Fairfield City School District:
Excellence, preparation for life, opportunities for all!

BOARD OF EDUCATION MEETING AGENDA

AUGUST 18, 2011 **REGULAR MEETING 6:30 PM**
CATHERINE D. MILLIGAN COMMUNITY ROOM

CALL TO ORDER

ROLL CALL

_____Kearns _____Ko _____ Morris _____ Murray _____Shorter

PLEDGE OF ALLEGIANCE

PRESENTATIONS/RESOLUTIONS

A. Bond Refunding – John Payne, Financial Advisor, Bradley Payne, LLC and Tom Wilson, Bond Counsel, Peck Shaffer

RECESS TO EXECUTIVE SESSION TO DISCUSS

Court Action 121.22 (G) (3) – Pending or Imminent Litigation

Motion to convene executive session: _____; 2nd _____

_____Kearns _____Ko _____ Morris _____ Murray _____Shorter

President declares motion _____.

President convenes executive session at _____ P.M.

President resumes regular meeting at _____ P.M.

COMMUNICATION

This is the portion of the meeting where you, the residents of the Fairfield City School District, are invited to share your thoughts with the Board. Presentations are limited to five (5) minutes each.

SUPERINTENDENT'S RECOMMENDATIONS AND REPORTS

A. Personnel -- Certificated

1. Resignations

a. David Helms, Senior High, Assistant Principal
(effective July 26, 2011; for personal reasons)

b. Chris Trentman, Senior High, Math Teacher, and Math Department Head
(effective at the end of the 2010-2011 school year; to accept another position within the district)

2. Leave of Absence

a. Jenn Webb Carroll, Senior High, Science
(effective October 4, 2011 through October 21, 2011; for childrearing purposes)

3. Employment

a. Laurie Burnham, District, Physical Therapist, 40%
(recommended for a new one-year limited teaching contract for the 2011-2012 school year, effective August 19, 2011; for a replacement position)

b. Heather Hoelle, North, Kindergarten, 50%
(recommended for a new one-year limited teaching contract for the 2011-2012 school year, effective August 19, 2011; for a replacement position)

c. Jonathan Nelson, West, 3rd grade
(recommended for a new one-year limited teaching contract for the 2011-2012 school year, effective August 19, 2011; for a replacement position)

d. Sonniya Phuong, Senior High, Math
(recommended for a new one-year limited teaching contract for the 2011-2012 school year, effective August 19, 2011; for a replacement position)

e. Ruthann Peace Stidd, South, 1st grade
(recommended for a new one-year limited teaching contract for the 2011-2012 school year, effective August 19, 2011; for a replacement position)

f. Chris Trentman, Senior High, Assistant Principal
(recommended for a new two-year administrative contract effective August 8, 2011 through June 30, 2013, for 213 days, on the certificated administrative salary range 2, for a replacement position)

g. Christine Zboril, South, Intervention Specialist
(recommended for a new one-year limited teaching contract for the 2011-2012 school year, effective August 19, 2011; for a replacement position)

h. Extracurriculars 2011-12

Senior High

Natalie Foertmeyer, Department Head Special Education, additional 50% (to bring this to a 100% position)

Lisa Grosser-Schiering, Department Head Special Education, additional 50% (to bring this to a 100% position)

Jacob Tyahur, Volleyball, Girls Assistant

M Sean Day, Volleyball, Girls Assistant

Freshman
Mark Jarvis, Volleyball, Girls

i. ESL Tutors

Cara Adams
Lynne Albrecht
Colleen Brewer
Theresa Collins
Jack Crain
Amy Fijas
Julie Garrett
Jim Hauser
Sue Hinger
Becky Jones
Kelly Lockwood
Robyn Rothring
Nancy Turner
Kathryn Urmston

(Periodically the district has students who qualify for English as a Second Language services as determined through the district's established assessment process. It is recommended that the above-noted person(s) be employed as an ESL Tutor at the rate of $24.34 per hour, effective for the 2011-2012 school year.)

