



**KETTERING BOARD OF EDUCATION
REGULAR MEETING
JANUARY 4, 2022**

The Board of Education of the Kettering City School District met in Regular Session at Kettering Fairmont High School Recital Hall, 3301 Shroyer Road, Kettering, OH 45429 on January 4, 2022, at 6:00 p.m.

The meeting was called to order by the Board President, Toby Henderson at 6:10 p.m.

Roll Call: Present, Five. Mr. Jim Ambrose, Mr. Toby Henderson, Ms. Jennifer Kane, Mr. Mark Martin, Ms. Lori Parks.
Absent, None.

In Attendance:
Mr. Scott Inskeep, Superintendent, and Mr. Cary Furniss, Treasurer.

Motion 10-22 Adoption of Agenda

It was moved by Mrs Kane, seconded by Mr. Martin to approve the agenda of the January 4, 2022, regular meeting as presented.

Roll Call: Ayes, Five. Mr. Jim Ambrose, Mr. Toby Henderson, Ms. Jennifer Kane, Mr. Mark Martin, Ms. Lori Parks.
Nays, None.
The president declared the motion carried.

Mr. Henderson dispensed with the Pledge of Allegiance.

Motion 11-22 Approve Minutes

It was moved by Mr. Ambrose, seconded by Mrs. Kane to approve the minutes of the December 7, 2021, regular meeting..

Roll Call: Ayes, Four. Mr. Jim Ambrose, Mr. Toby Henderson, Mrs. Jennifer Kane, Mr. Mark Martin.
Nays, None.
Abstain, One. Mrs. Parks
The president declared the motion carried.

Board Committee Reports

None.

Hearing of the Public regarding Agenda Items

None.



Items for Upcoming Meetings

Mr. Henderson announced upcoming meetings on January 25th, February 1st and February 15th, 2022.

Decisions of the Board

Motion 12-22 Authorize Roof Bids

It was moved by Mrs. Parks, seconded by Mrs. Kane to authorize the commencement of bidding, including advertising and the review of bids, for partial roof replacement project 2022.

Discussion: Mr. Lackey reviewed the details of the project with the Board.

Roll Call: Ayes, Five. Mr. Jim Ambrose, Mr. Toby Henderson, Mrs. Jennifer Kane, Mr. Mark Martin, Mrs. Lori Parks.

Nays, None.

The president declared the motion carried.

Motion 13-22 Approve Human Capital Agenda Items

It was moved by Mrs. Kane, seconded by Mr. Martin to approve the Human Capital Agenda as presented.

Discussion: Mr. Inskeep recommended the Human Capital agenda for approval.

IX. Human Capital Agenda

- A. Recommendation to accept the following from Resignations from Positions Only:
 1. Robert Matthew Blevins, Classroom Aide (Lunch), Kettering Middle School, effective end of work day December 3, 2021.
 2. Michelle Diann Sutton, School Aide, Orchard Park Elementary School, Classroom Aide (Traditional), Southdale Elementary School, effective end of work day December 31, 2021.
 3. Matthew Brian Blevins, Classroom Aide (Traditional), Oakview Elementary School, effective end of work day December 17, 2021.
 4. Mary Jo Fitzpatrick, Classroom Aide (Intervention, Title 1), Kettering Middle School, effective end of work day December 3, 2021.
- B. Recommendation to approve Adjustments of the following Unpaid Leaves of Absence:
 1. Nicole R. Shellabarger, Intervention Specialist, Greenmont Elementary School, due to exhausted sick leave, effective November 19, 2021 (3/4 day) from (1/4 day).
 2. Joanna Kay Kesner, Intervention Specialist, Greenmont Elementary School, due to infant care, from October 11, 2021 through end of work day December 9, 2021 to October 11, 2021 through May 20, 2022.
 3. Lindsey Jordan Johnson, School Aide and Special Education Paraprofessional, J.E. Prass Elementary School, due to exhausted sick leave, effective from November 22, 2021, through end of work day December 9, 2021 to November 22, 2021, through end of work day December 10, 2021.
- C. Recommendation to approve the following Unpaid Leaves of Absences:



1. Samantha Perrin Thompson, School Aide, Oakview Elementary School, due to exhausted sick leave, effective December 2, 2021 (3/4 day) through end of work day December 3, 2021.
- D. Recommendation to approve the following 2021-22 School Year Employee:
1. Joey L. Gagel, Classroom Aide (Lunch), 2 1/4 hrs/day, Step 1, Kettering Middle School and Child Care Aide, as needed, Oakview Elementary School, effective December 2, 2021.
 2. Robert Matthew Blevins, Classroom Aide (Intervention, Title 1), 7 hrs/day, Step 1, Kettering Middle School, effective December 6, 2021.
 3. Jaime Lynn Faulkner, Classroom Aide (Traditional), max. 15 hrs/week, Step 1, Southdale Elementary School, effective December 7, 2021.
 4. Katherine Ann Elliott, Classroom Aide (Lunch), 2 1/4 hrs/day, Step 1, Kettering Middle School, effective December 12, 2021.
- E. Recommendation to approve a Memorandum of Understanding between the Kettering Education Association and Kettering City School District for the purpose of addressing the completion of federally required IEP's (Individual Education Plans). (Enclosure)
1. Kathleen M. Long - 16 hours
 2. Kathy Lynne Stringer - 16 hours
 3. Amy Lauren Tritschler - 15.5 hours
 4. Jodee Lynn Branham - 14 hours
 5. Christine Maria Fitzpatrick - 16 hours
- F. Recommendation to approve payment to Jared B. Parker, Digital Design Teacher, Kettering Fairmont High School, for the work on the Program of Studies at the rate of \$20.00/hr., total of 40 hours.
- G. Recommendation to approve the following 2021-22 School Year Supplemental Contracts:
1. +*Steven Michael Hernandez, Assistant Track Coach, Boys, Kettering Fairmont H.S.
- H. Recommendation to approve the following Resignations from Supplemental Contracts for the 2021-22 School Year:
1. Gregg A. Klein, Head Soccer Coach, Girls, Kettering Fairmont H.S.

