

**NORTH ROYALTON BOARD OF EDUCATION
6579 ROYALTON ROAD
NORTH ROYALTON, OHIO 44133**

SEPTEMBER 8, 2014

7:00 P.M. REGULAR BOARD MEETING

Order of Business

I. CALL TO ORDER

II. PLEDGE OF ALLEGIANCE

III. ROLL CALL

J. Arendt _____ S. Clark _____ J. Kelly _____
A. Reinkober _____ B. Zindroski _____

IV. FINALIZATION OF AGENDA. Resolve the Board of Education approve agenda as presented.

J. Arendt _____ S. Clark _____ J. Kelly _____
A. Reinkober _____ B. Zindroski _____

V. APPROVAL OF MINUTES. Resolve the Board of Education approve the minutes of the regular meetings held August 6 and August 11, 2014.

J. Arendt _____ S. Clark _____ J. Kelly _____
A. Reinkober _____ B. Zindroski _____

VI. RECOGNITION OF GUESTS AND PRESENTATIONS

VII. PUBLIC PARTICIPATION. The public is invited to speak to any of the agenda items and other school topics at this time. Comments should be limited to five minutes.

VIII. COMMITTEE REPORTS

IX. REPORTS AND RECOMMENDATIONS OF THE TREASURER

1. AUTHORIZATION FOR TREASURER. Resolve the Board of Education authorize the treasurer to request advances on 2014 tax settlements.

J. Arendt _____ S. Clark _____ J. Kelly _____
A. Reinkober _____ B. Zindroski _____

2. **ADOPT 2014-2015 APPROPRIATIONS.** Resolve the Board of Education adopt the following 2014-2015 appropriations (see Addendum #1).

J. Arendt _____ S. Clark _____ J. Kelly _____
 A. Reinkober _____ B. Zindroski _____

3. **APPROVE POSTAGE CUSTOMER AGREEMENTS.** Resolve the Board of Education approve the Postage Machine Customer Agreements for North Royalton High School, Middle School and Administrative Offices.

J. Arendt _____ S. Clark _____ J. Kelly _____
 A. Reinkober _____ B. Zindroski _____

4. **APPROVE AGREEMENT.** Resolve the Board of Education approve the contract with Julian & Grube, Inc. to apply the agreed-upon procedures as required by the Medicaid School Program for the cost report period of July 1, 2012 to June 30, 2013.

J. Arendt _____ S. Clark _____ J. Kelly _____
 A. Reinkober _____ B. Zindroski _____

5. **APPROVE RETURN OF ADVANCE.** Resolve the Board of Education approve the following return of advances from the indicated funds below to the General Fund:

<u>From:</u>	<u>To:</u>	<u>Amount:</u>
551-9014 Title III Immigrant	001-0000 General Fund	\$424.86
590-9014 Title IIA	001-0000 General Fund	\$1,914.02
599-9014 PHNR	001-0000 General Fund	\$37,974.53
401-9115 Royal Redeemer	001-0000 General Fund	\$6,838.28

J. Arendt _____ S. Clark _____ J. Kelly _____
 A. Reinkober _____ B. Zindroski _____

FISCAL OFFICER'S CERTIFICATE

TO THE BOARD OF EDUCATION OF THE
 NORTH ROYALTON CITY SCHOOL DISTRICT, OHIO:

As fiscal officer of North Royalton City School District, Ohio, I certify in connection with your proposed issue of bonds in the maximum principal amount of \$8,395,000 (the Bonds), authorized by the electors of the School District at an election on February 8, 1994, for the purpose of constructing, enlarging, extending, rehabilitating, renovating, remodeling and improving school district buildings and sites, and equipping and furnishing same (the improvement), by providing funds necessary to refund certain outstanding bonds issued for the purpose of financing the improvement, that:

1. The estimated life or period of usefulness of the improvement is at least five years.
2. The maximum maturity of the bonds proposed to be refunded is December 31, 2019.

Dated: September 8, 2014


 Treasurer, Board of Education
 North Royalton City School District, Ohio

6. APPROVE RESOLUTION.

A RESOLUTION PROVIDING FOR THE ISSUANCE AND SALE OF BONDS IN A MAXIMUM AGGREGATE PRINCIPAL AMOUNT OF \$8,395,000, FOR THE PURPOSE OF REFUNDING AT A LOWER INTEREST COST CERTAIN OF THE SCHOOL DISTRICT'S SCHOOL IMPROVEMENT REFUNDING BONDS, SERIES 2005, WHICH WERE ISSUED FOR THE PURPOSE OF FINANCING THE COST OF CERTAIN PERMANENT IMPROVEMENTS; AUTHORIZING THE CALL FOR OPTIONAL REDEMPTION OF THE REFUNDED BONDS; AND AUTHORIZING THE EXECUTION AND DELIVERY OF AN ESCROW AGREEMENT WITH RESPECT TO THE REFUNDING OF THE REFUNDED BONDS.

