

**PALMYRA-EAGLE AREA SCHOOL DISTRICT
REGULAR BOARD MEETING
P-EMS/HS - Irving L. Young Community Center- 123 Burr Oak Street, Palmrya, WI
Tuesday, January 9, 2018, 7:00 PM**

MINUTES

- I. **CALL TO ORDER:** The meeting was called to order by School Board President, Scott Hoff, at 7:00 PM
- II. **ROLL CALL:** Carrie Ollis, Justin Thomas, Cory Jones, Scott Hoff, Tara Bollmann, Mat Mecca, Amy Wilde, Superintendent - Steve Bloom, Comptroller - Sharon Llanas and Board Secretary - Traci Plotz.
- III. **DECLARATION OF QUORUM**
Scott Hoff stated that quorum was established
- VI. **APPROVAL OF AGENDA**
School Board President, Scott Hoff, asked if there were any adjustments to the agenda. With no changes heard the agenda was approved as presented.
- VII. **PUBLIC COMMENT**
None at this time.
- VIII. **BOARD MONITORING**
Mr. Matt Stich, Principal at Eagle Elementary School, gave a presentation on "Using Data to Inform Decisions Related to Student Learning"
- XI. **CONSENT AGENDA**
 - A. **Approval of Minutes**
 1. Regular Board Meeting & Closed Session, December 12, 2017
 - B. **Financial Reports**
 1. Monthly vouchers & checks
 - C. **Resignations/Retirements**
 1. PEHS - Girls Varsity Track Coach
 2. PES - Special Education Aide
 - D. **Hires**
 1. Evening Custodian - PES, 0.475 FTE
 - E. **Field Trips (overnight/out-of-state)**
 1. PEHS FFA - Half-Time Conference, Steven's Point, WI 1/12-1/13/18 (Petrie)
 - F. **Fundraisers**
 1. None at this time.
 - G. **Gifts & Donations**
 1. Eagle Staff Lounge

A motion was made by Cory Jones and seconded by Tara Bollmann to approve the Consent Agenda as presented. Motion Carries.
- XII. **ACTION ITEMS**
 - A. A motion was made by Tara Bollmann and seconded by Amy Wilde to approve the First Reading of the Following Revised Policies:
 2. 5136:Personal Communication Devices
 3. 7540.03:Student Education Technology Acceptable Use and Safety
 4. 7540.04:Staff Education Technology Acceptable Use and Safety
 5. 7540.06:District-Issued Staff E-mail Account

Motion Carries.
 - B. A motion was made by Cory Jones and seconded by Tara Bollmann to approve the District Space and Program Availability for 2018-2019 Open Enrollment Applicants, with no caps on space for either

- regular education students or special education students. Motion Carries.
- C. A motion was made by Cory Jones and seconded by Mat Mecca to approve the Resolution to Refinance \$795,000.00 of Current Debt Held with the DTC.

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Boxes checked are applicable.
 Boxes not checked are inapplicable.
 Prepared and intended for use by commercial banks, if transactions governed by Wisconsin Law.

EXHIBIT A
 RESOLUTION

(Adopted at an Open Meeting held January 9, 2018)

WHEREAS Palmira-Eagle Area School District ("School District"), is presently in need of funds aggregating \$ 795,000.00 for public purpose(s) of (1) Palmira, Wisconsin Refinancing current debt held with the DTC.

and
 WHEREAS, the School Board deems it necessary and in the best interests of the School District that, pursuant to the provisions of Section 67.12(12), Wisconsin Statutes, the sum of Seven hundred ninety-five thousand and 00/100 Dollars (\$ 795,000.00) be borrowed for such purpose(s) upon the terms and conditions hereinafter set forth; and

WHEREAS, the issuance of general obligation promissory notes for such purpose(s) was approved by a majority of the electors of the School District voting at a referendum held on n/a; (2)

NOW, THEREFORE, BE IT RESOLVED, that for the purpose(s) hereinabove set forth the School District, by its President, and District Clerk, pursuant to Section 67.12(12), Wisconsin Statutes, borrow from First Citizens State Bank

("Lender"), the sum of \$ 795,000.00, and, in evidence of such indebtedness, said President and District Clerk shall make, execute and deliver to the Lender for and on behalf of the School District the promissory note to be dated February 28, 2018, in said principal amount with interest at the rate of Three and 75/100 percent (3.75)% per annum and payable as follows:

(Check (a), (b), (c) or (d); only one shall apply.)

