

DUDLEY-CHARLTON REGIONAL SCHOOL DISTRICT

Meeting of the Dudley-Charlton Regional School Committee

Wednesday, July 19, 2023, at 7:00 PM

Video-Conference: <https://us06web.zoom.us/j/83011141168>

Minutes

I. Call Meeting to Order

The meeting was called to order at 7:01 PM

II. Action: Sale of Bond Anticipatory Notes (BANS)

Mr. David Eisenthal joins the School Committee tonight to discuss the Sale of Bond Anticipatory Notes.

The DCRSD took bids last week on \$4.2 million principal amount of Bond Anticipation Notes. This amount is financing a series of capital projects approved by the District in 2022 by ballot vote. The estimated project cost is \$5.7 million, but there will be an infusion of cash from the Town of Charlton of \$1.5 million.

A motion by K. Szela, second by J. Dell'Ovo to approve the sale of \$4,200,000, 4.50% General Bond Anticipation Notes of the District dated July 26, 2023, and payable July 25, 2024, to Piper Sandler & Co., at par and accrued interest, if any, plus a premium of \$25,998 was approved by a roll-call vote.

C. Carmignani – Yes
M. Chickering – Yes
J. Costello – Yes
J. Dell'Ovo – Yes
N. Enberg – Absent
C. Panczyk – Absent
K. Szela – Yes

III. Adjourn

A motion by K. Szela, second by M. Chickering to adjourn the meeting at 7:06 PM was passed unanimously.

C. Carmignani – Yes
M. Chickering – Yes
J. Costello – Yes
J. Dell'Ovo – Yes
N. Enberg – Absent
C. Panczyk – Absent
K. Szela – Yes

The items listed, which may be discussed at the meeting, are those reasonably anticipated by the chair. Not all items listed may, in-fact be discussed, and other items not listed may also be brought up for discussion to the extent permitted by law. The School Committee may vote on all items listed on this agenda.

“...to advance the knowledge and well-being of our children and our community.”

Next Meeting Dates

School Committee Meeting: Wednesday, July 26, 2023, 7:00 PM Shepherd Hill RHS

Budget and Finance Subcommittee: TBD – Video Conference

Policy Review Subcommittee: TBD – Video Conference

Curriculum Subcommittee for Teaching and Learning: TBD – Video Conference

Capital Outlay/Safety Subcommittee: TBD – Video Conference

Future Agenda Items: Dudley Town FY24 Budget (July), Dudley-Charlton Staff Resource Handbook (July), Student Handbooks (August), Special District-Wide Meeting (August)

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| Agenda |
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VOTE OF THE SCHOOL COMMITTEE
OF THE DUDLEY-CHARLTON REGIONAL SCHOOL DISTRICT

I, the District Secretary of the Regional School District School Committee (the “Committee”) of the Dudley-Charlton Regional School District, Massachusetts (the “District”), certify that at a meeting of the Committee held July 19, 2023, of which meeting all members of the Committee were duly notified and at which a quorum was present, the following votes were unanimously passed, all of which appear upon the official record of the Committee in my custody:

Voted: to approve the sale of \$4,200,000 4.50 percent General Obligation Bond Anticipation Notes (the “Notes”) of the District dated July 26, 2023, and payable July 25, 2024 to Piper Sandler & Co., at par and accrued interest, if any, plus a premium of \$25,998.

Further Voted: that in connection with the marketing and sale of the Notes, the preparation and distribution of a Notice of Sale and Preliminary Official Statement dated July 5, 2023 and a final Official Statement dated July 12, 2023, each in such form as may be approved by the District Treasurer, be and hereby are ratified, confirmed, approved and adopted.

Further Voted: that the District Treasurer and the Chair of the Committee be, and hereby are, authorized to execute and deliver a significant events disclosure undertaking in compliance with SEC Rule 15c2-12 in such form as may be approved by bond counsel to the District, which undertaking shall be incorporated by reference in the Notes for the benefit of the holders of the Notes from time to time.

Further Voted: that we authorize and direct the District Treasurer to establish post issuance federal tax compliance procedures and continuing disclosure procedures in such forms as the District Treasurer and bond counsel deem sufficient, or if such procedures are currently in place, to review and update said procedures, in order to monitor and maintain the tax-exempt status of the Notes and to comply with relevant securities laws.

Further Voted: that any certificates or documents relating to the Notes (collectively, the “Documents”), may be executed in several counterparts, each of which shall be regarded as an original and all of which shall constitute one and the same document; delivery of an executed counterpart of a signature page to a Document by electronic mail in a “.pdf” file or by other electronic transmission shall be as effective as delivery of a manually executed counterpart signature page to such Document; and electronic signatures on any of the Documents shall be deemed original signatures for the purposes of the Documents and all matters relating thereto, having the same legal effect as original signatures.

Further Voted: that each member of the Committee, the District Secretary and the District Treasurer be and hereby are, authorized to take any and all such actions, and execute and deliver such certificates, receipts or other documents as may be determined by them, or any of them, to be necessary or convenient to carry into effect the provisions of the foregoing votes.

I further certify that the votes were taken at a meeting open to the public, that no vote was taken by secret ballot, that a notice stating the place, date, time and agenda for the meeting (which agenda included the adoption of the above votes) was filed with the Town Clerks of each of the member towns of Dudley and Charlton, Massachusetts (together, the "Town Clerks") and a copy thereof posted in a manner conspicuously visible to the public at all hours in or on the municipal buildings in which the offices of the Town Clerks and the District Secretary are located, or in accordance with an approved alternative method of notice prescribed or approved by the Massachusetts Attorney General as set forth in 940 CMR 29.03(4), at least 48 hours, not including Saturdays, Sundays and legal holidays, prior to the time of the meeting and remained so posted at the time of the meeting, that no deliberations or decision in connection with the sale of the Notes were taken in executive session, all in accordance with G.L. c.30A, §§18-25, as amended.

Dated: July 19, 2023

District Secretary