WHEREAS, at an election held on February 8, 1994, on the question of issuing bonds of the North Royalton City School District, Ohio (the "School District") in the aggregate principal amount of \$24,000,000 for the purpose stated in Section 2 and of levying taxes outside the ten-mill limitation to pay the debt charges on those bonds, the requisite majority of those voting on the question voted in favor of it (the "1994 Voter Authorization"); and

WHEREAS, pursuant to the 1994 Voter Authorization and resolutions adopted by this Board on June 17, 1994 and July 19, 1994, the District issued its School Improvement Bonds, Series 1994, dated as of July 1, 1994 as to the Current Interest Bonds of that Series, and dated July 21, 1994 as to the Capital Appreciation Bonds of that Series, in the aggregate principal amount of \$23,995,714.80 (the "Series 1994 Bonds"); and

WHEREAS, pursuant to the 1994 Voter Authorization and a resolution adopted by this Board on February 14, 2005, and a Certificate of Award executed under the authority of that resolution and dated as of February 22, 2005 (collectively, the "Original Bond Legislation"), the District issued its \$14,424,974.40 School Improvement Refunding Bonds, Series 2005, dated March 17, 2005 (the "Series 2005 Bonds"), which (advance) refunded certain of the Series 1994 Bonds; and

WHEREAS, certain of the Series 2005 Bonds are subject to optional redemption beginning on December 1, 2014, namely \$1,530,000 in aggregate principal amount scheduled to mature on December 1, 2015, \$1,605,000 in aggregate principal amount scheduled to mature on December 1, 2016, \$1,685,000 in aggregate principal amount scheduled to mature on December 1, 2017, \$1,750,000 in aggregate principal amount scheduled to mature on December 1, 2018, and \$1,825,000 in aggregate principal amount scheduled to mature on December 1, 2019 (collectively, 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, 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 interests of the School District to refund all or a portion of the Callable Bonds, as determined by the Treasurer of the Board of Education in the Certificate of Award, defined hereinbelow (the "Refunded Bonds"), to exercise the Board's option to call the Refunded Bonds for redemption on the Call Date 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 (currently) 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 December 31, 2019;

NOW, THEREFORE, BE IT RESOLVED by the Board of Education of the North Royalton City School District, County of Cuyahoga, 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 denominations of \$5,000 or any whole multiple thereof.

"Bond Proceedings" means, collectively, this Resolution, the Certificate of Award, 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 6.

"Bond Registrar" means, initially, the Treasurer of the Board of Education of the North Royalton City School District, as the authenticating agent, bond registrar, transfer agent, and paying agent for the Bonds.

"Call Date" means December 1, 2014.

"Certificate of Award" means the certificate authorized by Section 7, 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.

“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.

“Escrow Agent” means the bank or trust company appointed pursuant to Section 9, 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 9.

“Interest Payment Dates” means, unless otherwise specified in the Certificate of Award, June 1 and December 1 of each year during which the Bonds are outstanding, commencing December 1, 2014.

“Original Purchaser” means the original purchaser of the Bonds as determined by the Treasurer in the Certificate of Award.

“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 date of the Refunded Bonds (either at maturity or by mandatory sinking fund redemption), and the last Principal Payment Date shall not be later than December 1, 2019.

“Serial Bonds” means those 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.

“Term Bonds” means those 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 \$8,395,000 for the purpose of providing funds necessary to refund the Refunded Bonds, which were issued for the purpose of financing certain permanent improvements, namely, constructing, enlarging, extending, rehabilitating, renovating, remodeling and improving school district buildings and sites, and equipping and furnishing same, 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 \$8,395,000 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.

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 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.

(a) The 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, or such other computation methodology as may be determined by the Treasurer in the Certificate of Award) as shall be determined, subject to paragraph (c) of this Section, by the Treasurer in the Certificate of Award. Interest on the 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 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.

(b) Consistent with the foregoing and in accordance with the Treasurer's determination of the best interests of the School District, the Treasurer shall specify in the Certificate of Award, among other things, the aggregate principal amount of the Bonds, the Principal Payment Dates on which the 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.

