

STILLWATER BOARD OF EDUCATION
MINUTES OF SPECIAL MEETING
April 11, 2017
4:30 p.m. Special Meeting

1. 4:30 P.M. BOARD OF EDUCATION CALL TO ORDER AND ROLL CALL

The Board of Education of Independent School District No. 16 of Payne County, Oklahoma, met in special session at the Stillwater Public Schools Administration Building, 314 S. Lewis, on the eleventh day of April, 2017. Board President, DEBRA VINCENT, called the meeting to order at 4:33 p.m. A quorum was present.

BOARD MEMBERS PRESENT:

Debra Vincent	President
Dr. Bob Graalman	Vice President
Dr. Marshall Baker	Member
Dr. Camille DeYong	Member
Eric Gudgel	Member

STAFF AND PARTICIPANTS PRESENT:

Dr. Marc Moore	Superintendent
Dr. Gay Washington	Assistant Superintendent
Dr. Terry McCarty	Assistant Superintendent
Phillip Storm	Chief Financial Officer
Dr. Mike Shanahan	Human Resources Director
Annette Jones	Board Clerk
Jon Wolff	Municipal Finance Services
Nate Ellis	The Public Finance Law Group PLLC

PURPOSE OF THE MEETING

- Consider Resolution for Building Bonds, Series 2017A
- Consider Resolution for Building Bonds, Series 2017B
- Consider Distribution of Bid Packets for Westwood Elementary Lease Purchase Agreement
- Consider Engagement Letter for Special Tax Counsel in Connection with Lease Purchase Financing
- Meet in Executive Session to Discuss Personnel Matters Listed on Exhibit A of the Agenda, Discuss the Purchase or Appraisal of Real Property, and to Conduct the Ongoing Monthly Confidential Evaluation of the Employment Performance of the Superintendent of Schools
- Possible Action in Open Session on Exhibit A – Personnel Recommendations
- Possible Action on Real Estate Purchase Contracts

2. APPROVAL OF AGENDA

Motion by GUDGEL, second by BAKER, to approve the agenda as presented. The motion carried (5 – 0) with the following votes: Gudgel – yes, Baker – yes, DeYong – yes, Graalman – yes, Vincent – yes.

3. CONSIDER AND TAKE ACTION WITH RESPECT TO A RESOLUTION FIXING THE AMOUNT OF BUILDING BONDS, SERIES 2017A TO MATURE EACH YEAR; FIXING THE TIME AND PLACE THE 2017A BONDS ARE TO BE SOLD; DESIGNATING A PAYING AGENT/REGISTRAR FOR THE 2017A BONDS; APPROVING AND AUTHORIZING EXECUTION OF PROFESSIONAL SERVICES AGREEMENTS WITH RESPECT TO THE ISSUANCE OF THE 2017A BONDS; APPROVING THE PRELIMINARY OFFICIAL STATEMENT AND DISTRIBUTION THEREOF; RATIFYING AND CONFIRMING CONTINUING DISCLOSURE POLICIES AND PROCEDURES; AUTHORIZING THE CLERK TO GIVE NOTICE OF SAID SALE AS REQUIRED BY LAW AND APPROVING OTHER MATTERS RELATED TO THE ISSUANCE OF SAID 2017A BONDS

Bond Consultant JON WOLFF stated this resolution is to complete the process of selling the bonds from the February 8, 2011 bond issue. The amount of Building Bonds, Series 2017A to be sold is \$15,000,000. The bonds will become due \$3,000,000 on June 1, 2019, and \$3,000,000 annually

each year thereafter until paid. The recommended date to set for the sale of the bonds is May 9, 2017 at 5:00 p.m. Bids will be received at 11:00 a.m. on the same date. The BOKF, NA Tulsa, Oklahoma, is designated as the Registrar/Paying Agent for the 2017A bonds. The school district will enter into a legal services agreement with The Public Finance Law Group PLLC, as the School District's Bond Counsel, a legal services agreement with Hawkins Delafield & Wood LLP, as the School District's Disclosure Counsel, and a professional services agreement with Municipal Finance Services, Inc. as the School District's Financial Advisor, all in connection with the issuance of the 2017A Bonds. The Board of Education will consider action for the sale of these bonds at a special meeting scheduled on May 9, 2017 at 5:00 p.m.