j. Home Instructors

Paulino Alcantara
Jessica Burgasser
Judith Campbell
Missy Dixon
Ruth Doyle
Katie Fancher
LeaAnn Forte
Kim Gentry
Maggie Githuku
Lisa Harritos
Cindy Heinze
Eric Higgins
Rodney Hubbard
Mike Jones
Jennifer Kinzer
Matt Kollstedt
Jacob Krause
Jennifer Krause
Susie Lindberg
Julia McQueen
Linda Napier
Linda North
Cindy Ray
Dawn Schneider
Brian Smith
Daniel Smith Benedikt
Gary Smith
Carol Sroczynski
Jennifer Steelman
Violet Stenger
Joyce Valerius
Julie Wiencek
Barry Williams
Nicole Williams
Regina Williams
Valerie Williams
Laurie Willis
Candace Yates

(Periodically the district has students who qualify for home instruction by placement on an IEP developed through the Special Services Department. It is recommended that the above noted person(s) be employed as Home Instructors at the rate of $24.34 per hour, effective for the 2011-2012 school year.)

k. Substitute Teachers

Cara Adams
Melanie Adams
Margaret Adamson
Krystolyn Alfred
Erin Allen
Krista Apgar
William Arledge
Mary Bader
Voneta Ball
Raylene Barnett
Ira Begley
William Berry
Monique Bolin
Anne Borchers
Rita Bowers
Linda Boyer
Mark Braam
Ashley Brandenburg
Connie Bray
Gaile Brennan
Amber Brock
Laura Brockman
Gary Broenner
Barbara Broome
Amanda Brown
LaDonna Brusch
Martina Burton
Bernard Caldwell
Brenda Calhoun
Davonne Calhoun
Joellen Catron
Kelly Chanatry
Toni Christen
Elizabeth Clark
Denise Cole
Holly Collins
Theresa Collins
Shannon Combs
Deborah Connelly
Suzanne Conrad
Rebecca Cornett
Carol Cornwell
Steven Covert
Rebekah Craft
Ashley Cundiff
Kristen Dabbelt
Jill Dalzell
Brent Daniels
Brett Davis
Bridgett Davis
Jonathan Day
Michael Day
Gina Dehner
Patricia Deis-Gleeson, Nurse
Wayne DeLong
Deanna Diallo
Marvin Dickman
Lanita Drake
Janice Dykhuizen, Nurse
Dawn Eck
Karen Ehritz, Nurse
Gerald Einsfeld
Robert Ervin
Karen Evert
Patricia Faraci
Stacy Fields
Amy Fijas
Jennifer Finke
Nancy Finn
Khabirah Fleming
Lisa Frank
Carol Franz
Gary Franz
Mary Frazier
Deanna Gampfer
Edward Gase
Maggie Gattermeyer
Cherie Gee, Nurse
Jennifer Gilbert
Mildred Gillett
Carisa Givens
Zondrah Greene

(Two minutes per speaker, not to exceed 10 minutes total time for public comments prior to board vote)

_____Kearns _____Ko _____ Morris _____ Murray _____Shorter

President declares motion _____.

B. Personnel -- Classified

1. Resignations

a. William Cain, Custodian, West
(effective the end of the day August 5, 2011; for personal reasons)

b. Thomas Liggett, Middle, Educational Assistant
(effective the end of the 2010 - 2011 school year; for personal reasons)

c. Catherine Wainscott, Transportation, Bus Driver
(effective February 3, 2011; per agreement)

d. Nancy Warner, West, Food Service Assistant
(effective the end of the 2010 – 2011 school year; for personal reasons)

2. Leaves of Absence

a. Sarah Kroger-Gardner, East, Educational Assistant
(effective August 23 through November 30, 2011; extension of unpaid childrearing)

b. Vicky Wilson, Intermediate, Educational Assistant
(effective August 23, 2011 through November 22, 2011; extension of unpaid personal medical)

3. Reduction In Force:

a. Elimination of one (1) Cook position at the Freshman School

b. Ruby Boyd, Sr. High, Custodian
(effective August 22, 2011; for District financial reasons)

c. Michael Byrd, Intermediate, Custodian
(effective August 22, 2011; for District financial reasons)

d. Ruben Hibbard, Sr. High, Custodian
(effective August 22, 2011; for District financial reasons)

e. Robert Johnson, District, HVAC Technician
(effective August 12, 2011; for District financial reasons)

f. Danny Jones, Middle, Custodian
(effective August 22, 2011; for District financial reasons)

g. Tracy Morgan, Middle, Custodian
(effective August 22, 2011; for District financial reasons)

h. Dorothy Rauen, Sr. High, Custodian
(effective August 22, 2011; for District financial reasons)

i. Peter Spada, Middle, Custodian
(effective August 22, 2011; for District financial reasons)

j. Brenda Wilson, Freshman, Custodian
(effective August 22, 2011; for District financial reasons)

(All employment is contingent upon satisfactory submission of all required documents.)

