff; and

WHEREAS, the following employees have submitted proper verification qualifying them for tuition reimbursement in the amounts indicated.

NOW, THEREFORE, BE IT RESOLVED, under the provisions of ORC 3319.071, tuition reimbursement is approved as indicated and shall be so made:

Certificated – 2019-2020 School Year:

SULICK, Ashleigh	\$ 400.00
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The President called for a vote.
Yes: Mr. Fowley, Mrs. Limperos and Mrs. Patterson.
No: None.
Absent: Mr. Coleman and Mr. Faulkner.
The President declared the motion carried.

MOTION NO. 10-2019-237 - FIELD TRIP

Mrs. Limperos moved and Mr. Fowley seconded the resolution listed below regarding field trip (a.) be approved as submitted.

WHEREAS, the Board of Education has adopted a policy which requires the Board to approve field trips and other District-sponsored trips which are planned to keep students out of the District overnight or longer; and

WHEREAS, Board Policy 2340 further recognizes that field trips, when used for teaching and learning integral to the curriculum, are an educationally sound and important ingredient in the instructional program of the schools; and

WHEREAS, Board Policy 2340 requires proper planning to ensure such trips are educationally sound and address the issue of safety and welfare of students, teachers, and chaperons; and

WHEREAS, the following field trip has been recommended and written confirmation has been received that the field trip has been planned and will be executed per Board Policy and Rules and Regulations.

NOW, THEREFORE, BE IT RESOLVED that the following field trip be approved:

- a. Destination: Rochester, NY
- Class/Group: Robotics, FIRST Team Participants
- Dates of Trip: October 26, 2019, returning October 27, 2019.
- Principal: Dante Capers, WGH Principal
- Sponsor: Frank Bosak
- Cost: \$150.00 per student.
- Funding: Warren City Schools Account AFP98 and SA222; and First Robotics Parent Booster Organization
- Purpose of Trip: Rochester Main Street Armory. Students will develop academic and work related skills within a competitive environment.

The President called for a vote.
 Yes: Mrs. Limperos, Mr. Fowley and Mrs. Patterson.
 No: None.
 Absent: Mr. Coleman and Mr. Faulkner.
 The President declared the motion carried.

MOTION NO. 10-2019-238 - ACCEPTANCE OF GIFTS

Mrs. Limperos moved and Mr. Fowley seconded the resolution listed below regarding acceptance of gifts be approved as submitted.

WHEREAS, the gifts, as briefly herein described, have been offered to the Warren City School District; and

WHEREAS, the Board has the statutory authority to accept such gifts providing such acceptance does not remove any portion of the public schools from the control of the Board.

NOW, THEREFORE, BE IT RESOLVED, under the provisions of ORC 3313.36, the Board hereby accepts the gifts.

BE IT FURTHER RESOLVED, under the provisions of ORC 3313.47, the Board hereby declares that acceptance of the gifts does not at this time remove any portion of the public schools from the control of the Board; and

BE IT FINALLY RESOLVED that the Board is appreciative of the generosity of the gifts and the remembrance of this school district and its students.

Benefactors	Brief Description of Gifts and/or Services	
Anonymous Donor	WGH Climate Committee Monetary Donation Value: \$2,000.00	[1]
AT & T	Lincoln PK – 8 School School Supplies Estimated Value: \$2,000.00	[2]

Big Lots	Willard PK – 8 School School Supplies, Backpacks and Shoes Estimated Value: \$3,500.00	[3]
Ms. Cindy Bruno	Lincoln PK – 8 School Socks for Pantry Estimated Value: \$60.00	[2]
Mr. Mauro Cantalamessa	Willard PK – 8 School Enzo’s Gift Card Value: \$20.00	[3]
CHOW Cortland Humanitarian Outreach Worldwide Bazetta Christian Church	Warren City School District School Supplies Estimated Value: \$500.00	[4]
Cockeye’s BBQ	Willard PK – 8 School Cockeye’s BBQ Gift Card Value: \$20.00	[3]
Covelli Enterprises	Willard PK – 8 School O’Charley’s and Panera Gift Cards Value: \$100.00	[3]
Do-Cut of Warren	Willard PK – 8 School Weekly Pantry Bread Donation Estimated Value: \$60.00 Wkly	[3]
Ohio Inn	Willard PK – 8 School Ohio Inn Gift Card Value: \$25.00	[3]
Mr. Joseph Schiavoni	Willard PK – 8 School 100 Metal Signs Estimated Value: \$100.00	[3]
Ms. Nancy Smith	Willard PK – 8 School 4 Escape Room Tickets & T-shirts Estimated Value: \$140.00	[3]
Warren Kiwanis Club	Warren City School District Monetary Donation Value: \$500.00	[4]
Mr. Michael Wasser	Warren G. Harding Pantry Non-Woven Tote Bags Value: \$124.51	[1]

- [1] To be used to support the students of Warren G. Harding High School.
- [2] To be used to support the students of Lincoln PK – 8 School.
- [3] To be used to support the students of Willard PK – 8 School.
- [4] To be used to support the students of Warren City Schools.

The President called for a vote.

Yes: Mrs. Limperos, Mr. Fowley and Mrs. Patterson.

No: None.

Absent: Mr. Coleman and Mr. Faulkner.

The President declared the motion carried.

MOTION NO. 10-2019-239 -

RESOLUTION TO AUTHORIZE SUPERINTENDENT TO
NOTIFY THE OHIO DEPARTMENT OF EDUCATION
REGARDING MICHELLE KALMAN

Mrs. Limperos moved and Mr. Fowley seconded the resolution the resolution listed below to authorize Superintendent to notify the Ohio Department of Education regarding Michelle Kalman be approved as submitted.

WHEREAS, on May 28, 2019, the Board of Education for the Warren City Schools approved the continuing contract of Michelle Kalman ("Teacher") for the 2019-2020 school year; and

WHEREAS, after the start of the school year, said teacher communicated, individually her intention to resign; and

WHEREAS, said communications were not received within the timeframes proscribed by law for unilateral termination of the employment relationship; and

WHEREAS, said teacher failed to request a meeting with the Superintendent or their designee or requested to be released from their contractual obligation, causing hardship to the District; and

WHEREAS, the Board received a letter of resignation from the employee that was not accepted or approved by the Superintendent and the employee has not provided any reasonable justification for resigning her teaching assignment.