(c) Notwithstanding any provision hereof to the contrary, the weighted average of the rate or rates of interest per year to be borne by the 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 5.0% per year.

(d) The Bonds shall not be subject to optional redemption prior to stated maturity, but may be subject to mandatory sinking fund redemption prior to stated maturity as follows, with the details and terms thereof to be set forth in the Certificate of Award.

If any of the Bonds are issued as Term Bonds, the Term Bonds shall be subject to mandatory redemption in part by lot and (unless retired by optional redemption pursuant to subparagraph (ii) hereof) shall 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 the applicable Principal Payment Date or Dates (as selected by the Treasurer in the Certificate of Award) in the principal amounts payable on those Principal

Payment Dates as 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 Term Bonds subject to mandatory sinking fund redemption on the Principal Payment 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 and bearing interest at the same rate 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 and bearing interest at the same rate. 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 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 and bearing interest at the same rate 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 and bearing interest at the same rate as the Term Bonds so delivered, redeemed or purchased and cancelled.

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 2014" (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 express upon their faces the purpose, in summary terms, for which they are issued and that they are issued pursuant to the 1994 Voter Authorization, Chapter 133, and particularly Section 133.34, of the Revised Code, this Resolution, and the Certificate of Award. Notwithstanding any provision herein to the contrary, a single Bond certificate representing the entire issue may be executed, with principal installments payable in the amounts and on the Principal Payment Dates as set forth in the Certificate of Award and printed on said certificate.

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.

Section 5. 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 shall be paid on each Principal Payment Date and interest 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 preceding the applicable payment date; provided, however, that, so long as the entire principal amount of the Bonds is represented by a single certificate, payment of principal and interest may be made by wire or check or draft to the person in whose name the Bond was registered on the applicable payment date, with presentation and surrender of said certificate to be made to the Bond Registrar after payment of principal and interest at final maturity.

Section 6. 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 5, 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.

Section 7. 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, if any, on the 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 and the provisions of this Resolution. The Treasurer is authorized to designate the Original Purchaser in the Certificate of Award. 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.

Section 8. 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 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 9. The Treasurer is authorized and directed to appoint, in the Certificate of Award, a bank or trust company to serve as the Escrow Agent, after determining that the appointment of that bank or trust company will not endanger the funds or securities of the School District. 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) 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 10. There is created under the Escrow Agreement a trust fund designated the "North Royalton City School District, Ohio, 2005 Bonds, Escrow Fund" (the "2005 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 2005 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 2005 Escrow Fund of any funds required hereunder and presently on deposit in the Bond Retirement Fund is hereby authorized. The funds deposited in the 2005 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(D) 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 2005 Escrow Fund but without further investment or reinvestment, for the (i) payment of interest on the Refunded Bonds on each June 1 and December 1 from and including the first June 1 or December 1 (if any) after the Closing Date, to and including the last June 1 or December 1 (if any) before the Call Date, and accrued but unpaid interest through and including the Call Date, and (ii) payment on the Call Date of 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 2005 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 2005 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 2005 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 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 11. The 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 2005 Escrow Fund as and to the extent provided in Section 10, 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 12. 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 13. 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 or arbitrage bonds under Sections 141 or 148 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, (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 16. The Treasurer is directed to deliver promptly to the Cuyahoga County Fiscal Officer (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 17. The legal services of Squire Patton Boggs (US) LLP, as bond 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 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. The services of Stifel, Nicolaus & Company, Incorporated, as placement agent (“Placement Agent”), be and are hereby retained. Those services shall be in the nature of services necessary and appropriate to placing the Bonds with the ultimate Original Purchaser. In rendering those 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 services and shall be reimbursed for the actual out-of-pocket expenses it incurs in rendering those services. The Treasurer is authorized and directed 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.

The Treasurer shall sign and deliver, in the name and on behalf of the School District and in the Treasurer’s official capacity, the Placement Agent Agreement between the School District and the Placement Agent in substantially the form as is now on file with the Treasurer. The Placement Agent 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 Placement Agent Agreement or amendments thereto. The Treasurer shall provide for the payment of services rendered and for reimbursement of expenses incurred pursuant to the Placement Agent 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 19. 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 12) 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, 1994 Voter Authorization, this Resolution, the Certificate of Award, the Escrow Agreement, and other authorizing provisions of law.

Section 20. 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 21. This Resolution shall be in full force and effect upon its adoption.