Motion to accept the recommendations: _____; 2nd _____

(Two minutes per speaker, not to exceed 10 minutes total time for public comments prior to board vote)

_____Kearns _____Ko _____ Morris _____ Murray _____Shorter

President declares motion _____.

C. Item for Board Discussion

1. Recommendation for AurGroup Financial Credit Union to operate a student-run credit union at Fairfield High School for the benefit of the students.

D. Item for Board Action

1. Recommend approval of AurGroup Financial Credit Union operating a student-run credit union at Fairfield High School for the benefit of the students.

Motion to accept the recommendations: _____; 2nd _____

(Two minutes per speaker, not to exceed 10 minutes total time for public comments prior to board vote)

_____Kearns _____Ko _____ Morris _____ Murray _____Shorter

President declares motion _____.

TREASURER'S RECOMMENDATIONS AND REPORTS

A. Recommend approval of the minutes of the following meetings:
July 11, 2011 – Regular meeting
August 4, 2011 – Work Session

B. Recommend approval of the financial reports for the month of July 2011.

C. Recommend approval of the 2011-2012 Amended Appropriations Resolution.

D. Recommend approval of the disposal of the following fixed assets:

Tag Number	Description	Location
22238	Cell phone	Athletics
19311	Overhead projector	Central Elementary
16099	Overhead projector	Central Elementary
12339	Overhead projector	Central Elementary
12340	Overhead projector	Central Elementary
12336	Overhead projector	Central Elementary
12310	Overhead projector	Central Elementary
12307	Overhead projector	Central Elementary
12371	Overhead projector	Central Elementary
12356	Overhead projector	Central Elementary
12257	Overhead projector	Central Elementary
12346	Overhead projector	Central Elementary
12323	Overhead projector	Central Elementary
15585	Computer	Freshman School
18291	Computer	Freshman School
22413	Cell phone	Special Services
22201	Printer	District Office
10829	Computer	High School
10834	Computer	High School
10841	Computer	High School
10844	Computer	High School
10847	Computer	High School
10848	Computer	High School
10850	Computer	High School
10851	Computer	High School
10853	Computer	High School
10854	Computer	High School

10873	Computer	High School
10874	Computer	High School
10883	Computer	High School
10887	Computer	High School
10894	Computer	High School
10896	Computer	High School
10900	Computer	High School
10902	Computer	High School
10903	Computer	High School
10910	Computer	High School
10912	Computer	High School
16865	Computer	High School
09024	Computer	Intermediate School
09585	Computer	Intermediate School
09664	Computer	Intermediate School
19862	Computer	Intermediate School

"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.

"Memorandum of Instructions" means the Memorandum of Instructions Regarding Rebate delivered to the District at the time of the issuance and delivery of the Bonds, as the same may be amended or supplemented in accordance with its terms.

"Paying Agency Agreement" means the Bond Registrar and Paying Agency Agreement dated a date as set forth in the Certificate of Award, between the Board of Education and the Paying Agent and Registrar with respect to the Bonds.

"Paying Agent and Registrar" means The Bank of New York Mellon Trust Company, N.A., Cincinnati, Ohio, or such other bank or trust company named in the Certificate of Award, which will serve as paying agent, registrar and transfer agent for the Bonds, or any successor Paying Agent and Registrar.

"Principal Payment Date" means December 1 of each year.

"Treasurer" means the treasurer of the Board of Education of the District.

"Underwriters" means RBC Capital Markets, Cincinnati, Ohio.