+ Contract will be issued upon verification and receipt of CPR/AED, Concussion, Sudden Cardiac Arrest and Fundamentals of Coaching Certificates, appropriate reports from Ohio BCII and FBI background checks as well as a current Pupil Activity Permit.

* Has a teaching certificate but no base contract.

** Does not have a teaching certificate. In accordance with the provisions of Section 3313.53 ORC, the Board has offered via a posting this position to certificated employees of the district and has thereafter advertised said position as available to other qualified, certificated persons not employed by the district. With no such qualified persons having applied and/or accepted said position, this non certificated person is employed for this position for the 2021-22 school year at the designated rate per year.



- I. Recommendation to approve the following 2021-22 Substitute Teachers:
 1. Emily A. Bruzzese
 2. Jennifer Daniele Alvarado
 3. Kristina Milisits
 4. Kevin R. Cochran
 5. Emma L. Nuess
 6. Joey L. Nels
 7. Elizabeth Anne Newsome
- J. Recommendation to approve the following 2021-22 Long-term Substitute Teachers:
 1. Debra M. Thibodeaux, J.E. Prass Elementary School, for Allison Marie Conrads, effective January 3, 2021.
 2. Haley Frances Barlow, Oakview Elementary School, for Anita M. Peck (first and second semester), effective November 29, 2021.
- K. Recommendation to place the following Substitute Teachers on the current teacher salary schedule, Class III, Step 1, having substituted 30 working days in the same assignment, in accordance with the Ohio Department of Education, and continuing until assignment ends:
 1. Amanda Lynne Stone, Kettering Middle School, for Brittany Lauren Geiger, effective December 16, 2021.
 2. Jazmin M Cooley, J.F. Kennedy Elementary School, for Mary Shannon Hughes, effective December 17, 2021.
- L. Recommendation to place the following Substitute Teachers on the current teacher salary schedule, having substituted 60 working days in the same assignment, in accordance with the Ohio Department of Education, and continuing until assignment ends:
 1. Kimberly Sue Miller, Orchard Park Elementary School, for Kaihla Lynn Treen, effective December 14, 2021.
- M. Recommendation to approve the following 2021-22 Clerical Substitutes:
 1. Jennifer Daniele Alvarado
- N. Recommendation to approve the following 2021-22 Home Instructors:
 1. Courtney Lynn Hampton, Master's Degree
 2. Deborah Lynn Vaughn, Master's Degree
- O. Recommendation to approve the following resignations from Substitute Teachers, Paraprofessionals, and Home Instructors for the 2021-22 School Year:
 1. Alyssa Nicole Wallawey (sub teacher)
 2. Amy Lynn Scott (sub teacher)
 3. Susan Marie Lehman (sub teacher)
 4. Harrison David Webb (sub teacher)
 5. Phillip O. Drayton (sub teacher)
 6. Brian Christopher Kennelly (sub teacher)
 7. Chloe Noelle Beaman (sub teacher)
 8. Rebecca Sue Rogero-Victor (sub teacher)
 9. Mindy L. Ellis (Home Instructor- Master's)
 10. Karen Lynn Doody (Home Instructor- Master's)



11. Kristina L. Johnson (Home Instructor- Master's)
 12. Alanna Marie Anastasi (Sub teacher, Home Instructor- Master's)
 13. Michael Franklin Eakin (sub teacher)
 14. Michelle Diann Sutton (sub aide)
- P. Recommendation to approve Fringe Benefits Program and Salary Schedules for Support Staff Aides & Specialty Employees, effective August 1, 2021 through July 31, 2024.
(Enclosure)

Roll Call: Ayes, Five. Mr. Jim Ambrose, Mr. Toby Henderson, Mrs. Jennifer Kane, Mr. Mark Martin, Mrs. Lori Parks.
Nays, None.
The president declared the motion carried.

Motion 14-22 Approve Business Services Agenda Items

It was moved by Mr. Martin, seconded by Mrs. Kane to approve the Business Services Agenda as presented.

Discussion: Mr. Inskeep recommended the Business Services agenda for approval.