NOW, THEREFORE BE IT RESOLVED that the Board of Education authorizes and directs the Superintendent to notify the Ohio Department of Education's Office of Professional Conduct of the employee's unilateral termination of the employment relationship after July 10, 2019, without the consent of the Board of Education, in violation of Ohio Revised Code Section 3319.15.

The President called for a vote.

Yes: Mrs. Limperos, Mr. Fowley and Mrs. Patterson.

No: None.

Absent: Mr. Coleman and Mr. Faulkner.

The President declared the motion carried.

MOTION NO. 10-2019-240 -

RESOLUTION TO AUTHORIZE SUPERINTENDENT TO
NOTIFY THE OHIO DEPARTMENT OF EDUCATION
REGARDING ALISHA ALLS

Mrs. Limperos moved and Mr. Fowley seconded the resolution the resolution listed below to authorize Superintendent to notify the Ohio Department of Education regarding Alisha Alls be approved as submitted.

WHEREAS, on May 28, 2019, the Board of Education for the Warren City Schools approved and issued an employment contract to Alisha Alls ("Teacher") for the 2019-2020 school year; and

WHEREAS, after the start of the school year, said teacher communicated, individually her intention to resign; and

WHEREAS, said communications were not received within the timeframes proscribed by law for

unilateral termination of the employment relationship; and

WHEREAS, said teacher failed to request a meeting with the Superintendent or their designee or requested to be released from their contractual obligation, causing hardship to the District; and

WHEREAS, the Board received a letter of resignation from the employee that was not accepted or approved by the Superintendent and the employee has not provided any reasonable justification for resigning her teaching assignment.

NOW, THEREFORE BE IT RESOLVED that the Board of Education authorizes and directs the Superintendent to notify the Ohio Department of Education's Office of Professional Conduct of the employee's unilateral termination of the employment relationship after July 10, 2019, without the consent of the Board of Education, in violation of Ohio Revised Code Section 3319.15.

The President called for a vote.

Yes: Mrs. Limperos, Mr. Fowley and Mrs. Patterson.

No: None.

Absent: Mr. Coleman and Mr. Faulkner.

The President declared the motion carried.

MOTION NO. 10-2019-241 - PERSONNEL RECOMMENDATIONS

Mr. Fowley moved and Mrs. Limperos seconded the resolution listed below regarding personnel items (a. through p.) be approved as submitted.

CERTIFICATED:

a. Certificated – Retirement

WHEREAS, the following employees have taught or received teaching credit qualifying for professional retirement; and

WHEREAS, the employees have requested to be released from all contracts of employment by way of retirement at the effective date indicated.

NOW, THEREFORE, BE IT RESOLVED that under the provisions of ORC 3319.15, the retirements are accepted;

BE IT FURTHER RESOLVED to provide the severance pay under the provisions of the negotiated master working agreement;

BE IT FURTHER RESOLVED that the Board of Education commends the public service rendered, commitment to young people, and loyalty to the schools and community; and

BE IT FINALLY RESOLVED that the retirements are accepted with regret, but with best wishes and sincere appreciation.

- (1) Michael Wasser, Executive Director of Business Operations, retirement effective the close of the day, 12/31/2019.

b. Resignation – Certificated – Personal

WHEREAS, the employee(s) herein named have requested to be released from their employment contract as specified at the effective date indicated.

NOW, THEREFORE, BE IT RESOLVED that under the provisions of ORC 3319.15, the resignations from regular contract are accepted at the effective date indicated.

- (1) Colton Randall, Building Substitute Teacher, resignation, effective the close of the day, 10/25/2019.
- (2) Mary Wike, Substitute Teacher, resignation, effective the close of the day, 08/15/2019.

c. Leave of Absence – Certificated

WHEREAS, ORC, 3319.13 requires that employees be granted leaves of absence upon their request for reasons of illness or disability and permits leaves of absence for other reasons as approved by the Master Contract between the Warren City Board of Education and the Warren Education Association; and

WHEREAS, ORC 3319.13 requires that upon return to work the employees on leave under this statute shall return to the same contract status held prior to the leave.

NOW, THEREFORE, BE IT RESOLVED, under the provision of ORC 3319.13, the following leave is recognized and/or granted for the dates indicated.

- (1) Kelly Stephens, Special Education Teacher, Leave of Absence, effective 10/21/2019.
- (2) Kirk Zellers, Special Education Teacher, Leave of Absence, effective 10/07/2019.
- (3) Laura Zellers, Special Education Teacher, Leave of Absence, effective 10/08/2019.

d. Certificated Personnel – Individual Salary Schedule Placement Change (for additional training or experience)

WHEREAS, ORC 3317.13 and 3317.14 require compensation of teachers according to an adopted salary schedule with provision for increments based upon training and years of service; and

WHEREAS, the employees herein named have submitted proper verification qualifying for a change of placement on the salary schedule.

NOW, THEREFORE, BE IT RESOLVED that under the provisions of ORC 3317.14, change of placement on the salary schedule is approved as indicated

and shall be so made to be effective retroactive to the beginning of the 2019-20 school year, as indicated.

Name

- (1) Samuel Amoline, Limited Contract, Salary Table A, from B18-08, **TO M-08**, effective the beginning of the 2019-20 school year.
- (2) Sandra Carson, Limited Contract, Salary Table A, from B-14, **TO B18-14**, effective the beginning of the 2019-20 school year.
- (3) Gina D'Alio, Limited Contract, Salary Table A, from B-07, **TO B18-07**, effective the beginning of the 2019-20 school year.
- (4) Brandi DeJean, Limited Contract, Salary Table A, from B18-06, **TO M-06**, effective the beginning of the 2019-20 school year.
- (5) Nina Gabrelcik, Limited Contract, Salary Table A, from M-06, **TO M30-06**, effective the beginning of the 2019-20 school year.
- (6) Laura Krcelic, Limited Contract, Salary Table A, from B-05, **TO B18-05**, effective the beginning of the 2019-20 school year.
- (7) Susan Mizik, Continuing Contract, Salary Table A, From M-12, **TO M30-12**, effective the beginning of the 2019-20 school year.
- (8) Jill Selak, Limited Contract, Salary Table A, from M-13, **TO M30-13**, effective the beginning of the 2019-20 school year.
- (9) Rachel Sikon, Limited Contract, Salary Table A, from B-03, **TO B18-03**, effective the beginning of the 2019-20 school year.
- (10) Gina Tempelis, Limited Contract, Salary Table A, from B-18, **TO B18-18**, effective the beginning of the 2019-20 school year.
- (11) Meghan Watson, Limited Contract, Salary Table A, from B18-07, **TO M-07**, effective the beginning of the 2019-20 school year.

e. Certificated Personnel – Grant Continuing Contracts

WHEREAS, a need exists for the services to be rendered by the persons herein named; and

WHEREAS, past employment performance evaluations have been satisfactory.