Motion by BAKER, second by GRAALMAN, to approve the Building Bonds, Series 2017A Resolution calling for the sale of \$15,000,000 Building Bonds from the February 8, 2011 Election to mature each year; fixing the date, time, and place of the sale of bonds to be May 9, 2017, 5:00 p.m., (bids received at 11:00 a.m. on the same date) at the Board of Education Administration Building; designating the BOKF, NA, Tulsa, Oklahoma as Registrar/Paying agent; approving and authorizing execution of professional services agreements with respect to the issuance of the 2017A Bonds with the Public Finance Law Group PLLC (Bond Counsel), Hawkins Delafield & Wood LLP (Disclosure Counsel), and Municipal Finance Services (Financial Advisor); approving the Preliminary Official Statement and distribution thereof; ratifying and confirming continuing disclosure policies and procedures; and authorizing the Clerk to give notice of said sale as required by law. The motion carried (5 – 0) with the following votes: Baker– yes, Graalman – yes, DeYong – yes, Gudgel – yes, Vincent – yes. A copy of the resolution is included in the minutes file.

4. CONSIDER AND TAKE ACTION WITH RESPECT TO A RESOLUTION FIXING THE AMOUNT OF BUILDING BONDS, SERIES 2017B TO MATURE EACH YEAR; FIXING THE TIME AND PLACE THE 2017B BONDS ARE TO BE SOLD; DESIGNATING A PAYING AGENT/REGISTRAR FOR THE 2017B BONDS; APPROVING AND AUTHORIZING EXECUTION OF PROFESSIONAL SERVICES AGREEMENTS WITH RESPECT TO THE ISSUANCE OF THE 2017B BONDS; APPROVING THE PRELIMINARY OFFICIAL STATEMENT AND DISTRIBUTION THEREOF; RATIFYING AND CONFIRMING CONTINUING DISCLOSURE POLICIES AND PROCEDURES; AUTHORIZING THE CLERK TO GIVE NOTICE OF SAID SALE AS REQUIRED BY LAW AND APPROVING OTHER MATTERS RELATED TO THE ISSUANCE OF SAID 2017B BONDS

Bond Consultant JON WOLFF stated this resolution is to initiate the process of selling the first round of bonds from the February 14, 2017 bond issue. The amount of Building Bonds, Series 2017B to be sold is \$8,000,000. The bonds will become due \$1,600,000 on June 1, 2019, and \$1,600,000 annually each year thereafter until paid. The recommended date to set for the sale of the bonds is May 9, 2017 at 5:00 p.m. Bids will be received at 11:00 a.m. on the same date. The BOKF, NA Tulsa, Oklahoma, is designated as the Registrar/Paying Agent for the 2017B bonds. The school district will enter into a legal services agreement with The Public Finance Law Group PLLC, as the School District's Bond Counsel, a legal services agreement with Hawkins Delafield & Wood LLP, as the School District's Disclosure Counsel, and a professional services agreement with Municipal Finance Services, Inc. as the School District's Financial Advisor, all in connection with the issuance of the 2017B Bonds. The Board of Education will consider action for the sale of these bonds at a special meeting scheduled on May 9, 2017 at 5:00 p.m.

Motion by BAKER, second by DEYONG, to approve the Building Bonds, Series 2017B Resolution calling for the sale of \$8,000,000 Building Bonds from the February 14, 2017 Election to mature each year; fixing the date, time, and place of the sale of bonds to be May 9, 2017, 5:00 p.m., (bids received at 11:00 a.m. on the same date) at the Board of Education Administration Building; designating the BOKF, NA, Tulsa, Oklahoma as Registrar/Paying agent; approving and authorizing execution of professional services agreements with respect to the issuance of the 2017B Bonds with the Public Finance Law Group PLLC (Bond Counsel), Hawkins Delafield & Wood LLP (Disclosure Counsel), and Municipal Finance Services (Financial Advisor); approving the Preliminary Official Statement and distribution thereof; ratifying and confirming continuing disclosure policies and procedures; and authorizing the Clerk to give notice of said sale as required by law. The motion carried (5 – 0) with the following votes: Baker– yes, DeYong – yes, Gudgel – yes, Graalman – yes, Vincent – yes. A copy of the resolution is included in the minutes file.