X. Business Services Agenda

A. Classified Staff

1. Recommendation to accept the Resignation of Stacie Pabst, Supervisor of Food and Nutritional Services, effective January 20, 2022, end of day.
2. Recommendation to accept the Resignation of Amy Elaine Moore, Assistant Treasurer, effective January 14, 2022, end of day.
3. Recommendation to approve the promotion of Richard Allen Taylor from Fiscal/Budget Analyst to Assistant Treasurer, Pay Grade 12, Step 7, of the Support Administrative Salary Schedule, effective January 18, 2022.
4. Recommendation to approve the employment of Lisa Marie Pickett, Secretary to the Coordinator of Community Relations and Director of Business Services, Pay Grade A, Step 5, Administrative Clerical Support Salary Schedule, 213 days, 7.5 hours/day, effective January 18, 2022.
5. Recommendation to approve the employment of Michelle Diann Sutton, Special Education Paraprofessional, Orchard Park Elementary School, 7 hrs/day, Step 1, effective January 3, 2022.
6. Recommendation to approve the Promotion of Terry L. Woods from Assistant Custodian at Fairmont High School's Performing Arts Center (nights) to Head Custodian at Beavertown Elementary School, effective December 13, 2021.
7. Recommendation to accept the Resignation of Kevin Gerard Crisler, Bus Driver, effective December 17, 2021, end of day.
8. Recommendation to approve the Termination of Employment of Bre-Shay Owens-Washington, Bus Aide, effective after working 1 hour 36 minutes on December 10, 2021.



9. Recommendation to approve the employment of Daniel A. DeAtley, as Bus Driver, Step 1 of the Bus Driver Salary Schedule, 4.5 hours/day, effective December 8, 2021.
10. Recommendation to approve the employment of Christy C. Henderson as Driver Aide, Step 1 of the Driver Aide Salary Schedule, 4.25 hours/day effective October 25, 2021.
11. Recommendation to acknowledge the correction to the December 7, 2021, Agenda Item Number (XII, A, 14) effective dates for approved Unpaid leave for Benita Y. Hooten, Bus Driver, from September 15 & 16, 2021 to November 15 & 16, 2021. (2 Days total)
12. Recommendation to Approve Unpaid leave for the following Transportation employees:
Benita Hooten, Bus Driver, December 14, 2021, p.m. only (½ day)
Kimberly Shoemaker, Bus Driver, December 7, 8, 9, 10, 2021 (4 days)
Julie Wise, Driver Aide, December 10, 2021 (1 day)
13. Recommendation to approve the daily average hours for the following Transportation Employees:
(Enclosure)
14. Recommendation to acknowledge the resignation of Patty A. Martz-MacPherson, Food Service Worker I, effective January 4, 2022, end of day.
15. Recommendation to approve the employment of Tabitha L. Cox as Food and Nutrition Services Worker I, Step 1 of the Food and Nutrition Services Worker Salary Schedule, 3.5 hrs/day at Van Buren Middle School, effective December 13, 2021.
16. Recommendation to approve Unpaid Leave for Tabitha L. Cox, Food & Nutrition Services Worker I, Van Buren Middle School, effective December 17, 2021 (1 day).
17. Recommendation to approve the employment of Mary Lynne Bierman, Supervisor of Food and Nutritional Services, Pay Grade 12, Step 8 of the Support Administrative Salary Schedule, effective January 25, 2022.
18. Recommendation to approve five Transition Days for Mary Lynne Bierman, Supervisor of Food and Nutritional Services to be worked prior to January 25, 2022.

Roll Call: Ayes, Five. Mr. Jim Ambrose, Mr. Toby Henderson, Mrs. Jennifer Kane, Mr. Mark Martin, Mrs. Lori Parks.
Nays, None.
The president declared the motion carried.



Motion 15-22 Approve Teaching and Learning Agenda Items

It was moved by Mrs. Parks, seconded by Mrs. Kane to approve the Teaching and Learning Agenda Items as presented.

Discussion: Mr. Inskeep recommended the Teaching and Learning Agenda Items for approval.

XI. Teaching & Learning Agenda

A. Recommendation to approve extended field trips for Kettering Fairmont High School as follows:

1. Winter Guard, effective February 4, 2022 to February 5, 2022 (Enclosure)
2. Indoor Percussion, effective February 5, 2022 to February 6, 2022 (Enclosure)

Roll Call: Ayes, Five. Mr. Jim Ambrose, Mr. Toby Henderson, Mrs. Jennifer Kane, Mr. Mark Martin, Mrs. Lori Parks.

Nays, None.

The president declared the motion carried.

Motion 16-22 Approve Treasurer Agenda Items

It was moved by Mrs. Kane, seconded by Mr. Ambrose to approve the Treasurer Agenda Items as presented.

Discussion: The Treasurer recommended the legislation to exercise the call provision on the 2012 Bond Refunding. Mr. Furniss explained the projected savings with the call and the anticipated impact to the bond retirement tax rate.

The Treasurer also made remarks regarding the Board's deliberations for pursuing new revenue in 2022. Based on the new Fair School Funding Model implementation next month and changes in the ESSER funding it was the Treasurer's recommendation to wait until later this year to consider new revenue. Mr. Ambrose asked about the timeline for making a decision for the May election versus November election. Mr. Furniss responded the May deadline was February 2, 2022, and the November deadline was in early August.

A RESOLUTION AUTHORIZING THE ISSUANCE OF NOT TO EXCEED \$4,505,000 OF BONDS FOR THE PURPOSE OF CURRENTLY REFUNDING A PORTION OF THE SCHOOL DISTRICT'S SCHOOL IMPROVEMENT BONDS, SERIES 2012, ISSUED IN THE AMOUNT OF \$8,094,953.50 DATED OCTOBER 10, 2012, AND ISSUED TO ADVANCE REFUND A PORTION OF THE SCHOOL DISTRICT'S SCHOOL IMPROVEMENT BONDS DATED MARCH 27, 2003; AND AUTHORIZING RELATED DOCUMENTS AND ACTIONS IN CONNECTION THEREWITH.