(a) Single Payment, in one payment on _____, plus interest payable as set forth below.
 (b) Installments of Principal and Interest, (3) in _____ equal payments of \$ _____ due on _____, and on _____ the same day(s) of each _____ month thereafter every 7th day thereafter every 14th day thereafter, PLUS a final payment of the unpaid balance and accrued interest due on _____. All payments include principal and interest.

(c) Installments of Principal, in _____ equal payments of principal of \$ _____ due on _____, and on _____ the same day(s) of each _____ month thereafter every 7th day thereafter every 14th day thereafter, PLUS a final payment of the unpaid principal due on _____, PLUS interest payable as set forth below.

(c) Other, Installments of Principal in seven payments of principal, \$80,000.00 due 3/1/18, \$100,000.00 due 3/1/20, \$100,000.00 due 3/1/21, \$110,000.00 due 3/1/22, \$120,000.00 due 3/1/23, \$130,000.00 due 3/1/24, \$145,000.00 due 3/1/25, PLUS interest payable as set forth below. Interest is payable on September 1, 2018, and on the same day of each sixth month thereafter, every 7th day thereafter, every 14th day thereafter, and at maturity, or, if box (b) is checked, at the times so indicated.

Interest is computed for the actual number of days principal is unpaid on the basis of a 360 day year a 365 day year. (3)
 Said interest to be payable on the dates set forth above on the outstanding principal balance, with no prepayment privileges prepayment privileges on any principal or interest payment date on or after February 28, 2018. A copy of the promissory note shall be attached to this resolution.

- (1) Here describe each purpose in detail, if the purpose is meeting general and current municipal expenses or refinancing obligations of the School District, so specifically.
- (2) Do not check box if statement is inapplicable. Note that school districts generally can issue promissory notes only if approved at a referendum or issued for refunding purpose. If no referendum has been held, Lender should obtain a legal opinion from the School District that a referendum is not required.
- (3) Section 67.12(12), Wisconsin Statutes, does not place any restrictions on the basis of interest rate calculations.

BE IT FURTHER RESOLVED, that there be, and there hereby is, levied on all the taxable property of the School District, a direct annual irrevocable tax sufficient in amount to pay the principal and interest on said note as the same becomes due and payable, said tax to be in the following minimum amounts: (4)

Amount of Tax (principal and interest)	To Meet Note Payments Due On	Year of Levy (must be in year(s) prior to due date)
\$ 35,485.94	9/1/18	For the year 2017-2018
\$ 118,501.66	3/1/19 and 9/1/19	For the year 2018-2019
\$ 124,961.46	3/1/20 and 9/1/20	For the year 2019-2020
\$ 121,085.94	3/1/21 and 9/1/21	For the year 2020-2021
\$ 127,092.19	3/1/22 and 9/1/22	For the year 2021-2022
\$ 132,718.23	3/1/23 and 9/1/23	For the year 2022-2023
\$ 137,992.71	3/1/24 and 9/1/24	For the year 2023-2024
\$ 147,733.85	3/1/25	For the year 2024-2025
\$		For the year
\$		For the year

If at any time there shall be on hand insufficient funds from the aforesaid tax levy to meet principal and/or interest payments on said note when due, the requisite amount shall be paid from other funds of the School District then available, which sums shall be replaced upon the collection of the taxes herein levied.

In the event that the School District exercises its prepayment privilege, if any, then no such direct annual tax shall be included on the tax rolls for the prepayments made and the amount of direct annual tax hereinabove levied shall be reduced accordingly for the year or years with respect to which said note was prepaid.

In each of said levy years, the direct annual tax so levied shall be carried into the tax rolls each year and shall be collected in the same manner and at the same time as other taxes of the School District for such years are collected; provided, that the amount of tax carried into the tax roll may be reduced in any year by the amount of any surplus in the debt service account for the note. So long as any part of the principal of, or interest on, said note remains unpaid, the proceeds of said tax shall be segregated in a special fund used solely for the payment of the principal of, and interest on, said note.