J. Arendt _____ S. Clark _____ J. Kelly _____
A. Reinkober _____ B. Zindroski _____

7. **MUNIS PILOT PARTICIPATION**

Whereas, the North Royalton Board of Education maintains the use of various financial, accounting, human resource, procurement and other information technology systems in the on-going operations of the school district; and,

Whereas, the North Royalton Board of Education recognizes the value in adoption of the Tyler Munis Enterprise Resource Planning system via partnership and participation in the OASBO/MCOECN Munis Program, “the Munis Program” with their member Treasurers and Information Technology Centers; and,

Whereas, North Coast Council has committed to the data conversion, implementation and on-going support of the Munis Program.

Whereas, the North Royalton Board of Education resolves to commit the capital, staff, and other resources as necessary to participate in the Munis Program, including the required five year participation, on-going support and participation by the district’s Superintendent, Treasurer, Administrative and Technology Staff; and,

Whereas, the Munis Program has been established for the purpose of assisting school districts in the State of Ohio with their adoption of the Munis Enterprise Resource Planning System; and,

Therefore, the Board hereby resolves to dedicate its resources as a participating “Pilot” district in the Munis Program through North Coast Council in calendar year 2015 or 2016, and authorizes the treasurer to complete the necessary application for participation as a Pilot district in the Munis Program as offered by OASBO and MCOECN.

J. Arendt _____ S. Clark _____ J. Kelly _____
A. Reinkober _____ B. Zindroski _____

8. **APPROVE FINANCIAL ADVISORY COMMITTEE NAME CHANGE.** Resolve the Board of Education approve committee name change from Financial Advisory Committee to Financial Audit and Advisory Committee.

J. Arendt _____ S. Clark _____ J. Kelly _____
 A. Reinkober _____ B. Zindroski _____

X. REPORTS AND RECOMMENDATIONS OF THE SUPERINTENDENT

a. *Superintendent Report and Recommendations*

- 9. APPROVE PSI AGREEMENT.** Resolve the Board of Education authorize the North Royalton City School District to enter agreement with PSI for the following for the 2014-2015 school year:

Intervention Specialist – St. Albert the Great
 Foreign Language Teacher

J. Arendt _____ S. Clark _____ J. Kelly _____
 A. Reinkober _____ B. Zindroski _____

- 10. APPROVE MCSESC SERVICE AGREEMENT AMENDMENT.** Resolve the Board of Education approve agreement amendment with the Medina County Schools' Educational Service Center (MCSESC) for the purpose of providing special education services to the NRCSC for the 2014-15 school year.

- 11. APPROVE PARTICIPATION WITH THE EASTER SEAL SOCIETY OF NORTHEAST OHIO.** Resolve the Board of Education approve participation with the Easter Seal Society Northern Ohio, Inc. for the purpose of providing contracted SLP services for August 15, 2014 through June 15, 2015 for 5 hours per week, unless terminated earlier pursuant to Article V of contract.

J. Arendt _____ S. Clark _____ J. Kelly _____
 A. Reinkober _____ B. Zindroski _____

b. *Personnel and Policy*

- 12. RETIREMENT RECOGNITION.** Resolve the Board of Education adopt the following resolution upon the retirement of Barbara Veverka:

WHEREAS, Barbara Veverka has been a valued member of the North Royalton City School District; and

WHEREAS, she has made significant contributions to enhance the educational experience for all students; and

WHEREAS, her presence will be missed by students and staff alike,

NOW, THEREFORE, BE IT RESOLVED the members of the North Royalton Board of Education express their appreciation and wish her a long and happy retirement.

- 13. APPROVE/AMEND WORK CALENDARS.** Resolve the Board of Education approve/amend the 2014-2015 Work Calendars for the following (Addendum #2 as presented).

Stadium – Groundskeeper
 Auditorium – Utility Maintenance Worker
 District Health Coordinator
 High School Cafeteria Manager

- 14. ACCEPT RESIGNATIONS/RETIREMENTS.** Resolve the Board of Education accept the following resignations/retirements:

Resignations

Lisa Courey/effective August 13, 2014
 Thomas Kaiser/Sub Bus Driver/effective September 8, 2014
 Rose Wilkolak/effective August 23, 2014

- 15. APPROVE/AMEND LEAVES OF ABSENCE.** Resolve the Board of Education approve/amend the following unpaid leaves of absence:

- Lori Imke/Amend unpaid leave of absence to paid leave of absence/September 3, 2014 through September 16, 2014.
- Lori Imke/unpaid leave effective September 17, 2014 through September 26, 2014.
- Kelly Moore/Amend unpaid leave of absence to paid leave of absence/retroactive to August 18, 2014
- Michelle Toth/effective September 18, 2014 through October 23, 2014.