SECTION 2. Declaration of Necessity. It is hereby declared necessary to issue the Bonds of this Board of Education in the principal sum of not to exceed $22,130,000 for the purpose of current refunding the Bonds To Be Refunded, and providing for costs of issuance in connection with the Bonds as permitted by Chapter 133 of the Ohio Revised Code, specifically Section 133.34 of the Ohio Revised Code. If the Treasurer determines, after consultation with the Financial Advisor, Underwriters and Bond Counsel, that it is in the best financial and/or legal interests of the District to current refund less than $22,130,000, she is hereby authorized to proceed with a partial current refunding of the 2001 Bonds in a lower principal amount.

SECTION 3. Authorization and Terms for the Bonds.

(a) The Bonds shall be issued in said principal sum for the purpose aforesaid, under authority of the general laws of the State of Ohio, particularly Chapter 133 of the Ohio Revised Code. The Bonds shall be designated "General Obligation Unlimited Tax Refunding Bonds, Series 2011", or such other designation as set forth in the Certificate of Award; shall be issued only as fully registered Bonds without coupons; shall consist of Current Interest Bonds or Capital Appreciation Bonds or a combination thereof as set forth in the Certificate of Award; shall be in Authorized Denominations (provided, however, that each Bond shall have only one principal maturity date); shall be transferable and exchangeable for Bonds of Authorized Denominations in fully registered form as set forth herein and in the Paying Agent Agreement; and shall bear interest (i) payable on each Interest Payment Date or upon earlier redemption, in the case of Current Interest Bonds, and (ii) accrued and compounded on each Interest Accretion Date and payable at maturity in the case of Capital Appreciation Bonds, in each case as set forth in the Certificate of Award. The Bonds may be issued in one or more series, as may be determined by the Treasurer.

(b) (i) The Current Interest Bonds, if any, shall be dated a date as set forth in the Certificate of Award, shall be in the aggregate principal amount and mature on December 1 of the years as set forth in the Certificate of Award, and shall be numbered from CIB-1 upward in order of authentication by the Paying Agent and Registrar. Interest on the Current Interest Bonds shall be payable semiannually on each Interest Payment Date, until the principal sum is paid, and shall be calculated on a 30-day month, 360-day year basis. Payment of interest on any Current Interest Bond shall be payable on each Interest Payment Date to the person whose name appears on the record date (May 15 and November 15 for June 1 and December 1 interest, respectively) on the Bond registration records as the registered owner thereof, by check or draft mailed to such registered owner's address as it appears on such registration records. The Current Interest Bonds will mature on December 1 in the years and in the principal amounts and shall bear interest at the rates set forth in the Certificate of Award.

(ii) The Capital Appreciation Bonds, if any, shall be dated the date of their initial issuance, shall be numbered from CAB-1 upward in order of authentication by the Paying Agent and Registrar, shall be issued in the aggregate principal amount as set forth in the Certificate of Award and shall mature on December 1 of the years and in the respective principal amounts and Maturity Amounts, and such principal amounts shall bear interest accrued and compounded on each Interest Accretion Date payable at maturity at the respective rates per annum that will provide the respective prices or yields to maturity, as set forth in the Certificate of Award.

(iii) The total interest on each Capital Appreciation Bond as of any date shall be an amount equal to the difference between the Compound Accreted Amount of such Capital Appreciation Bond as of such date and the principal amount of such Capital Appreciation Bond.

The Compound Accreted Amount of the Capital Appreciation Bonds of each maturity as of each Interest Accretion Date shall be set forth in Exhibit A to the Certificate of Award. The Compound Accreted Amount of any Capital Appreciation Bond for each maturity as of any other date shall be (a) the Compound Accreted Amount for such Capital Appreciation Bond on the immediately preceding Interest Accretion Date plus (b) the product of (i) the difference between (A) the Compound Accreted Amount of that Capital Appreciation Bond on the immediately preceding Interest Accretion Date and (B) the Compound Accreted Amount of that Capital Appreciation 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 (but not including) the date of determination (determined on the basis of a 360-day year comprised of twelve 30-day months) to (D) the number of days from that immediately preceding Interest Accretion Date to (but not including) the immediately succeeding Interest Accretion Date (determined on the basis of a 360-day year comprised of twelve 30-day months); 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 date of issuance of the Capital Appreciation Bonds shall be deemed to be immediately preceding the Interest Accretion Date and the original principal amount of that Capital Appreciation Bond shall be deemed to be the Compound Accreted Amount on the date of delivery.