BE IT FURTHER RESOLVED, that there be and there hereby is established in the treasury of the School District, if one has not already been established, a debt service fund, separate and distinct from every other fund, which shall be maintained in accordance with generally accepted accounting principles. Sinking funds established for obligations previously issued by the School District may be considered as separate and distinct accounts within the debt service fund. Within the debt service fund, there be and there hereby is established a separate and distinct account designated as the "Debt Service Account for Promissory Note dated February 26, 2018," which account shall be used solely for the purpose of paying principal of and interest on said note. There shall be deposited in said account any accrued interest paid on said note at the time it is delivered to the Lender, all money raised by taxation or appropriated pursuant hereto, and such other sums as may be necessary to pay principal and interest on said note when the same shall become due.

BE IT FURTHER RESOLVED, that the proceeds of said note shall be used solely for the purposes for which it is issued, but may be temporarily invested until needed in legal investments, provided that no such investment shall be in such a manner as would cause said note to be an "arbitrage bond" within the meaning of Section 148 of the Internal Revenue Code of 1986, as amended, or the Regulations of the Commissioner of Internal Revenue thereunder; and an officer of the School District, charged with the responsibility for issuing the note, shall certify by use of an arbitrage certificate, if required, that, on the basis of the facts, estimates and circumstances in existence on the date of the delivery of the note, it is not expected that the proceeds will be used in a manner that would cause said note to be an "arbitrage bond."

BE IT FURTHER RESOLVED, that the projects financed by the note and their ownership, management and use will not cause the note to be a "private activity bond" within the meaning of Section 141 of the Internal Revenue Code of 1986, as amended, and that the School District shall comply with the provisions of the Code to the extent necessary to maintain the tax-exempt status of the interest on the note.

BE IT FURTHER RESOLVED, that the District clerk shall keep records for the registration and for the transfer of the note. The person in whose name the note shall be registered shall be deemed and regarded as the absolute owner thereof for all purposes and payment of either principal or interest on the note shall be made only to the registered owner thereof. All such payments shall be valid and effectual to satisfy and discharge the liability upon such note to the extent of the sum or sums so paid. The note may be transferred by the registered owner thereof by presentation of the note at the office of the District clerk, duly endorsed for the transfer or accompanied by an assignment duly executed by the registered owner or his legal representative duly authorized in writing. Upon such presentation, the note shall be transferred by appropriate entry in the registration records and a similar notation, including date of registration, name of new registered owner and signature of the District clerk, shall be made on such note.

BE IT FURTHER RESOLVED, that the note is hereby designated as a "qualified tax-exempt obligation" for purposes of Section 265 of the Internal Revenue Code of 1986, as amended, relating to the ability of financial institutions to deduct from income, for federal income tax purposes, interest expense that is allocable to carrying and acquiring tax-exempt obligations. (5)

BE IT FURTHER RESOLVED, that the School District officials are hereby authorized and directed, so long as said note is outstanding, to deliver to the Lender any audit statement or other financial information the Lender may reasonably request and to discuss its affairs and finances with the Lender.

BE IT FURTHER RESOLVED, that said note shall be delivered to the Lender on or after the date of said note, upon receipt of the total principal amount of the loan evidenced thereby, plus accrued interest, if any, to date of delivery, provided that, if this is a refinancing, the refunding note shall be immediately exchanged for the note being refinanced.

(4) First tax levy should be for the current year unless tax roll has already been delivered for collection, and amount of levy should be sufficient to meet all principal and interest payments coming due prior to date for collection of next succeeding tax levy.

(5) Do not check box if the School District will be issuing more than \$10,000,000 of tax-exempt obligations in the calendar year. In that case, lenders will not be entitled to deduct, for federal income tax purposes, interest expense that is allocable to carrying or acquiring the note.

Motion Carries.

XVI. ADJOURN

A motion was made by Tara Bollmann and seconded by Justin Thomas to adjourn the meeting. Motion Carries at 7:37 PM.

Respectfully submitted,

Traci Plotz
School Board Secretary

ATTEST:


Carrie Ollis, Board Clerk

2-13-18
Date