WHEREAS, at the election held on November 5, 2002 (the "Election Date"), on the proposition of issuing bonds of the School District stated in the title of this Resolution, the electors of the School District approved the issuance of bonds of the School District in the maximum amount of \$102,400,000 and levying taxes outside the ten-mill limitation to pay the principal of and interest on such bonds, the required majority of those voting on the proposition voted in favor thereof; and

WHEREAS, pursuant to such voted authority, the School District issued its \$87,400,000 School Improvement Bonds, Series 2003 dated March 27, 2003 (the "2003 Bonds"); and

WHEREAS, the School District issued it \$8,094,953.50 School Improvement Bonds, Series 2012 dated October 10, 2012 (the "Outstanding Bonds") to advance refund a portion of the 2003 Bonds; and



WHEREAS, in view of currently prevailing lower interest rates, the Board has determined that it is advisable and in the best interest of the School District to issue the Bonds, as defined herein below, to retire the Outstanding Bonds; and

WHEREAS, the Treasurer of the Board (the "Treasurer") has certified to this Board that maximum maturity and principal amount of the Bonds cannot exceed the maximum maturity of the Refunded Bonds and the respective principal amount of the bonds authorized by the voters on the Election Date; and

WHEREAS, it is now deemed necessary to issue and sell not to exceed \$4,505,000 of the Bonds for the purpose described in the title of this Resolution under authority of the general laws of the State of Ohio, including Ohio Revised Code Chapter 133, and in particular Section 133.34 thereof;

NOW, THEREFORE, BE IT RESOLVED by the Board of Education of the Kettering City School District, Montgomery and Greene Counties, Ohio that:

Section 1. It is hereby determined to be necessary and in the best interest of the inhabitants of the School District that the Board, on behalf of the School District, issue bonds of the School District in the principal sum of not to exceed Four Million Five Hundred Five Thousand Dollars (\$4,505,000), or such lesser amount as shall be determined by the Treasurer and certified to this Board, which bonds shall be designated as "Kettering City School District, Montgomery and Greene Counties, Ohio General Obligation Refunding Bonds, Series 2022," or as otherwise designated by the Treasurer (the "Bonds"), for the purpose described in the title of this Resolution. The Bonds may be issued in one or more series.

Section 2. The Bonds shall be issued as fully registered bonds in book entry form only, shall be numbered consecutively from R-1 upward in denominations of \$100,000 or any integral multiple of \$1,000 in excess thereof; shall be sold to no more than (a) thirty-five sophisticated investors, and (b) shall not purchase for more than one account or with a view to distributing the securities. The Bonds shall be sold in a transaction exempt from the requirements of Rule 15c2-12 of the United States Securities and Exchange Commission.

Section 3. The Treasurer is hereby authorized and directed to execute on behalf of the School District a Certificate of Treasurer Relating to Terms of Bonds (the "Certificate of Treasurer") setting forth the aggregate principal amount and the final terms of the Bonds, which aggregate principal amount and terms, subject to the limitations set forth in this Resolution, shall be as determined by the Treasurer. The Certificate of Treasurer shall indicate the dated date for the Bonds, the dates on which interest on the Bonds is to be paid (the "Interest Payment Dates"), the purchase price for the Bonds (which shall be not less than 97% of the face value thereof), the maturity schedule for the Bonds (provided that the maximum maturity date of Bonds shall not be later than December 1 of the year of final maturity of the Refunded Bonds), the interest rates for the Bonds (provided that the true interest cost for all Bonds in the aggregate shall not exceed five per centum (5.00%) per annum), the Original Purchaser of the Bonds, the optional and mandatory redemption provisions, if any, and such other terms not inconsistent with this Resolution as the Treasurer shall deem appropriate.

Section 4. The Bonds shall be issued with interest payable semiannually on each Interest Payment Date until the principal sum is paid or provision has been duly made therefor (the "Current Interest Bonds") or with interest compounded on each Interest Payment Date but payable only at maturity (the "Capital Appreciation Bonds") in such proportions as shall be set forth in the Certificate of Treasurer provided hereof. Interest shall be calculated on the basis of a 360-day year of twelve 30-day months. The Current Interest Bonds and the Capital Appreciation Bonds shall be in the denominations as determined by the Treasurer and set forth in the Certificate of Treasurer. The Current Interest Bonds shall be dated such date as shall be determined by the Treasurer and set forth in the Certificate of Treasurer, and the Capital Appreciation Bonds shall be dated their date of delivery to the Original Purchaser.

Section 5. The Current Interest Bonds may be subject to optional and mandatory redemption prior to stated maturity as provided in the Certificate of Treasurer. If optional redemption of the Current Interest Bonds at a redemption price exceeding 100% is to take place on any date on which a mandatory redemption of the Current Interest Bonds of the same maturity will take place, the Current Interest Bonds to be redeemed by optional redemption shall be selected by the Bond Registrar (as defined hereinbelow) prior to the selection of the Current Interest Bonds to be redeemed at par on the same date.

When partial redemption is authorized, the Bond Registrar shall select Current Interest Bonds or portions thereof by lot within a maturity in such manner as the Bond Registrar may determine, provided however, that the portion of any Current Interest Bond so selected shall be in the amount of \$1,000 or any integral multiple thereof (unless otherwise determined by the Treasurer).