5. CONSIDER AND TAKE ACTION WITH RESPECT TO THE DISTRIBUTION OF BID PACKETS TO FINANCIAL INSTITUTIONS FOR THE PURPOSE OF ENTERING INTO A LEASE PURCHASE AGREEMENT IN A PRINCIPAL AMOUNT NOT TO EXCEED \$25,500,000 TO PROVIDE FINANCING FOR THE ACQUISITION OF LAND AND CONSTRUCTING, EQUIPPING, AND FURNISHING A NEW WESTWOOD ELEMENTARY SCHOOL

The purpose of this agenda item is to authorize the distribution of bid packets to financial institutions so that the district can enter into a lease purchase agreement in order to provide financing for the acquisition of land and constructing, equipping, and furnishing the new Westwood Elementary School. If approved, the bid packets will go out by April 17th, allowing for possible board action on May 9th.

Motion by GUDGEL, second by GRAALMAN, to authorize the distribution of bid packets to financial institutions for the purpose of entering into a lease purchase agreement in a principal amount not to exceed \$25,500,000 to provide financing for the acquisition of land and constructing, equipping, and furnishing a new Westwood Elementary School. The motion carried (5 – 0) with the following votes: Gudgel – yes, Graalman – yes, Baker – yes, DeYong – yes, Vincent – yes.

6. CONSIDER AND TAKE ACTION WITH RESPECT TO AN ENGAGEMENT LETTER WITH HAWKINS DELAFIELD & WOOD LLP AS SPECIAL TAX COUNSEL IN CONNECTION WITH A LEASE PURCHASE FINANCING

The purpose of this agenda item is to engage in a special tax counsel agreement for the lease purchase financing for the new Westwood Elementary. The district has used this firm for both the Will Rogers and Highland Park lease purchases. The agreement fees are a cost of \$17,500.

Motion by GUDGEL, second by GRAALMAN, to approve the Engagement Letter with Hawkins, Delafield & Wood, LLP as Special Tax Counsel in connection with lease purchase financing. The motion carried (5 – 0) with the following votes: Gudgel – yes, Graalman – yes, Baker – yes, DeYong – yes, Vincent – yes.

7. PROPOSED EXECUTIVE SESSION TO DISCUSS THE FOLLOWING:

- **The Appointments, Resignations and Employment Recommendations Listed on Exhibit A of the Agenda as Authorized by OKLA. STAT. tit. 25 Section 307(B)(1),**
- **The Purchase or Appraisal of Real Property identified as: 517 S. Willis, 507 S. Willis, 2015 W. 5th, 2011 W. 5th, 504 S. McFarland, 423 S. Willis, 2014 W. 5th, 2006 W. 5th, 2002 W. 5th, 401 S. Willis, 2011 W. 4th, 402 S. McFarland, as Authorized by OKLA. STAT. tit. 25 Section 307(B)(3), and**
- **Conduct On-going Monthly Confidential Evaluation of the Employment Performance of the Superintendent of Schools as Authorized by OKLA. STAT., tit. 25, Section 307(B)(1)**

A. Vote to Convene in Executive Session

Motion by BAKER, second by DEYONG, to convene in Executive Session at 5:45 p.m. The motion carried (5 – 0) with the following votes: Baker – yes, DeYong – yes, Gudgel – yes, Graalman – yes, Vincent – yes.

B. President's Acknowledgement of the Return of the Board to Open Session

PRESIDENT VINCENT acknowledged the return of the Board to Open Session at 6:26 p.m.