NOW, THEREFORE, BE IT RESOLVED, under the provisions of ORC 3319.11, such employees shall be directed and assigned.

BE IT FURTHER RESOLVED that the following-named members of the certificated staff, who have met all the necessary requirements for a Continuing Contract, be granted such contract to become effective the beginning of the day, October 30, 2019.

- (1) Kristen Bozin, Salary Table A, Step M-15, Continuing Contract to be effective the beginning of the day, October 30, 2019.
- (2) Lauren Catuogno, Salary Table A, Step M-09, Continuing Contract to be effective the beginning of the day, October 30, 2019.
- (3) Rocco Criazzo, Salary Table A, Step M-15, Continuing Contract to be effective the beginning of the day, October 30, 2019.
- (4) Nancy Jarvis, Salary Table A, Step M30-13, Continuing Contract to be effective the beginning of the day, October 30, 2019.
- (5) Christina Kittle, Salary Table A, Step M-17, Continuing Contract to be effective the beginning of the day, October 30, 2019.
- (6) Michael Sandy, Salary Table A, Step M-11, Continuing Contract to be effective the beginning of the day, October 30, 2019.
- (7) Heather Sirney, Salary Table A, Step M-11, Continuing Contract to be effective the beginning of the day, October 30, 2019.
- (8) Meghan Watson, Salary Table A, Step M-07, Continuing Contract to be effective the beginning of the day, October 30, 2019.

f. Appointments – Certificated – Hourly Employment (2019-20 School Year)

WHEREAS, to prepare for temporary, as needed, casual, on-call hourly certificated personnel to provide educational services for students; and

WHEREAS, such temporary, as needed, casual, on-call employment preparation is needed for only the dates specified not to extend beyond the current school year.

NOW, THEREFORE, BE IT RESOLVED under the provision of ORC 3319.07 and 3319.08, the following employment action is taken. Pursuant to the provisions of Section 3319.11, Ohio Revised Code, these teachers shall not be reemployed to perform these supplemental contract duties for the ensuing school year. The supplemental contract shall state that the Board of Education gives notice of non-reemployment for the ensuing school year.

BE IT FURTHER RESOLVED that under the provisions of ORC 3319.01, such employees shall be directed and assigned.

- (1) Supplemental Contract for Learn to Swim Lifeguard Services at Warren G. Harding, effective 09/01/2019 through 06/30/2020, \$26.53 per an hour, on an as needed basis, to be paid from Fund BBITA, SCC #0000, not to exceed \$2,000.00 (Recommended by R. Teutsch, Curriculum & Instruction)

Nancy Charnas

- (2) Supplemental Contract for the purpose of EL (English Learner) student/family interpreter and translation services, 10/07/2019 through 06/30/2020, \$26.53 per an hour, on an as needed basis, to be paid from Fund #001, SCC #0000, not to exceed \$2,000.00 (Recommended by C. Bero, State & Federal Programs)

Anna Calderas

- (3) Supplemental Contract for WGH Standards Alignment work session on 10/21/2019, \$26.53 per an hour, on an as needed basis, to be paid from the School Quality Improvement Grant, Fund #572, SCC #9209, not to exceed \$65.00 each (Recommended by C. Bero, State & Federal Programs)

Johnathan Bacak
Lindsay Bates
Bernard Bolha

Khristine Krcelic
Shannon Superak-Skiles
Kristy Thornton

- (4) Supplemental Contracts for the teachers of the 21st Century Community Learning Afterschool Program at the Jefferson and Willard PK-8 Schools, servicing Grades 6-8, effective 10/09/2019 through 06/30/2020, \$26.53 per an hour, on an as needed basis, to be paid from the 21st CCLC Fund #599, SCC #9119, not to exceed \$5,463.00 each (Recommended by J. Merolla, Community Outreach/Grant Development)

Sher-ree Glover
Marcita Spencer

- (5) Supplemental Contract for participating on the Willard PK-8 Building Leadership Team (BLT) and attending monthly meetings as scheduled, effective 10/01/2019 through 05/31/2020, \$26.53 per an hour, on an as needed basis, to be paid from Title II-A, Fund #590, SCC #9202 (Recommended by C. Bero, State & Federal Programs)

Brandi DeJean

- (6) Supplemental Contract for the purpose of EL (English Learner) student/family interpreter and document translation services, effective 09/01/2019 through 06/30/2020, \$26.53 per an hour, on an as needed basis, to be paid from Fund #001, SCC #0000, and Fund #516, SCC #9920, not to exceed \$3,000.00 (Recommended by J. Myers, Special Education)

Anna Calderas

- (7) Supplemental Contracts for the purpose of testing adaptive PE students effective 08/01/2019 through 05/28/2020, \$26.53 per an hour, on an as needed basis, to be paid from Fund #516, SCC #9920, not to exceed \$1,000.00 (Recommended by J. Myers, Special Education)

Meaghan Coe

Brianna Morgan

- (8) Supplemental Contracts for WGH Afterschool Tutoring, effective 10/22/2019 through 12/20/2019, \$26.53 per an hour, on an as needed basis, to be paid from Title I-A, Fund #572, SCC #9201, not to exceed \$400 each (Recommended by C. Bero, State & Federal Programs)

David Meese

Mary Jo Pardee

- (9) Supplemental Contracts for Resident Educator Summative Assessment (RESA) year 4 Leadership Sessions, effective the 2019-20 school year, \$26.53 per an hour, on an as needed basis, to be paid from Fund #001, not to exceed \$1,000 (Recommended by S. Chiaro, Superintendent)

Andrew Kelly

Mary Olesky

- (10) Supplemental Contract for Resident Educator Coordinator, effective the 2019-20 school year, to be paid based on Index 6.0 consistent with Salary Table B, Fund #001 (Recommended by S. Chiaro, Superintendent)