(iv) The aggregate true interest cost of the Bonds shall not exceed 5.50%. The final maturity for the Bonds shall be no later than December 1, 2020. The Bonds shall be executed by the President and Treasurer of the Board of Education, provided that either or both of such

signatures may be facsimiles. The Bonds shall not be effective for any purpose unless first authenticated by the manual signature of a duly authorized signer of the Paying Agent and Registrar.

The principal amount of each Bond shall be payable at the principal office of the Paying Agent and Registrar. The Bonds shall be transferable by the registered holder thereof in person or by his attorney duly authorized in writing at the principal office of the Paying Agent and Registrar upon presentation and surrender thereof to the Paying Agent and Registrar. The Board of Education and the Paying Agent and Registrar shall not be required to transfer any Bond during the 15-day period preceding any Interest Payment Date, and no such transfer shall be effective until entered upon the registration records maintained by the Paying Agent and Registrar. Upon such transfer, a new Bond or Bonds of Authorized Denomination of the same maturity and for the same aggregate principal amount will be issued to the transferee in exchange therefor.

The Board of Education and the Paying Agent and Registrar may deem and treat the registered owner of the Bonds as the absolute owner thereof for all purposes, and neither the Board of Education nor the Paying Agent and Registrar shall be affected by any notice to the contrary.

(v) The Current Interest Bonds may be subject to optional redemption prior to maturity at such prices and on such dates as may be set forth in the Certificate of Award. The Capital Appreciation Bonds shall not be subject to optional redemption prior to maturity.

Unless previously called for optional redemption, any Current Interest Bonds maturing on such date or dates as set forth in the Certificate of Award, shall be subject to mandatory sinking fund redemption. The Current Interest Bonds subject to mandatory sinking fund redemption may be redeemed by the Paying Agent and Registrar without action by the Board of Education at a price of par plus accrued interest to the date of redemption and without premium, as set forth in the Certificate of Award. The Capital Appreciation Bonds shall not be subject to mandatory sinking fund redemption.

(vi) If requested by the Underwriters, the Bonds may be issued, in book-entry-only form through The Depository Trust Company, New York, New York, with such designation to be determined by the Treasurer and set forth in the Certificate of Award.

SECTION 4. Sale of the Bonds; Certificate of Award. The Bonds are hereby awarded and sold to the Underwriters for purchase by them pursuant to the terms of the Bond Purchase Agreement at the purchase price set forth in the Certificate of Award; such price shall not be less than 98% of the principal amount thereof, plus premium, if any, and accrued interest from the date of the Bonds to the date of delivery of and payment for the Bonds. Such award and sale shall be evidenced by the execution of a Certificate of Award, which is hereby authorized, by the Treasurer, after consultation with the Financial Advisor, setting forth such award and sale, the other matters to be set forth therein referred to in this resolution, and such other matters as the Treasurer determines are consistent with this resolution. That the matters contained in the Certificate of Award are consistent with this resolution shall be conclusively evidenced by the execution of the Certificate of Award by such officer. The Certificate of Award shall set forth

the terms of the Bonds. The Certificate of Award shall be and is hereby incorporated into this resolution. The Treasurer or her designee is directed to make the necessary arrangements on behalf of the District to establish the date, location, procedure and conditions for the delivery of the Bonds to the Underwriters and to take all steps necessary to effect due authentication, delivery and perfection of the security of the Bonds under the terms hereof. It is hereby determined that the purchase price and the interest rates for the Bonds set forth in the Certificate of Award, and the manner of sale and the terms of the Bonds as provided in this resolution, the Certificate of Award and the Bond Purchase Agreement, are consistent with all legal requirements and will carry out the public purposes of the District, in accordance with Chapter 133, Ohio Revised Code. The Treasurer is hereby authorized and directed to execute and deliver the Bond Purchase Agreement, which shall be prepared by Bond Counsel.