The notice of the call for redemption of a Current Interest Bond shall identify (i) by designation, letters, numbers or other distinguishing marks, the Current Interest Bond or portions thereof to be redeemed, (ii) the redemption price to be paid, (iii) the date fixed for redemption, and (iv) the place or places where the amounts due upon redemption are payable. From and after the specified redemption date interest on the Current Interest Bond (or portions thereof) called for redemption shall cease to accrue. Such notice shall be sent by first class mail at least 30 days prior to the redemption date to each registered holder of the Current Interest Bond to be



redeemed at the address shown in the Bond Register (as defined hereinbelow) on the 15th day preceding the date of mailing. Failure to receive such notice of any defect therein shall not affect the validity of the proceedings for the redemption of any Current Interest Bond.

Section 6. The Bonds shall express upon their faces the purpose for which they are issued and that they are issued pursuant to this Resolution, and the Bonds shall be executed by the President of the Board (the “President”) and by the Treasurer in their official capacities, provided that either or both of their signatures may be a facsimile. No Bond shall be valid or become obligatory for any purpose or shall be entitled to any security or benefit under this Resolution unless and until a certificate of authentication, as 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 and delivered under this Resolution and is entitled to the security and benefit of this Resolution. The certificate of authentication may be signed by any officer or officers of the Bond Registrar or by such other person acting as an agent of the Bond Registrar as shall be approved by the Treasurer on behalf of the School District. It shall not be necessary that the same authorized person sign the certificate of authentication on all of the Bonds.

Section 7. The principal of and interest 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. The principal of the Bonds shall be payable upon presentation and surrender of the Bonds at the principal office of the Bond Registrar. Each Bond shall bear interest from the later of the date thereof, or the most recent Interest Payment Date to which interest has been paid or duly provided for, unless the date of authentication of any Bond is less than 15 days prior to an Interest Payment Date, in which case interest shall accrue from such Interest Payment Date. Interest on any Bond shall be paid on each Interest Payment Date by check or draft mailed to the person in whose name the Bond is registered, at the close of business on the 15th day next preceding that Interest Payment Date (the “Record Date”) (unless such date falls on a non-business day, in which case the Record Date shall be the preceding business day), on the Bond Register at the address appearing therein.

Any interest on any Bond which is payable, but is not punctually paid or provided for, on any Interest Payment Date (herein called “Defaulted Interest”) shall forthwith cease to be payable to the registered owner on the relevant Record Date by virtue of having been such owner and such Defaulted Interest shall be paid to the registered owner in whose name the Bond is registered at the close of business on a date (the “Special Record Date”) to be fixed by the Bond Registrar, such Special Record Date to be not more than 15 nor less than 10 days prior to the date of proposed payment. The Bond Registrar shall cause notice of the proposed payment of such Defaulted Interest and the Special Record Date therefore to be mailed, first class postage prepaid, to each Bondholder, at such Bondholder’s address as it appears in the Bond Register, not less than 10 days prior to such Special Record Date, and may, in its discretion, cause a similar notice to be published once in a newspaper in each place where Bonds are payable, but such publication shall not be a condition precedent to the establishment of such Special Record Date.

Subject to the foregoing provisions of this Section, each Bond delivered by the Bond Registrar upon transfer of or in exchange for or in lieu of any other Bond shall carry the rights to interest accrued and unpaid, and to accrue, which were carried by such other Bond.

Section 8. The Treasurer is hereby authorized and directed to serve as authenticating agent, bond registrar, transfer agent, and paying agent for the Bonds or to execute on behalf of the Board a Bond Registrar Agreement with such bank or other appropriate financial institution as shall be acceptable to the Treasurer and the Original Purchaser, pursuant to which such bank or financial institution shall agree to serve as authenticating agent, bond registrar, transfer agent, and paying agent (collectively, the “Bond Registrar”) for the Bonds. If at any time the Bond Registrar shall be unable or unwilling to serve as such, or the Treasurer in such officer’s discretion shall determine that it would be in the best interest of the School District for such functions to be performed by another party, the Treasurer may, and is hereby authorized and directed to, enter into an agreement with a national banking association or other appropriate institution experienced in providing such services, to perform the services required of the Bond Registrar hereunder. Each such successor Bond Registrar shall promptly advise all bondholders of the change in identity and new address of the Bond Registrar. So long as any of the Bonds remain outstanding, the School District shall cause to be maintained and kept by the Bond Registrar, at the office of the Bond Registrar, all books and records necessary for the registration, exchange and transfer of Bonds as provided in this Section (the “Bond Register”). Subject to the provisions hereof, the person in whose name any Bond shall be registered on the Bond Register shall be regarded as the absolute owner thereof for all purposes. Payment of or on account of the principal of and interest 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 herein provided. All payments shall be valid and effectual to satisfy and discharge the liability upon the Bonds, including the interest thereon, to the extent of the amount or amounts so paid.

Any Bond, upon presentation and surrender at the office of the Bond Registrar, together with a request for exchange signed by the registered owner or by a person authorized by the owner to do so by a power of attorney in a form satisfactory to the Bond Registrar, may be exchanged for Bonds of the same form and of any authorized denomination or denominations equal in the aggregate to the unmatured principal amount of the Bonds surrendered, and bearing interest at the same rate and maturing on the same date.