Mary Olesky

- (11) Supplemental Contracts for McGuffey SQIG Core Team Meeting, effective 09/25/2019, \$26.53 per an hour, on an as needed basis, to be paid from School Quality Improvement Grant, Fund #572, SCC #9209, not to exceed \$65.00 each (Recommended by C. Bero, State & Federal Programs)

Annamarie Buonavolonta

Andrew Burnett

Heather Collier

Julie Householder

Jeffrey Johnson

Stacy Marciano

Robert Middleton

Bernadette Nicopolis

Jill Redmond

Kelly Stephens

- g. Substitute Teacher Appointment(s) (2019-20 School Year) \$95.00 per day, base salary per the Board approved Substitute Teacher Salary Schedule, as needed)

WHEREAS, to prepare for temporary absences of certificated personnel for whom temporary, casual, as needed, on-call replacements (substitute teachers) may be needed to provide educational services for students; and

WHEREAS, the Board of Education has the authority to employ eligible personnel on such temporary, casual, as needed, on-call substitute basis. Pursuant to the provisions of Section 3319.11, Ohio Revised Code, these teachers shall not be reemployed to perform these supplemental contract duties for the ensuing school year. The supplemental contract shall state that the Board of Education gives notice of non-reemployment for the ensuing school year.

NOW, THEREFORE, BE IT RESOLVED that the following employment action(s) are taken.

These teacher(s) are to remain on our substitute lists for the current school year unless notice is provided that they have found full-time positions or request their name(s) be removed from the lists. These individual(s) are at will employees and will be assigned as needed and will be paid per the Substitute Teacher Salary Schedule.

<u>Name</u>	<u>Effective Date</u>
Lashonda Allen	10/07/2019
Amy Burch	10/16/2019
George Makroglou	10/16/2019

h. Building Substitute Teacher Appointment(s) (2019-20 School Year) \$100.00 per day, base salary per the Board approved Substitute Teacher Salary Schedule

WHEREAS, the Warren City Board of Education recognizes the need for quality substitutes to provide for the continued education of the students in the event a teacher is required to be absent from the classroom or to provide additional educational assistance to students in conjunction with the regular teacher.

WHEREAS, the Warren City Board of Education recognizes that finding quality substitutes is becoming increasing difficult and that by assuring building substitutes regular employment, the District will be better able to attract and retain quality substitutes;

WHEREAS, the Warren City Board of Education is committed to fair and equitable salary and benefits to all employees regardless of their representation or non-representation in formal labor organizations.

NOW, THEREFORE, BE IT RESOLVED that the following employment actions(s) are taken.

These teacher(s) are to remain as building substitutes for the current school year unless notice is provided that they have found full-time positions or request their name(s) be removed as building substitute. These individual(s) are at will employees and will be assigned as needed and will be paid per the Substitute Teacher Salary Schedule.

<u>Name(s)</u>	<u>Effective Date</u>	<u>Building</u>
William Angle	10/14/2019	Willard PK-8

i. Employment – Certificated (current regular employee) (Co-Curricular year) (2019-20 school year)

WHEREAS, the following co-curricular positions have been offered to the certificated employees of this school district; and

WHEREAS, the following certificated, current, regular employees have applied, meet appropriate standards adopted by the state board of education and are acceptable to the administration; and

WHEREAS, persons employed for coaching positions are required to submit verification of completion of CPR and Sports Medicine Clinic certification.

WHEREAS, any persons employed for a supplemental limited contract position here in named and does not complete or comply with said supplemental limited contract as outlined and directed by the building principal(s) and/or athletic director due to resignation, termination, leave of absence, suspension and/or non-compliance of said supplemental limited contract, upon review and at the sole discretion of the building principal(s) and/or athletic director, the payment of the supplemental limited contract may be prorated based upon fact-finding.

NOW, THEREFORE, BE IT RESOLVED that under the provisions or ORC 3319.08, the following persons are employed for one school year, on a limited contract, for the pupil activity program as indicated. Pursuant to the provisions of Section 3319.11, Ohio Revised Code, these persons shall not be re-employed to perform this same duty for the ensuing school year. The supplemental limited contract shall state that the Board of Education gives notice of non-reemployment for the ensuing school year. (Recommended by W. Nicholson/ Athletic Director, Principals of Record PK-8 Buildings & HS Principal)

General:

- (1) Mentor Teacher – One on One - Code #2, Index 3.5, Salary Table B.

Teacher Mentor

Mentee

Joy Angelo
Andrew Kelly
Jacqueline Lawrence

Mary Olesky
Lisa Rek

Carol Wilson

Leah Muntean
Emily Thirion
Shaina Cowell
Shayla Padilla
Kristen Richter
Leigh Marino
Lauren Paolucci
Thomas Ericksen
Nicholas Wagner

- (2) Mentor Teacher - Cohort (per mentee) – Code #2, Index 2.0, Salary Table B.

(RESA – Year 2)

Teacher Mentor

Mentee

Joy Angelo

Diane Finesilver
Kelly Hutchison
Andrew Kelly
Jacqueline Lawrence
Sylvia Littleton

Christopher Penezich
Natalie Rohrer
Kevin Casey
Angela Medvec
Madeline Cuckow
Ashleigh Sulick
Erin Konitsney
Hannah Rebraca

Lisa Rek
Nicole Varley

Lindsey Green
Timothy Calhoun
Shannon Chrsko
Erika Prater

(RESA – Year 3)
Teacher Mentor

Robert Cowell
Diane Finesilver
Kelly Hutchison

Cheryl Leshnack

Mary Olesky
Jeffery Pegg

Stephanie Porterfield

Paula Yauger

Mentee

Nicholas Dean
Hannah Ritchie
Melissa Baumbick
Emily Benjamin
Marchella Shaw
Rachel Sikon
Mary Wundrow
Stephanie Caldwell
Rebecca Calvin
Amelina Herman
Kayla Kelsh
Bernadette Nicopolis
Zachary Cowher
Gabrielle Borawiec
Ashley Lydic
Kayla Rieser
Dominique Schenker
Cheyanne Burns
Benjamin Masserey
Brent Spinden
Todd J. Smith

- (3) Mentor Teacher – College in High School Instructor – Code #2, Index 2.0, Salary Table B.