SECTION 5. Notice of Call for Redemption. Notice of any call for redemption of Current Interest Bonds shall be sent by registered or certified mail to the registered holders thereof by the Paying Agent and Registrar, on behalf of said Board of Education, not less than thirty (30) days prior to the date of redemption, upon which date all interest upon the Current Interest Bonds so called shall cease except those as to which default shall be made, upon presentation, in the payment of the redemption price. Such notice shall (i) specify the Current Interest Bonds to be redeemed, the redemption date, the redemption price and the place or places where amounts due upon such redemption will be payable (which shall be the principal office of the Paying Agent and Registrar) and, if less than all of the Current Interest Bonds are to be redeemed, the numbers of the Current Interest Bonds, and the portions of the Current Interest Bonds, so to be redeemed, and (ii) state that on the redemption date the Current Interest Bonds to be redeemed shall cease to bear interest. Such notice may set forth any additional information relating to such redemption.

If fewer than all outstanding Current Interest Bonds are called for optional redemption at one time, the Current Interest Bonds to be called will be called in the amounts determined by the District. If fewer than all of the Current Interest Bonds of a single maturity are to be redeemed, the selection of Current Interest Bonds (or portions of Current Interest Bonds in the amount of $5,000 or any integral multiple of $5,000) to be redeemed will be made by the Paying Agent and Registrar by lot in a manner determined by the Paying Agent and Registrar.

SECTION 6. Security and Source of Payment of Bonds. For the payment of the principal of and the interest on the Bonds, the full faith, credit and revenues of this Board of Education are hereby irrevocably pledged and for the purpose of providing the necessary funds to pay the interest on the Bonds promptly when and as the same falls due, and also to provide a fund sufficient to discharge the Bonds at maturity, there shall be and is hereby levied on all the taxable property in the District, in addition to all other taxes, a direct tax annually during the period said Bonds are to run, outside of the limitations of Section 2 of Article XII of the Constitution of Ohio, which tax shall be sufficient in amount to provide for the payment of the interest on the Bonds when and as the same falls due and to provide for the retirement and discharge of the principal of the Bonds at maturity and shall not be less than the interest and sinking fund tax required by Section 11 of Article XII of the Constitution of Ohio.

Said tax shall be and is hereby ordered computed, certified, levied and extended upon the tax duplicate and collected by the same officers and in the same manner and at the same time that

taxes for general purposes for each of said years are certified, extended and collected. Said tax shall be placed before and in preference to all other items and for the full amount thereof. The funds derived from said tax levies hereby required shall be placed in a separate and distinct fund, which, together with all interest collected on the same, shall be irrevocably pledged for the prompt payment of the principal of and interest on the Bonds, when and as the same fall due.

SECTION 7. Proceeds of the Bonds. The proceeds from the sale of the Bonds, except the premium and accrued interest, shall be used for the purpose aforesaid and for no other purpose; and any premium or accrued interest shall be transferred to the bond retirement fund to be applied to the payment of the principal of and interest on the Bonds in the manner provided by law.

SECTION 8. Determination of Acts and Conditions. It is hereby determined that all acts, conditions and things necessary to be done precedent to and in the issuance of the Bonds in order to make the same legal, valid and binding general obligations of this Board of Education, have been done, have happened and have been performed in regular and due form as required by law, and that this issue of Bonds and the tax for the payment of the principal and interest as the same fall due and are payable do not exceed any limitations of indebtedness or taxation as fixed by law.

SECTION 9. Federal Tax Matters.

(a) This Board of Education hereby covenants that it will restrict the use of the proceeds of the Bonds herein authorized in such manner and to such extent, if any, and take such other actions as may be necessary, after taking into account reasonable expectations at the time the debt is incurred, so that they will not constitute obligations the interest on which is subject to federal income taxation or "arbitrage bonds" under Sections 103(b)(2) and 148 of the Code and the regulations prescribed thereunder. In the event that at any time the Board of Education is of the opinion that for purposes of this Section 9 it is necessary to restrict or limit the yield on the investment of any moneys, the Board of Education shall take such action as may be necessary. The Treasurer or any other officer having responsibility with respect to the issuance of the Bonds is authorized and directed to give an appropriate certificate on behalf of the Board of Education, on the date of delivery of the Bonds for inclusion in the transcript of proceedings, setting forth the facts, estimates and circumstances and reasonable expectations pertaining to the use of the proceeds thereof and the provisions of said Sections 103(b)(2) and 148 of the Code and regulations thereunder, and to execute and deliver on behalf of the Board of Education an IRS Form 8038-G in connection with the issuance of the Bonds.