A Bond may be transferred only on the Bond Register upon presentation and surrender thereof at the office of the Bond Registrar, together with an assignment executed by the registered owner or by a person authorized by the owner to do so by a power of attorney in a form satisfactory to the Bond Registrar. Upon that transfer, the Bond Registrar shall complete, authenticate and deliver a new Bond or Bonds of any authorized denomination or denominations equal in the aggregate to the unmatured principal amount of the Bonds surrendered, and bearing interest at the same rate and maturing on the same date.

The School District and the Bond Registrar shall not be required to transfer or exchange (i) any Bond during a period beginning at the opening of business fifteen (15) days before the day of mailing of a notice of redemption of Bonds, and ending at the close of business on the day of such mailing, or (ii) any Bonds selected for redemption, in whole or in part; following the date of such mailing.

In all cases in which Bonds are exchanged or transferred hereunder, the School District shall cause to be executed and the Bond Registrar shall authenticate and deliver Bonds in accordance with the provisions of this Resolution. 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 it begins the procedure for the exchange or transfer of the Bonds. All Bonds issued upon any transfer or exchange shall be the valid obligations of the School District, evidencing the same debt, and entitled to the same benefits under this Resolution, as the Bonds surrendered upon that transfer or exchange.

Section 9. For purposes of this Resolution, the following terms shall have the following meanings:

“Book entry form” or “book entry system” means a form or system under which (i) the beneficial right to payment of principal of and interest on the Bonds may be transferred only through a book entry and (ii) physical Bonds in fully registered form are issued only to a Depository or its nominee as registered owner, with the Bonds “immobilized” in the custody of the Depository, and the book entry is the record that identifies the owners of beneficial interests in those Bonds.

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

All or any portion of the Bonds may be initially issued to a Depository for use in a book entry system, and the provisions of this Section shall apply, notwithstanding any other provision of this Resolution: (i) there shall be a single Bond of each maturity; (ii) those Bonds shall be registered in the name of the Depository or its nominee, as registered owner, and immobilized in the custody of the Depository; (iii) the beneficial owners in book entry form shall have no right to receive Bonds in the form of physical securities or certificates; (iv) ownership of beneficial interests in any Bonds in book entry form shall be shown by book entry on the system maintained and operated by the Depository, and transfers of the ownership of beneficial interests shall be made only by the Depository and by book entry; and (v) the Bonds as such shall not be transferable or exchangeable, except for transfer to another Depository or to another nominee of a Depository, without further action by the School District. Bond service charges on Bonds in book entry form registered in the name of a Depository or its nominee shall be payable in same day funds delivered to the Depository or its authorized representative (i) in the case of interest, on each Interest Payment Date, and (ii) in all other cases, upon presentation and surrender of Bonds as provided in this Resolution.

The Bond Registrar may, with the approval of the School District, enter into an agreement with the beneficial owner or registered owner of any Bond in the custody of a Depository providing for making all payments to that owner of principal and interest on that Bond or any portion thereof (other than any payment of the entire unpaid principal amount thereof) at a place and in a manner (including wire transfer of federal funds) other than as provided above in this Resolution, without prior presentation or surrender of the Bond, upon any conditions which shall be satisfactory to the Bond Registrar and the School District. That payment in any event shall be made to the person who is the registered owner of that Bond on the date that principal is due, or, with respect to the payment of interest, as of the applicable date agreed upon as the case may be. The Bond Registrar shall furnish a copy of each of those agreements, certified to be correct by the Bond Registrar, to other paying agents for Bonds and to the School District. Any payment of principal or interest pursuant to such an agreement shall constitute payment thereof pursuant to, and for all purposes of, this Resolution.

The Superintendent, Treasurer, or any other officer of the Board, including the President, is authorized and directed to execute, acknowledge and deliver, in the name of and on behalf of the School District, a letter agreement among the School District, the Bond Registrar and The Depository Trust Company, as depository, to be delivered in connection with the issuance of the Bonds to the Depository for use in a book entry system in substantially the form submitted to the Board.



If any Depository determines not to continue to act as the Depository for the Bonds for use in a book entry system, the School District and the Bond Registrar may attempt to establish a securities depository/book entry relationship with another qualified Depository under this Resolution. If the School District and the Bond Registrar do not or are unable to do so, the School District and the Bond Registrar, after the Bond Registrar has made provision for notification of the beneficial owners by the then Depository, shall permit withdrawal of the Bonds from the Depository and authenticate and deliver bond certificates in fully registered form to the assigns of the Depository or its nominee, all at the cost and expense (including costs of printing definitive Bonds), if the event is not the result of action or inaction by the School District or the Bond Registrar, of those persons requesting such issuance.

Section 10. There shall be and is hereby levied annually on all the taxable property in the School District, in addition to all other taxes and outside the ten mill limitation, a direct tax (the “Debt Service Levy”) for each year during which any of the Bonds are outstanding for the purpose of providing, and in an amount which is sufficient to provide, funds to pay interest upon the Bonds as and when the same falls due and to provide a fund for the repayment of the principal of the Bonds at maturity or upon redemption. The Debt Service Levy shall not be less than the interest and sinking fund tax required by Article XII, Section 11 of the Ohio Constitution.