Amy Burd	CHS Physics
Thomas Burd	CCP College Algebra
Thomas Burd	CCP Trigonometry
Thomas Burd	CHS Calculus
Kimberly Hunter	CHS Biology I
Kimberly Hunter	CHS Biology II
Amy Hays-Neifer	CHS Chemistry I
Amy Hays-Neifer	CHS Chemistry II
Eugene Mach	CHS Investigations

- (4) Teacher in Charge – Code #5, Index 10.0, Salary Table B.

Mesa Morlan	Jefferson PK-8
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High School Academics:

- (5) Department Chair – Code #5, Index 5.0, Salary Table B.

Frank Melillo	English
Kristy Thornton	Math
Joan Elliott	Science
Stephanie Porterfield	Social Studies
Mary Dolan-Meese	Fine Arts
Kristin Lukanec	Foreign Language
Marc Morgan	PE/Health
Susan Stowe	Special Education
Victoria Manzo	Vocational/Computer Science

High School Advisors & Clubs:

- (6) Academic Coach – Code #6, Index 6.0, Salary Table B.

Kimberly Hunter	Quiz Bowl
Joy Angelo	YSU English Festival
Mary Jo Pardee	YSU English Festival

- (7) FTA – Code #15, Index 8.0, Salary Table B.

Eugene Mach

- (8) Interact – Code #16, Index 3.0, Salary Table B.

Andrew Martin

- (9) Key Club – Code #17, Index 3.0, Salary Table B.

Victoria Manzo

- (10) Literary Publication – Code #18, Index 4.0, Salary Table B.

Ahmed Sutton

- (11) National Honor Society – Code #19, Index 6.0, Salary Table B.

Hillary Allen	50% of Contract
Brandy Scarmack	50% of Contract

- (12) Renaissance Program – Code #20, Index 4.0, Salary Table B.

Joy Angelo

- (13) Senior Class – Head – Code #21, Index 8.0, Salary Table B.

Victoria Midgett	50% of Contract
Brent Spinden	50% of Contract

- (14) Senior Class – Assistant – Code #22, Index 4.0, Salary Table B.

Victoria Midgett 50% of Contract
Brent Spinden 50% of Contract

- (15) Ski Club – Head – Code #23, Index 6.0, Salary Table B.

Thomas Riedel 50% of Contract
Joshua Earls 50% of Contract

- (16) Ski Club – Assistant – Code #24, Index 2.0, Salary Table B.

Thomas Riedel 50% of Contract
Joshua Earls 50% of Contract

- (17) Speech/Debate – Head Coach – Code #25, Index 7.0, Salary Table B.

Kimberly Hunter

- (18) Student News Publication – Code #27, Index 4.0, Salary Table B.

Christopher Penezich

- (19) Student Council – Code #28, Index 4.0, Salary Table B.

Cheyenne Burns 50% of Contract
Kristin Lukanec 50% of Contract

- (20) WSCN Director – Code #29, Index 10.0, Salary Table B.

Fred Whitacre

- (21) Yearbook – Code #30, Index 13.5, Salary Table B.

Courtney Susko

High School Athletics:

- (22) Charles Penny – Indoor Track – Head Coach (Girls) – Code #53.0, Index 7.0, High School – Warren G. Harding High School, Salary Table B.

High School Music:

- (23) Band Director – Code #72, Index 16.0, Salary Table B.

Reid Young

- (24) Assistant Band Director – Code #73, Index 9.1, Salary Table B.

Heather Sirney

- (25) Director, A'Cappella High School – Code #74, Index 10.0, Salary Table B.

Keith Rising

- (26) Assistant Vocal Director High School – Code #75, Index 9.1, Salary Table B.

Mary Dolan-Meese

High School Other:

- (27) Alternative School Teacher in Charge – Code #76, Index 10.0, Salary Table B.

Jodi Austin-Brown

- (28) IT Resource Liaison (9-12) – Code #78, Index 3.5, Salary Table B.

Joy Angelo

K-8 Academics:

- (29) Challenge 24 Coach – Code #80, Index 2.0, Salary Table B.

Lisa Mesaros	Jefferson PK-8, (Gr. 3-5)
Roy Ryser	Jefferson PK-8 (Gr. 6-8)
Kristina White	Lincoln PK-8 (Gr. 4-5)
Mary Sanata	Lincoln PK-8 (Gr. 6-8)
Christina Carlson	McGuffey PK-8 (Gr. 4-5)
Melissa Shehane	McGuffey PK-8 (Gr. 6-8)
Judith Miller	Willard PK-8 (Gr. 4-8)

- (30) Destination Imagination Coach – Code #81, Index 4.0, Salary Table B.

Michele Gibson-Williams	Lincoln PK-8 (Gr. K-2)
Shannon Popadak	Lincoln PK-8 (Gr. 3-5)
Cara Venetti	Lincoln PK-8 (Gr. 6-8)
Erica Miranda	McGuffey PK-8 (Gr. 3-5)
Kristin Newbrough	McGuffey PK-8 (Gr. K-2)
Nina Vaughn	Willard PK – 8 (Gr. 3-5)

- (31) District Coordinator Challenge 24 – Code #82, Index 4.0, Salary Table B.

Kristina White

- (32) English Festival Coach – Code #83, Index 2.0, Salary Table B.

Gina D'Alio		Jefferson PK-8
Mary Sanata		Lincoln PK-8
Kayla Kelsh	50% of Contract	McGuffey PK-8
Erinn Urioste	50% of Contract	McGuffey PK-8
Kristin Barnes	50% of Contract	Willard PK-8