(b) Without limiting the generality of the foregoing, unless the Board of Education makes the election under Section 148(f)(4)(C)(vii) of the Code, the Board of Education agrees that there shall be paid from time to time by the Board of Education all amounts required to be rebated to the United States pursuant to Section 148(f) of the Code and any applicable proposed, temporary or final Regulations thereunder (the "Regulations"). This covenant shall survive payment in full or defeasance of the Bonds.

(c) The Board of Education shall invest all proceeds of the Bonds and any gross proceeds of the Bonds (as defined in the Regulations), subject to the restrictions set forth in

Section 148 of the Code and the Regulations. The Board of Education shall retain all earnings (calculated by taking into account net gains or losses on sales or exchanges and taking into account amortized discount or premium as a gain or loss, respectively) on said investments.

(d) The Board of Education shall remit to the United States at the times and in the manner set forth in Section 148 of the Code and the Regulations the excess of the amount earned on said investments over the amount which would have been earned if said investments were invested at a rate equal to the yield on the Bonds plus any income attributable to such excess or, if applicable, any penalty amounts under Section 148(f)(4)(C) of the Code.

(e) Notwithstanding any provision of this Section, if the Board of Education shall obtain an opinion of nationally recognized bond counsel to the effect that any action required under this Section is no longer required, or to the effect that some further action is required, to maintain the exclusion from gross income of the interest on the Bonds pursuant to Section 103(a) of the Code, the Board of Education may rely conclusively on such opinion in complying with the provisions hereof.

The Bonds are not designated "qualified tax-exempt obligations" for the purposes set forth in Section 265(b)(3) of the Code.

SECTION 10. Application for Rating and/or Bond Insurance. Upon consultation with the Financial Advisor, Underwriters and Bond Counsel, if it is determined to be in the best financial interests of the Board of Education, the Treasurer is hereby authorized to apply for a municipal bond rating and/or bond insurance from the appropriate bond rating agencies and/or bond insurance companies, and to do all things and enter into any such agreements (subject to approval of Bond Counsel) as may be necessary to obtain such ratings and/or bond insurance.

SECTION 11. Approval of Escrow Deposit Agreement. In connection with the issuance of the Bonds and to serve the rights of the holders of the Bonds To Be Refunded that are refunded hereby, the Treasurer, on behalf of the Board of Education, is hereby authorized and directed to execute and deliver an Escrow Deposit Agreement with the Escrow Trustee, which Escrow Deposit Agreement shall contain such terms as may be agreed upon by the District and the Escrow Trustee and as shall be approved by Bond Counsel.

SECTION 12. Approval of Official Statement. The Treasurer is directed to cause the distribution of a Preliminary Official Statement similar in form to the form of Preliminary Official Statement which is now being prepared. The use of Preliminary Official Statement relating to the Bonds and the distribution thereof are hereby authorized, approved, ratified and confirmed. The Treasurer is hereby authorized to deem the Preliminary Official Statement "final" for purposes of Securities and Exchange Commission Rule 15c2-12, which document is subject to completion or amendment in accordance with such Rule in a final Official Statement. The proposed form of Official Statement relating to the Bonds and distribution thereof by the Original Purchaser, are hereby authorized and approved. The Treasurer is hereby authorized to execute and deliver the Official Statement on behalf of the Board of Education, which shall be deemed to be "final" for purposes of Securities and Exchange Commission Rule 15c2-12, her execution thereof on behalf of the Board of Education to be conclusive evidence of such authorization, approval and finality.

SECTION 13. Compliance with Open Meetings Law. This Board of Education hereby finds and determines that all formal actions relative to the adoption of this resolution were taken in an open meeting of this Board of Education, and that all deliberations of this Board of Education and of its committees, if any, which resulted in formal action, were taken in meetings open to the public, in full compliance with the law, including Section 121.22 of the Ohio Revised Code.

SECTION 14. Certification to County Auditor. The Treasurer is hereby directed to certify a copy of this resolution and the Certificate of Award to the County Auditor of Butler County, as required by law.