Section 11. The Debt Service Levy shall be and is hereby 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 such years are certified, extended and collected. The Debt Service Levy shall be placed before and in preference to all other items and for the full amount thereof. The funds derived from the Debt Service Levy shall be placed in a separate and distinct fund, which shall be irrevocably pledged for the payment of the premium, if any, and interest on and principal of the Bonds when and as the same falls due. Notwithstanding the foregoing, if the School District determines that funds will be available from other sources for the payment of the Bonds in any year, the amount of the Debt Service Levy for such year shall be reduced by the amount of funds which will be so available, and the School District shall appropriate such funds to the payment of the Bonds in accordance with law.

Section 12. The Bonds shall be sold to such purchaser or purchasers (collectively, the “Original Purchaser”) as the Treasurer shall designate at the purchase price set forth in the Certificate of Treasurer, plus interest accrued, if any, to the date of delivery of the Bonds to the Original Purchaser. The Superintendent, President and the Treasurer, or any of them individually, are authorized and directed, if required, to execute on behalf of the Board a Bond Purchase Agreement or a Bond Placement Agreement with the Original Purchaser, setting forth the conditions under which the Bonds are to be sold and delivered, which agreement shall be in such form, not inconsistent with the terms of this Resolution, as the Treasurer shall determine.

Section 13. The Treasurer is hereby authorized, if it is determined that it is necessary or appropriate to facilitate the sale of the Bonds, to create and establish an Escrow Account, as an account within the Bond Retirement Fund of the School District, a trust fund to be designated “Kettering City School District – 2022 Refunding Bonds Escrow Fund” (the “2022 Escrow Fund”), or as otherwise designated by the Treasurer, which shall be in the custody of the escrow trustee. The proceeds from the sale of the Bonds, except the accrued interest thereon, if any, shall be deposited in the Escrow Fund along with such funds, if any, as the Treasurer may transfer from the bond retirement fund. Such moneys deposited in the Escrow Fund may be (i) held as cash or (ii) used to purchase direct obligations of or obligations guaranteed as to payment by the United State of America of such maturities and interest payment dates and bearing interest at such rates as will, as certified by such independent public accounting firm as shall be acceptable to the Treasurer and the Original Purchaser without further investment or reinvestment of either the principal amount thereof or the interest earnings therefrom, be sufficient to pay the interest on, and the redemption price (including any redemption premium) of, the Refunded Bonds on the earliest optional redemption date for the Refunded Bonds. The Treasurer is also authorized, if necessary or desirable, to facilitate the refunding of the Refunded Bonds, to engage a consultant to verify the sufficiency of the cash or other obligations held in the Escrow Fund to refund the Refunded Bonds on such redemption date.

Any accrued interest received from the sale of the Bonds shall be transferred to the bond retirement fund to be applied to the payment of the principal of and interest on the Bonds, or other obligations of the Park District, as permitted by law. Any premium received from the sale of the Bonds may be used to pay the financing costs of the Bonds within the meaning of Ohio Revised Code Section 133.01(K) or be deposited into the bond retirement fund, including the Escrow Fund contained therein, in the manner provided by law.

The Treasurer is hereby authorized and directed to execute on behalf of the School District an Escrow Agreement (the “Escrow Agreement”), if necessary, with a bank or trust company to be selected by the Treasurer (the “Escrow Trustee”), setting forth the terms by which the Escrow Fund shall be held and disbursed, which Escrow Agreement shall be in such form, not inconsistent with this resolution, as the Treasurer shall determine that an Escrow Agreement is necessary or beneficial to facilitate the refunding of the Refunding Bonds. Such an Escrow Agreement shall be in such form not inconsistent with this Resolution, as the Treasurer shall determine.

Section 14. The Board hereby covenants that it will comply with the requirements of all existing and future laws which must be satisfied in order that interest on the Bonds is and will continue to be excluded from gross income for federal income tax purposes,



including without limitation restrictions on the use of the property financed with the proceeds of the Bonds so that the Bonds will not constitute "private activity bonds" within the meaning of Section 141 of the Internal Revenue Code of 1986, as amended (the "Code"). The Board further covenants that it will restrict the use of the proceeds of the Bonds in such manner and to such extent, if any, as may be necessary, after taking into account reasonable expectations at the time the Bonds are issued, so that they will not constitute arbitrage bonds under Section 148 of the Code and the regulations prescribed thereunder (the "Regulations").

The Treasurer, or any other officer of this Board, including the President, is hereby authorized and directed (a) to make or effect any election, selection, designation, choice, consent, approval or waiver on behalf of the Board with respect to the Bonds as permitted or required to be made or given under the federal income tax laws, for the purpose of assuring, enhancing or protecting favorable tax treatment or the status of the Bonds or interest thereon or assisting compliance with requirements for that purpose, reducing the burden or expense of such compliance, reducing any rebate amount or any payment of penalties, or making any payments of special amounts in lieu of making computations to determine, or paying, any excess earnings as rebate, or obviating those amounts or payments, as determined by the Treasurer, which action shall be in writing and signed by the Treasurer, or any other officer of the Board, including the President, on behalf of the Board; (b) to take any and all actions, make or obtain calculations, and make or give reports, covenants and certifications of and on behalf of the School District, as may be appropriate to assure the exclusion of interest from gross income and the intended tax status of the Bonds; and (c) to give an appropriate certificate on behalf of the Board, for inclusion in the transcript of proceedings, setting forth the facts, estimates and circumstances, and reasonable expectations of the Board pertaining to Section 148 and the Regulations, and the representations, warranties and covenants of the Board regarding compliance by the Board with Sections 141 through 150 of the Code and the Regulations.