- | | | | |
|--|-----------------|-----------------|--------------|
| | Kathleen Wilson | 50% of Contract | Willard PK-8 |
|--|-----------------|-----------------|--------------|
- (33) Great Books Coach – Code #84, Index 2.0, Salary Table B.
- | | | | |
|--|---------------|-----------------|----------------|
| | Roy Ryser | | Jefferson PK-8 |
| | Jodi Devine | 50% of Contract | Lincoln PK-8 |
| | Kelly Notar | 50% of Contract | Lincoln PK-8 |
| | Judith Miller | | Willard PK-8 |
- (34) Math Counts Coach – Code #85, Index 2.0, Salary Table B.
- | | | | |
|--|--------------|---------------|--|
| | John Penman | Lincoln PK-8 | |
| | David Nelson | McGuffey PK-8 | |
- (35) National Geographic Bee Coach – Code #86, Index 2.0, Salary Table B.
- | | | | |
|--|-----------------------|-----------------|--------------------------|
| | Lisa Mesaros | 50% of Contract | Jefferson PK-8 (Gr. 3-5) |
| | Tina Noble | 50% of Contract | Jefferson PK-8 (Gr. 3-5) |
| | Rebecca Gabrick | | Jefferson PK-8 (Gr. 6-8) |
| | Trisha Dicesare | | Lincoln PK-8 (Gr. 4-8) |
| | Jill Redmond | | McGuffey PK-8 (Gr. 4-8) |
| | Sabrina Torres-Feeney | | Willard PK-8 |
- (36) Power of the Pen Coach – Code #87, Index 2.0, Salary Table B.
- | | | | |
|--|------------------|----------------|--|
| | Christina Kittle | Jefferson PK-8 | |
| | Kelly Notar | Lincoln PK-8 | |
| | Nina Vaughn | Willard PK – 8 | |
- (37) Prep Bowl Coach – Code #88, Index 2.0, Salary Table B.
- | | | | |
|--|-----------------|-------------------------|--|
| | Roy Ryser | Jefferson PK-8 | |
| | Trisha Dicesare | Lincoln PK-8 (Gr. 3-5) | |
| | Trisha Dicesare | Lincoln PK-8 (Gr. 6-8) | |
| | Jill Redmond | McGuffey PK-8 (Gr. 5-6) | |
| | Jill Redmond | McGuffey PK-8 (Gr. 7-8) | |
- (38) Science Fair Coordinator – Code #89, Index 2.0, Salary Table B.
- | | | | |
|--|---------------------|-----------------|----------------|
| | Laura Krcelic | | Jefferson PK-8 |
| | Stephanie Collier | 50% of Contract | Lincoln PK-8 |
| | Christine DePascale | 50% of Contract | Lincoln PK-8 |
| | Cheryl Leshnack | | McGuffey PK-8 |
| | Jessica Sexton | | Willard PK-8 |
- (39) Spelling Bee Coach – Code #90, Index, 2.0, Salary Table B.
- | | | | |
|--|---------------|--------------------------|--|
| | Charlene Dedo | Jefferson PK-8 (Gr. 3-5) | |
| | Jaclyn Davia | Jefferson PK-8 (Gr. 6-8) | |
| | Tammi Penman | Lincoln PK-8 (Gr. 3-5) | |
| | Tammi Penman | Lincoln PK-8 (Gr. 6-8) | |

Anthony Kline	McGuffey PK-8 (Gr. 3-5)
Anthony Kline	McGuffey PK-8 (Gr. 6-8)
Annette Constantino	Willard PK-8

K-8 Advisors & Clubs:

(40) Dramatics Coach – Code #93, Index 4.6, Salary Table B.

Madeline Cuckow	Willard PK-8
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(41) Junior National Honor Society Advisor – Code #94, Index 3.0, Salary Table B.

Eleanna Vlahos-Hall		Jefferson PK-8
Kelly Notar		Lincoln PK-8
Diane Finesilver		McGuffey PK-8
Carole Goffus	50% of Contract	Willard PK-8
Casey Smith	50% of Contract	Willard PK-8

(42) Junior Robotics Coach – Code #95, Index 2.0, Salary Table B.

Kendra Godiciu	Jefferson PK-8
David Nelson	McGuffey PK-8

(43) Science Club Advisor – Code #96, Index 3.0, Salary Table B.

Stephanie Collier	50% of Contract	Lincoln PK-8
Christine DePascale	50% of Contract	Lincoln PK-8
Kristen Barnes	50% of Contract	Willard PK-8
Jessica Sexton	50% of Contract	Willard PK-8

(44) Student Council Advisor (3-5) – Code #97, Index 4.0, Salary Table B.

Lisa Mesaros		Jefferson PK-8
Brandi Gazso	50% of Contract	Lincoln PK-8
Jodi Devine	50% of Contract	Lincoln PK-8
Cheryl Leshnack		McGuffey PK-8
Kimberly Baker	50% of Contract	Willard PK-8
Annette Constantino	50% of Contract	Willard PK-8

(45) Student Council Advisor (Gr. 6-8) – Code #98, Index 4.0, Salary Table B.

Roy Ryser		Jefferson PK-8
Stephanie Collier		Lincoln PK-8
Lisa Tabor		McGuffey PK-8
Carole Goffus	50% of Contract	Willard PK-8
Casey Smith	50% of Contract	Willard PK-8

(46) Student News Publication Advisor – Code #99, Index 3.0, Salary Table B.

Christina Kittle	Jefferson PK-8
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Andrew Kelly	Lincoln PK-8
Sabrina Torres-Feeney	Willard PK-8

(47) Yearbook – Code #100, Index 6.0, Salary Table B.

Christina Kittle	Jefferson PK-8
Lori Orr	Lincoln PK-8 (Gr. K-4)
Lori Orr	Lincoln PK-8 (Gr. 6-8)
Kristin Newbrough	McGuffey PK-8
Sabrina Torres-Feeney	Willard PK-8

K-8 Athletics:

(48) Intramurals (fall sports) – Code #110, Index 2.0, Salary Table B.

Robert Cowell	Jefferson PK-8
Andrew Kelly	Lincoln PK-8
Andrew Burnett	McGuffey PK-8
Patrick Notar	Willard PK-8

(49) Intramural (winter sports) – Code #111, Index 2.0, Salary Table B.

Robert Cowell	Jefferson PK-8
Andrew Kelly	Lincoln PK-8
Andrew Burnett	McGuffey PK-8
Patrick Notar	Willard PK-8

(50) Intramural (spring sports) – Code #112, Index 2.0, Salary Table B.

Robert Cowell	Jefferson PK-8
Andrew Kelly	Lincoln PK-8
Andrew Burnett	McGuffey PK-8
Patrick Notar	Willard PK-8

K-8 Music:

(51) Band (Gr. 5-8) (without summer supplemental) – Index #117, Code 9.1, Salary Table B.

Jessica Turner	Jefferson PK-8
Kevin Kifer	Lincoln PK-8
Kevin Casey	McGuffey PK-8
Sabrina Torres-Feeney	Willard PK-8

(52) Choir (Gr. 5-8) – Index #118, Code 9.1, Salary Table B.