C. Statement of Executive Session Minutes

The following statement was made by MARSHALL BAKER. During the Executive Session the following people were present: Debra Vincent, Dr. Bob Graalman, Dr. Marshall Baker, Dr. Camille DeYong, Eric Gudgel, Dr. Marc Moore, Delphine Heppel, Mike Lauvetz, Jon Wolff, Dr. Terry McCarty, Nate Ellis, Phillip Storm, and Annette Jones (between 5:45-5:49 p.m.). In the Executive Session the Board discussed the purchase or appraisal of real property identified as: 517 S. Willis, 507 S. Willis, 2015 W. 5th, 2011 W. 5th, 504 S. McFarland, 423 S. Willis, 2014 W. 5th,

2006 W. 5th, 2002 W. 5th, 401 S. Willis, 2011 W. 4th, and 402 S. McFarland as authorized by Title 25 OKLA. STAT. Section 307(B)(3). Nothing else was discussed in Executive Session. No votes were taken in the Executive Session. This will constitute the minutes of the Executive Session.

MOTION TO RECONVENE APRIL 11, 2017 SPECIAL MEETING

At 6:26 p.m., the following motion was made by GUDGEL, and seconded by GRAALMAN. I move that this April 11, 2017 Special Meeting reconvene at the Stillwater Public Schools Administration Building located at 314 S. Lewis on April 11, 2017 after the adjournment of the April 11, 2017, 6:30 p.m. Regular Business Meeting. The motion carried (5 – 0) with the following votes: Gudgel – yes, Graalman – yes, Baker – yes, DeYong – yes, Vincent – yes.

4:30 P.M. BOARD OF EDUCATION RECONVENED MEETING CALL TO ORDER AND ROLL CALL

The Board of Education of Independent School District No. 16 of Payne County, Oklahoma, reconvened in special session at the Stillwater Public Schools Administration Building, 314 S. Lewis, on the eleventh day of April, 2017. Board President, DEBRA VINCENT, called the meeting to order at 9:04 p.m. A quorum was present.

BOARD MEMBERS PRESENT:

Debra Vincent	President
Dr. Bob Graalman	Vice President
Dr. Marshall Baker	Member
Dr. Camille DeYong	Member
Eric Gudgel	Member

STAFF AND PARTICIPANTS PRESENT:

Dr. Marc Moore	Superintendent
Dr. Mike Shanahan	Human Resources Director
Annette Jones	Board Clerk

7. PROPOSED EXECUTIVE SESSION TO DISCUSS THE FOLLOWING:

- **The Appointments, Resignations and Employment Recommendations Listed on Exhibit A of the Agenda as Authorized by OKLA. STAT. tit. 25 Section 307(B)(1),**
- **The Purchase or Appraisal of Real Property identified as: 517 S. Willis, 507 S. Willis, 2015 W. 5th, 2011 W. 5th, 504 S. McFarland, 423 S. Willis, 2014 W. 5th, 2006 W. 5th, 2002 W. 5th, 401 S. Willis, 2011 W. 4th, 402 S. McFarland, as Authorized by OKLA. STAT. tit. 25 Section 307(B)(3), and**
- **Conduct On-going Monthly Confidential Evaluation of the Employment Performance of the Superintendent of Schools as Authorized by OKLA. STAT., tit. 25, Section 307(B)(1)**

A. Vote to Convene in Executive Session

Motion by BAKER, second by GUDGEL, to convene in Executive Session at 9:05 p.m. The motion carried (5 – 0) with the following votes: Baker – yes, Gudgel – yes, DeYong – yes, Graalman – yes, Vincent – yes.

B. President's Acknowledgement of the Return of the Board to Open Session

PRESIDENT VINCENT acknowledged the return of the Board to Open Session at 10:03 p.m.

C. Statement of Executive Session Minutes

The following statement was made by MARSHALL BAKER. During the Executive Session the following people were present: Debra Vincent, Dr. Bob Graalman, Dr. Marshall Baker, Dr. Camille DeYong, Eric Gudgel, Dr. Mike Shanahan (between 9:05-9:40 p.m.), and Dr. Marc Moore. In the Executive Session the Board discussed the appointments, resignations and employment recommendations listed on Exhibit A of the agenda as authorized by Title 25 OKLA. STAT. Section 307(B)(1), the purchase or appraisal of real property identified as: 517 S. Willis, 507 S. Willis, 2015 W. 5th, 2011 W. 5th, 504 S. McFarland, 423 S. Willis, 2014 W. 5th, 2006 W. 5th, 2002 W. 5th, 401 S. Willis, 2011 W. 4th, 402 S. McFarland, as authorized by Title 25 OKLA.