The Treasurer shall keep and maintain adequate records pertaining to investment of all proceeds of the Bonds sufficient to permit, to the maximum extent possible and presently foreseeable, the School District to comply with any federal law or regulation now or hereafter having applicability to the Bonds which limits the amount of bond proceeds which may be invested on an unrestricted yield or requires the School District to rebate arbitrage profits to the United States Department of the Treasury. The Treasurer is hereby authorized and directed to file such reports with, and rebate arbitrage profits to, the United States Department of the Treasury, to the extent that any federal law or regulation having applicability to the Bonds requires any such reports or rebates.

Section 15. The officer having charge of the minutes of the Board and any other officers of the Board, or any of them individually, are hereby authorized and directed to prepare and certify a true transcript of proceedings pertaining to the Bonds and to furnish a copy of such transcript to the Original Purchaser. Such transcript shall include certified copies of all proceedings and records of the Board relating to the power and authority of the Park District to issue the Bonds and certificates as to matters within their knowledge or as shown by the books and records under their custody and control, including but not limited to a general certificate of the Director and a no-litigation certificate of the Board Chairman and the Director, and such certified copies and certificates shall be deemed representations of the Park District as to the facts stated therein. Except for the procedure for authenticating the Bonds set forth in Section 7 herein, documents (including this Resolution) executed, scanned and transmitted electronically and electronic and digital signatures shall be deemed original signatures for said transcript of the Bonds, for the purposes of this Resolution, and for all matters related thereto, with any such scanned, electronic, and digital signatures having the same legal effect as original signatures.

The Director and the Board Chairman are hereby authorized and directed to take such action (including, but not limited to, hiring such other professionals or consultants as may be needed to facilitate the issuance of the Bonds) and to execute and deliver, on behalf of the Board, such additional instruments, agreements, certificates, and other documents as may be in their discretion necessary or appropriate in order to carry out the intent of this Resolution. Such documents shall be in the form not substantially inconsistent with the terms of this Resolution, as they in their discretion shall deem necessary or appropriate.

Section 16. The Treasurer, on behalf of the Board, is hereby authorized to appoint and retain the law firm of Frost Brown Todd LLC to serve as bond counsel to the School District in connection with the Bonds. The fees to be paid to such firm shall be subject to review and approval of the Treasurer, shall not exceed the fees customarily charged for such services, and may be paid upon closing of the financing from proceeds of the Bonds.

Section 17. The Treasurer, on behalf of the Board, is hereby authorized to appoint the financial advisory firm of Bradley Payne, LLC, to serve as financial advisor to the School District in connection with the Bonds. The fees to be paid to such firm shall be subject to review and approval of the Treasurer, shall not exceed the fees customarily charged for such services, and may be paid upon closing of the financing from proceeds of the Bonds.

Section 18. It is hereby found and determined that all acts, conditions and things necessary to be done precedent to and in the issuing of the Bonds in order to make them legal, valid and binding obligations of the School District have happened, been done and been performed in regular and due form as required by law; that the full faith, credit and revenue of the School District are hereby



irrevocably pledged for the prompt payment of the principal and interest thereof at maturity; and that no limitation of indebtedness or taxation, either statutory or constitutional, has been exceeded in issuing the Bonds.

Section 19. It is hereby found and determined that all formal actions of this Board concerning and relating to the adoption of this Resolution were adopted in an open meeting of this Board, and that all deliberations of this Board and of any of its committees that resulted in such formal action were in meetings open to the public in compliance with all legal requirements, including Section 121.22 of the Ohio Revised Code.

Section 25. The Treasurer is hereby directed to forward a certified copy of this Resolution to the County Auditor of Montgomery and Greene Counties, Ohio. This Resolution shall be in full force and effect immediately upon its adoption.

Roll Call: Ayes, Five. Mr. Jim Ambrose, Mr. Toby Henderson, Mrs. Jennifer Kane, Mr. Mark Martin, Mrs. Lori Parks.
Nays, None.
The president declared the motion carried.

Hearing of the Public Non-Agenda Items

None.

Motion 17-22 Executive Session

It was moved by Mr. Martin, seconded by Mr. Ambrose for the board to enter into executive session for the purpose of considering the appointment, employment dismissal, discipline, promotion, demotion or compensation of a public employee or official or the investigation of charges or complaints against a public employee, official, licensee or regulated individual. The board also performed its self evaluation pursuant to Board Policy 0134.

Roll Call: Ayes, Five. Mr. Jim Ambrose, Mr. Toby Henderson, Mrs. Jennifer Kane, Mr. Mark Martin, Mrs. Lori Parks.
Nays, None.
The president declared the motion carried.

Mr. Inskeep, Mr. Furniss and Diane Egbers were invited into the Executive Session. Mr. Ambrose left the meeting at 8:38 p.m.

Time In: 6:25 p.m.
Time Out: 9:01 p.m.

Motion 18-22 Adjournment

It was moved by Mr. Martin, seconded by Mrs. Lori Parks to adjourn the meeting at 9:01 p.m.

Roll Call: Ayes, Four. Mr. Toby Henderson, Mrs. Jennifer Kane, Mr. Mark Martin, Mrs. Lori Parks.
Nays, None.
Absent, One. Mr. Ambrose.
The president declared the motion carried.



Attest: Treasurer, Board of Education