Sarah Komsa	Jefferson PK-8
Kevin McCarty	Lincoln PK-8
Hannah Ritchie	McGuffey PK-8
Rocco Criazzo	Willard PK-8

K-8 Other:

(53) IT Resource Liaison (K-2) – Code #120, Index 3.5, Salary Table B.

Christina Kittle	Jefferson PK-8
Mary Olesky	Lincoln PK-8
Jack Reppart	McGuffey PK-8
Sharon Gordon	Willard PK-8

(54) IT Resource Liaison (3-5) – Code #121, Index 3.5, Salary Table B.

Vance Lawman	Jefferson PK-8
Lori Orr	Lincoln PK-8
Diane Finesilver	McGuffey PK-8
Christina Ferreri	Willard PK-8

(55) Science (K-8) – Code #124, Index 4.5, Salary Table B.

Rebecca Gabrick		Jefferson PK-8
Andy Kelly	50% of Contract	Lincoln PK-8
Jodi Devine	50% of Contract	Lincoln PK-8
Lisa Tabor		McGuffey PK-8

CLASSIFIED

j. **Retirement – Classified**

WHEREAS, the employee has requested to be released from all contracts of employment by way of retirement at the effective date indicated.

NOW, THEREFORE BE IT RESOLVED, under the provisions of ORC 3319.081, the retirement is accepted.

BE IT FURTHER RESOLVED that the Board of Education commends the public service rendered, commitment to young people, and loyalty to the schools and community; and

BE IT FINALLY RESOLVED that this retirement be accepted with regret, but with the best wishes and sincere appreciation.

(1) Anthony Tringhese, Fiscal Accountant, Administration, Salary Table K, effective the close of the day 01/31/2020.

k. **Resignation – Classified**

WHEREAS, the employee herein named has requested to be released from all contracts of employment by way of resignation as specified at the effective date indicated.

NOW, THEREFORE, BE IT RESOLVED, under the provisions of ORC 3319.081, this resignation is accepted.

BE IT FURTHER RESOLVED that the Board of Education commend the public service rendered, commitment to young people, and loyalty to the schools and community; and

BE IT FINALLY RESOLVED that this resignation be accepted with regret, but with the best wishes and sincere appreciation.

- (1) Scott Jones, Substitute Food Service General Helper, Salary Table M, effective 11/01/2019.
- (2) Richard Sheppard, Sr., Substitute Night Janitor, Salary Table M, effective the close of the day 10/02/2019.

i. Leave of Absence – Classified

WHEREAS, ORC 3319.13 requires that employees be granted a leave of absence upon their request and permits leaves of absence as approved by the Warren City Board of Education; and

WHEREAS, ORC 3319.13 requires that upon return to work the employee on leave under this statute shall return to the same contract status held prior to the leave.

NOW, THEREFORE, BE IT RESOLVED, under the provisions of ORC 3319.13, the following leaves are recognized and granted for the approximate dates indicated.

- (1) Jasmine Smith, MD Educational Aide, Willard PK-8, Salary Table I, effective 09/27/2019.

m. Change in Classification – Classified

WHEREAS, the following change of employee classifications are made for the benefit of the District.

NOW, THEREFORE, BE IT RESOLVED, under the provisions of ORC 3319.01, the following change in employee working classifications are made as of the date indicated.

BE IT FURTHER RESOLVED, under the provisions of ORC 3317.12, the employees shall be compensated at the established wage rate as indicated on the Board of Education adopted salary schedule; and

BE IT FURTHER RESOLVED, under the provisions of ORC 3319.01, the employees shall be assigned and directed.

- (1) Whitney Anderson, Food Service General Helper 7.0 hpd, Lincoln PK-8, Salary Table G, to Cook Helper 7.0 hpd, Lincoln PK-8, Salary Table G, effective 10/28/2019.

n. Substitute Employment Additions – Classified

WHEREAS, to prepare for temporary absences of classified personnel for whom temporary, casual, as needed, on-demand, on-call replacements (substitute personnel) may be needed to provide support services in conjunction with the management and control of the schools; and

WHEREAS, ORC 3313.47 grants authority for the Board to employ personnel on such a temporary, casual, as needed, on-demand, on-call substitute basis.

BE IT FURTHER RESOLVED, under the provisions of ORC 3319.01, such employee shall be directed and assigned. This employment is contingent upon receiving satisfactory results from a mandatory drug test required by school policy and the individual(s) named below shall be deemed employed only on a conditional basis until the satisfactory check has been performed. This employment is also conditional until receipt of satisfactory results from a state required police check.

NOW, THEREFORE, BE IT RESOLVED, under the provisions of ORC 3313.47 the following employment action is taken and such name(s) shall be added to the approved list of substitute personnel.

- (1) Tonya Cayson, Substitute Food Service Helper, Salary Table M, effective 10/18/2019.
- (2) Karen Glunt, Substitute Food Service Helper, Salary Table M, effective 10/08/2019.
- (3) Nancy Gough, Substitute Educational Assistant, Salary Table M, effective 10/22/2019.
- (4) Adam Harrold, Substitute Night Janitor, Salary Table M, effective 10/24/2019.
- (5) Vanessa Hedrick, Substitute Educational Aide, Salary Table M, effective 11/05/2019.
- (6) Shamonique McMillion, Substitute Food Service Helper, Salary Table M, effective 10/04/2019.
- (7) Donna Repula, Substitute Food Service Helper, Salary Table M, effective 10/04/2019.
- (8) Felicia Sims, Substitute Noon Hour Aide/Crossing Guard, Salary Table M, effective 10/23/2019.

o. Classified Temporary Employment

WHEREAS, a temporary, limited, on-demand need exists for the services to be rendered by the persons herein named.

NOW, THEREFORE, BE IT RESOLVED that the temporary, on demand employment action as herein described and limited is hereby made; and

BE IT FURTHER RESOLVED that following the employment date herein specified, such employment is terminated without prejudice toward the person(s) concerned.

NOW, THEREFORE, BE IT RESOLVED, under the provisions of ORC 3313.47 the following employment action is taken and such name(s) shall be deemed employed only on a conditional basis until the satisfactory check has been performed.