- 16. APPROVE CHANGE OF ASSIGNMENT.** Resolve the Board of Education approve the following change of assignment effective 2014-15 school year or as indicated:

Cheryl Brickner from Cafeteria Worker II to Cafeteria Manager/Valley Vista/effective September 8, 2014

- 17. APPROVE APPOINTMENTS – CERTIFICATED/LICENSED AND CLASSIFIED EMPLOYEES.** Resolve the Board of Education approve the following appointments to the certificated/licensed and classified staffs of the North Royalton City Schools be confirmed with the understanding that such persons are subject to all provisions of law pertaining to the employment of said persons; and said employment is contingent upon subsequent receipt by the Board of a report from the Bureau of Criminal Identification and Investigation which is not inconsistent with the applicants' answers on the employment application. The said appointees shall be subject to assignment by

the Superintendent of Schools according to the needs and interests of the schools, salary on schedule, effective 2014-15 school year or as indicated:

Certificated Employees

Randall Radtke/Physical Education/Early Childhood Center/effective August 18, 2014

Classified Employees

Thomas Kaiser/ Bus Driver /Transportation/effective September 9, 2014
Mark Kuban/Elementary Building Custodian/ECC/effective August 18, 2014
Deborah Mendek/HS/Cafeteria Worker II/effective August 29 2014

Certificated Substitute

Veronica Uribe /effective 2014-2015 School Year

Classified Substitutes (Amend)

William Conroy – Substitute Mechanic

Classified Substitutes

Melissa Dombrowski	Jennifer Porter
Loretta Munday	Kimberly Rybak
Michele Namitka	Deana Sutich

William Mayer – Substitiute Mechanic
Rose Wilkolak/Bus Driver

- 18. APPROVE APPOINTMENTS.** Resolve the Board of Education approve the following appointments:

CWE Students for the 2014-15 school year, to work as needed at the rate of \$3.00/hour:

Emmanuelle Agbodo	Roy Durham	Angelo Nieves
Lauren Bowers	Michael Kufner	Kaitlyn Valan
	Cedric Lehky	

- 19. APPROVE APPOINTMENTS-EVENING SCHOOL STAFF & PSAT PROCTORS.** Resolve the Board of Education approve the following Evening School Staff & PSAT Proctor appointments for the 2014-15 school year, as needed, salary on schedule:

PSAT Proctors

Matt Bosak	Melissa Karagiozis	Dawn Saringer
Matt Ciha	Sharon Merritt	Christine Shepherd
Richard Emch	Lisa Moore	Joseph Sieracki
Wendy Engel	Annetta Paszt	Scott Spessard
Jennifer Gaydos	Jeff Rhodes	
Rachel Hoag	Paul Salyards	

Evening School Staff – Fall, Winter, and Spring Sessions:
Susan Workman/Children & Adult Self-Defense

20. APPROVE/AMEND APPOINTMENTS-SUPPLEMENTAL

CONTRACTS. Resolve the Board of Education approve/amend the following appointments for Supplemental Contracts for 2014-15 school year, to work as needed, salary on schedule or as indicated:

Asst. Volleyball Coach
Mary Tout (Replacing David Knapp)

Bowling Club Advisor
Jennifer Gaydos
Nicholas Wysocki

Lettermen's Club Advisor
Kristin Hubbell

Key Club Advisor
Agnes Ozello

Head Swimming Coach
Michael Milliken

Eighth Grade Football Coach
Replace M. Pissini/D. Filips ½ each
with Michael Pissini – Full Contract

HS Spirit Club
Replace Kathy Miluk (full contract)
with Kathleen Miluk/Sharon Matovich ½ each

Boys Soccer Coach
Jonas Gomez – JVA (replacing Frank DeAngelis)
Frank DeAngelis – Assistant
Alec Mewhinney - JVB

Head Cheerleading Coach (Amend)
Dee Haase- Fall
Ashley Pullar – Winter

Asst. Cheerleading Coach (Amend)
Ryhannon Haase – Fall
Jennifer Schmalz – Winter

2014-2015 LPDC Committee
Kathleen Adams
Jessica Lobaza
Gina Stabile

Resident Educator ProgramResident Educator Mentors (salary on schedule)