STAT. Section 307(B)(3), and the on-going monthly confidential evaluation of the employment performance of the Superintendent of Schools, as authorized by Title 25 OKLA. STAT. Section 307(B)(1). Nothing else was discussed in Executive Session. No votes were taken in the Executive Session. This will constitute the minutes of the Executive Session.

8. DISCUSSION, CONSIDERATION AND VOTE TO APPROVE THE FOLLOWING REAL ESTATE PURCHASE CONTRACTS AND OCCUPANCY AGREEMENTS:

<u>Seller</u>	<u>Address</u>
• Wes and Angela Nipper	517 S. Willis St.
• JDF Company, LLC	507 S. Willis St.
• Isaac J. Williams	2015 W. 5 th Ave.
• William N. Sweet	2011 W. 5 th Ave.
• Theda Ruth Schutt	504 S. McFarland St.
• John and Cindy Millirons	423 S. Willis St.
• CB Enterprises of Stillwater, LLC	2014 W. 5 th Ave.
• John A. and Jana R. Curtis	2006 W. 5 th Ave.
• Curtis W. and Sharon S. Conrad	2002 W. 5 th Ave.
• **Lance Bumpass	401 S. Willis St.
• **Steven L. and Lourie Lee Bleem	2011 W. 4 th Ave.
• Jerod Lynn Millirons	402 S. McFarland St.

****Denotes a Separate Occupancy Agreement is Associated with this Contract**

Motion by DEYONG, second by GRAALMAN, to approve the Real Estate Purchase Contracts and Occupancy Agreements as listed above.

Motion by BAKER, second by GUDGEL, to table the motion to approve the Real Estate Purchase Contracts and Occupancy Agreements. The motion carried (5 – 0) with the following votes: Baker – yes, Gudgel – yes, DeYong – yes, Graalman – yes, Vincent – yes.

9. CONSIDER AND VOTE TO APPROVE APPOINTMENTS, RESIGNATIONS AND EMPLOYMENT RECOMMENDATIONS LISTED ON EXHIBIT A OF THE AGENDA

Motion by GUDGEL, second by DEYONG, to approve the appointments, resignations, and employment recommendations listed on Exhibit A of the agenda, including the following TBA appointments:

Appointment for 2017-2018 School Year

Position #: 105-140
 Melissa Johnson
 Education: Bachelors, Illinois State University
 Years of Experience: 3 years
 Assignment: 1.000 FTE, Remedial Specialist, Highland Park Elementary School
 Beginning Date: August 14, 2017

The motion carried (5 – 0) with the following votes: Gudgel – yes, DeYong – yes, Baker – yes, Graalman – yes, Vincent – yes. A complete list of approved personnel recommendations (Exhibit A) is attached to and made a part of these minutes.

10. VOTE TO ADJOURN

Motion by DEYONG, second by GUDGEL, to adjourn at 10:06 p.m. The motion carried (5 – 0) with the following votes: DeYong – yes, Gudgel – yes, Baker – yes, Graalman – yes, Vincent – yes.

STILLWATER BOARD OF EDUCATION

STILLWATER BOARD OF EDUCATION

 Debra Vincent, President

 Annette Jones, Minutes Clerk

I, the undersigned Clerk of the Stillwater Board of Education, District I-16, of Payne County, Oklahoma, certify that notice of the time, date, and place of this special meeting was faxed (April 4, 2017 at 4:55 p.m.) at least 48 hours prior to the meeting to the County Clerk of Payne County, Oklahoma.

I also certify that at least 24 hours prior to this special meeting, excluding Saturday, Sunday, and holidays, notice of the date, time, place, and agenda of this meeting was posted in prominent public view at the Stillwater Public Schools Administration Building, 314 S. Lewis, and on the school district's website located at www.stillwaterschools.com on April 10, 2017 at 10:00 a.m.

Witness my hand and seal of the Stillwater School District on April 11, 2017.

STILLWATER BOARD OF EDUCATION

(SEAL)

Annette Jones, Clerk

These minutes were officially approved by the Stillwater Board of Education on _____.

Annette Jones, Clerk
Stillwater Board of Education