- (1) The following individual be granted a supplemental contract for 21st Century Community Learning Center Afterschool Program effective October 16, 2019, through June 30, 2020, to be paid from 21st CCLC Fund #599 SCC #9209, at the rate of \$17.83 per hour, for services of School Liaison for afterschool 6th – 8th grade program at Willard PK-8, not to exceed \$5,244.00. (Recommended by J. Merolla, Community Outreach/Grant Development)

Michael Engram

- (2) The following individuals be granted supplemental contracts McKinney Vento Afterschool Family Program, for the purpose of Family Coordinator services, effective September 1, 2019 through June 30, 2020, to be paid from McKinney Vento Fund #572 SCC #9160, at a rate of \$17.73 per hour, not to exceed \$375.00 each. (Recommended by J. Merolla, Community Outreach/Grant Development)

Holly Chambers

Karin Kilpatrick-Matthews

- (3) Adult Game Workers for Athletic Events for the 2019-2020 School Year. All Adult Game Workers for High School and Middle School sports will be paid as follows:

Gate for Boys' JV/9 th Football	\$ 9.00/hour
Gate for Boys' Varsity Football	\$ 9.00/hour
Gates for Boys' Single Middle School Football	\$ 9.00/hour
Main Ticket Clerk for Varsity Football	\$ 9.00/hour
Football Chain Coordinator	\$10.00/hour
Varsity Football Clock	\$12.50/hour
Football Clock Assistant	\$12.50/hour
J.V. Football Clock	\$ 9.00/hour
Freshmen Football Clock	\$ 9.00/hour
Lower Level Football Clock	\$ 9.00/hour
Football Announcer	\$10.00/hour
Football Assistant Announcer	\$10.00/hour
Audio for Football	\$ 9.00/hour
Video for Football	\$ 9.00/hour
Computer for Football	\$ 9.00/hour
Game Book/Statistician for Football	\$ 9.00/hour

Press Box Host	\$ 9.00/hour
Officials' Host for Football	\$ 9.00/hour
Gate for Single Girls' Volleyball	\$ 9.00/hour
Gate for Single Girls' Middle School Volleyball	\$ 9.00/hour
Gate for Single Boys' and/or Girls' Soccer	\$ 9.00/hour
Gate for Single Boys' a/o Girls' Basketball Game	\$ 9.00/hour
Gate for Single Boys' a/o Girls' Middle School Basketball Game	\$ 9.00/hour
Varsity Main Basketball Clock	\$15.00/hour
Assistant Varsity Basketball Clock	\$12.50/hour
JV Basketball Clock	\$10.00/hour
Freshman Basketball Clock	\$10.00/hour
Basketball Announcer	\$10.00/hour
Game Book/Statistician for Boys' Basketball	\$12.00/hour
Scorebook for Basketball	\$ 9.00/hour
Video for Basketball	\$ 9.00/hour
Gate for Boys' and/or Girls' Swim Meet	\$ 9.00/hour
Ticket Worker Position for Boys'/Girls' Track Meets	\$ 9.00/hour
Security for High School Sporting Event	\$ 9.00/hour
Security for Single Middle School Events	\$ 9.00/hour

Game workers listed below will be paid at above rates according to event/assignment working:

Richard Rohrer

The above game worker(s) will work between 1 and 4.0 hours (depending on single/double/triple event) for any game and/or event which meets state minimum wage requirements and will be paid at above rates according to event/assignment working. To be paid from Athletic Fund #300 or Fund #014.

p. Employment—Classified Co-curricular 2019-2020 School Year

WHEREAS, the following co-curricular positions have been offered to the certificated employees of this school district with no acceptable responses; and

WHEREAS, the following co-curricular positions have been offered to or advertised to attract certificated persons not currently employed by this school district with no acceptable responses; and

WHEREAS, the non-certificated individuals herein recommended have been determined to meet the standards adopted by the state board; and

WHEREAS, persons employed for coaching positions are required to submit verification of completion of CPR and Sports Medicine Clinic certification.

NOW, THEREFORE, BE IT RESOLVED, under the provisions of ORC 3313.53, the following persons are employed for a period of not more than one school year

at the same salary/wage (Salary Table B) offered to certificated persons for the pupil activity program as indicated. The supplemental contract shall state that the Board of Education gives notice of non-reemployment for the ensuing school year.

High School Advisors & Clubs:

- (1) Frank Bosak, Code #14, Index 8.0, Salary Table B, F.I.R.S.T. Project Coordinator, Warren G. Harding High School (100% of contract)

High School Other:

- (2) Trevor Donley, Code #78, Index 3.5, Salary Table B, IT Resource Liaison (9-12), Warren G. Harding High School (100% of contract)

K-8 Athletics:

- (3) Keelyn Franklin, Code #102.0, Index 8.0, Salary Table B, 8th Grade Basketball Coach (Gold), Middle School, Lincoln Middle School (Boys) (50% of contract)
- (4) Keelyn Franklin, Code #102.0, Index 8.0, Salary Table B, 8th Grade Basketball Coach (White), Middle School, Jefferson Middle School (Boys) (50% of contract)

K-8 Other:

- (5) Jasen Gregory, Code #122, Index 3.5, Salary Table B, IT Resource Liaison (6-8), Willard PK-8 (100% of contract)
- (6) Kevin Koncsol, Code #122, Index 3.5, Salary Table B, IT Resource Liaison (6-8), Jefferson PK-8 (100% of contract)
- (7) Richard Taneri, Code #122, Index 3.5, Salary Table B, IT Resource Liaison (6-8), Lincoln PK-8 (100% of contract)
- (8) Joshua Zackeroff, Code #122, Index 3.5, Salary Table B, IT Resource Liaison (6-8), McGuffey PK-8 (100% of contract)

The President called for a vote.

Yes: Mrs. Limperos and Mrs. Patterson.

No: None.

Abstain: Mr. Fowley.

Absent: Mr. Coleman and Mr. Faulkner.

The President declared the motion carried.

Board's Recommendations

Mrs. Limperos moved and Mr. Fowley seconded that, at 7:20 p.m., the Warren City Board of Education's Regular Board Meeting be adjourned.

The President called for a vote.

Yes: Mrs. Limperos, Mr. Fowley and Mrs. Patterson.

No: None.

Absent: Mr. Coleman and Mr. Faulkner.

The President declared the motion carried.

President

Treasurer

Date

In addition to the record of the proceedings set forth in these minutes, an audio tape recording of the entire meeting was made and will be maintained in the Treasurer's Office of the Warren City School District. Said recording may not be kept in perpetuity but may be destroyed in accordance with the Warren City Board of Education's Records Retention Schedule, which has been approved by the Auditor of State's Office and the Ohio Historical Society