Richard Emch	Anthony Kleem	Edith Schatt
JoAnn Evans	Jennifer Malik	Gina Stabile
Holly Fox	Amy Ness	Deborah Syroney
Sarah Franko	Jennifer Petty	Eva Teague
Laura Fruscella	Leigh Ann Quayle	Cynthia Velotta
Elizabeth Kannel	Denise Romanchok	Douglas Zimlich

Additional Assignments

High School Teachers	Subject Area	Duration	Compensation
Michele Klann	German	One Year	1/6
Richard Nestoff	Physics	One Year	1/6

Middle School Bus Duty

Barbara Miller

21. APPROVE APPOINTMENTS-PERSONAL SERVICE CONTRACTS.

Resolve the Board of Education approve the following Athletic Workers, and Officials for Personal Service Contracts, as needed, salary on schedule:

Officials

Bauer, Paul	Martin, Mark	Sanda, Milo
Bendzuck, Zachary	Milligan, Andy	Schoenfelt, Denis
Cavin, Robert	Moran, Bob	Simon, Bill
Colombo, Fred	Murphy, Farren	Sommers, Ron
Cordova, Phil	Nesta, John	Yoelzadeh, Yoel
Fuhs, Frank	Oden, Marlon	Zolgharnain, Ali
Gallagher, Mike	O'Malley, Kevin	
Grant, Rae	Penso, Chris	
Heffner, Glenn	Planisek, Bill	
Heidecker, Ray	Renkel Jr., Jack	<u>Athletic Workers</u>
Hnizdil, Joseph	Richey, Matthew	Bober, Dave
Hodous, Dan	Rivera, Matt	Dietrich, Jonathan
Hupp, Bill	Robinson, John	Roba, Elaine
Kaufman, Greg	Rutkowski, Timothy	Salyards, Paul
Kennedy, Pat	Saia, Sal	Travers, June

J. Arendt _____

A. Reinkober _____

S. Clark _____

B. Zindroski _____

J. Kelly _____

c. Business, Building and Grounds

22. ACCEPT GIFTS/DONATIONS. Resolve the Board of Education accept the following gifts/donations:

- Various level books (mainly middle & high school level) to NR School District libraries from the Limberg Family
- Whirlpool washer, Kenmore dehumidifier, extension cords, misc. tools and supplies to Valley Vista School from Jeff Hill
- \$100 donation to be used for the Nature Center Project being performed by Joe Krzywicki from St. Albert the Great Church Boy Scout Troop 526
- \$35,000 donation to NR City Schools to assist in Stadium Renovation Project from North Royalton Stadium Foundation
- Paint to NR School District from Ace Hardware
- One box of books to Royal View School from Gene and Becky Humes
- A printed vinyl sign to Albion School from John Jakovcic
- The following items from NR Athletic Boosters to NR High School:

Golf Team – Golf Balls	\$ 972.05
Boys Soccer – Video Camera	1,269.98
Boys Soccer – Raincoats	1,740.00
Swim Team – Warm ups	5,426.25
Gym Refinishing	<u>24,625.00</u>
	\$34,033.28

J. Arendt _____

S. Clark _____

J. Kelly _____

A. Reinkober _____

B. Zindroski _____

XI. ADDITIONAL BUSINESS

XII. ANNOUNCEMENTS

Financial Audit & Advisory Cmte Mtg	Sept. 9, 2014	7:00 pm at Board Office Conf. Rm
PHNR Meeting	Sept. 10, 2014	9:00 am at NRHS Community Rm
Transportation Cmte Mtg	Sept. 24, 2014	9:15am at Board Office Conf. Rm
Community Mtg (Re: Facilities)	Sept. 24, 2014	7:00pm at NRHS Community Rm
NREF Pasta Dinner	Sept. 26, 2014	4:30pm at NRMS Cafeteria
City Recreation Board	Sept. 30, 2014	6:00 pm at City Hall
Regular Board Meeting/Work Session	Oct. 9, 2014	6:30 pm at NRHS Community Rm
Regular Board Meeting	Oct. 13, 2014	7:00 pm at NRHS Community Rm

XIII. ADJOURN TO EXECUTIVE SESSION: Adjourn to executive session at ____:____ pm to discuss the employment of personnel and items concerning pending litigation.

J. Arendt _____

S. Clark _____

J. Kelly _____

A. Reinkober _____

B. Zindroski _____

XIV. ADJOURN

J. Arendt _____

S. Clark _____

J. Kelly _____

A. Reinkober _____

B. Zindroski _____